PSE Number: E-5000
SEC Number: 152-747
File Number: ________

AYALA LAND, INC.

(Company's Full Name)

31F Tower One and Exchange Plaza,
Ayala Triangle, Ayala Avenue, Makati City 1226

(Company Address)

(632) 7908-3111

(Telephone Number)

December 31, 2022

(Year Ending)

Annual Report - SEC Form 17-A

(Form Type)

(Amendments – if applicable)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

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

1. For the fiscal year ended **December 31, 2022**

2. SEC Identification Number **152747**

3. BIR Identification No. **000-153-790-000**

4. Exact name of the issuer as specified in its charter: **AYALA LAND, INC.**

5. Province, Country or other jurisdiction of incorporation or organization:
   Makati City, Philippines

6. Industry Classification Code: _______ (SEC Use Only)

7. Address of principal office and postal code: **31F Tower One and Exchange Plaza,**
   Ayala Triangle, Ayala Avenue, Makati City 1226

8. Issuer's telephone number, including area code: **(632) 7908-3111**

9. Former name, former address, former fiscal year: **not applicable**

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

As of March 07, 2023

Title of each class	Number of shares issued and outstanding
Common shares	**15,706,946,537**
Preferred shares	**12,442,514,223**

Amount of debt outstanding: **P120,250,000,000.00** (Registered)

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

    Name of Stock Exchange: **Philippine Stock Exchange**
    Class of securities listed: **Common shares**

    14,554,342,880 common shares have been listed with the Philippine Stock Exchange.

12. Check whether the issuer:

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

Yes [x] No [ ]

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

Yes [x] No [ ]

13. Aggregate market value of the voting stock held by non-affiliates:

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

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

Yes [ ] No [ ] **Not applicable**

DOCUMENTS INCORPORATED BY REFERENCE

15. Briefly describe documents incorporated by reference and identify the part of the SEC Form 17-A into which the document is incorporated:

2022 Audited Consolidated Financial Statements (incorporated as reference for Items 5, 7, 10 & 12 of SEC Form 17-A)

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PART I - BUSINESS

Item 1. Business

Background

Ayala Land, Inc. ("Ayala Land" or the "Company") was formerly the real estate division of Ayala Corporation (AC) and was incorporated on June 30, 1988, to focus on the development of its existing real estate assets. In July 1991, the Company became publicly listed through an initial public offering ("IPO") of its primary and secondary shares on the Makati and Manila Stock Exchanges (predecessors of the PSE). Ayala Corporation's effective ownership in Ayala Land amounted to 88% due to the IPO.

Over the years, several developments further reduced Ayala Corporation's effective interest in Ayala Land; the exercise of stock options by respective employees of Ayala Corporation and Ayala Land, the disposal of Ayala Land shares by Ayala Corporation, and Ayala Land's issuance of new shares in relation to its acquisition of interest in companies owning properties in Canlubang, Laguna in 1993. Furthermore, the conversion of a ₽3.0 billion convertible, long-term commercial paper to Ayala Land Common B Shares publicly issued in December 1994, exchanges under bonds due in 2001, and equity top-up placements conducted through an overnight book-built offering in July 2012, March 2013, and January 2015. In 2019, bond holders of the US$300 million exchangeable bonds issued by AYC Finance Limited, a wholly-owned subsidiary of Ayala Corporation, exercised their option to redeem shares of ALI. This transaction decreased the shares directly owned by Ayala Corporation by 2.6%. In 2021, AC executed a block share purchase program of Ayala Land shares, acquiring 10.1 billion shares. On January 2023, ALI, AC and Mermac, Inc. received the approval for a property-for-share swap involving the transfer of assets with an aggregate value of P11.4 bilion, in exchange for 311,580,000 common shares.

As of December 31, 2022, Ayala Corporation's effective ownership in Ayala Land is 50.60% while 48.34% is owned by the public. As of December 31, 2022, Ayala Land has 15,064,662,731 outstanding common shares and 12,524,223 outstanding voting preferred shares. 14,554,334,801 common shares are listed with the PSE. Foreign equity ownership is 14.30% composed of 3,878,693,663 outstanding common shares and 54,979,729 voting preferred shares as of December 31, 2022. Equity attributable to equity holders of Ayala Land amounted to ₱225.3. Ayala Land has a total market capitalization of ₽463.0 billion based on the closing price of ₽30.80 per common share on December 31, 2022, the last trading day of the year.

Ayala Land is the largest and most diversified real estate conglomerate in the Philippines. It is engaged in land acquisition, planning, and development of large scale, integrated, mixed-use, and sustainable estates, industrial estates, development and sale of residential and office condominiums, house and lots, and commercial and industrial lots, development and lease of shopping centers and offices, co-working spaces, and standard factory buildings and warehouses, and the development, management, and operation of hotels and resorts and co-living spaces. The Company is also engaged in construction, property management, retail electricity supply, and airline services. It also has investments in AyalaLand Logistics Holdings Corp., AREIT, Inc., Ortigas Land Corp., MCT Bhd., and Merkado Supermarket. Ayala Land has 49 estates, is present in 57 growth centers nationwide, and has a total land bank of over 12,000 hectares at the end of 2022.

Products / Business Lines

Property Development

Property Development comprises the Strategic Land Bank Management Group, Visayas-Mindanao Group, Residential Business Group, and MCT Bhd, Ayala Land's listed subsidiary in Malaysia.

The Strategic Land Bank Management Group handles the acquisition, planning, and development of large-scale, mixed-use, and sustainable estates and the development, sale, or lease of its commercial lots in its estates in Metro Manila and the Luzon region.

The Visayas-Mindanao Group handles the acquisition, planning, and development of large-scale, mixed-use, and sustainable estates. It also oversees the development, sale, or lease of its commercial lots in key cities in the Visayas and Mindanao regions.

The Residential Business Group handles the development and sale of residential and office condominiums and house and lots for the luxury, upscale, middle-income, affordable, and socialized housing segments, and the development and sale of commercial lots under the following brands: AyalaLand Premier (“ALP”) for luxury lots, residential and office condominiums, Alveo Land Corp. (“Alveo”) for upscale lots, residential and office condominiums, Avida Land Corp. (“Avida”) for middle-income lots, house and lot packages, and residential and office condominiums, Amaia Land Corp. (“Amaia”) for affordable house and lot packages and residential condominiums, and BellaVita Land Corp. (“BellaVita”) for socialized house and lot packages.

MCT Bhd. is a publicly-listed property developer in Malaysia engaged in land acquisition, planning, and development of residential condominiums for sale to the middle-income segment. MCT has a land bank of 196 acres located in Subang Jaya, Cyberjaya, and Petaling Jaya. Ayala Land owns 66.3% of MCT Bhd.

Commercial Leasing

Commercial Leasing involves the development and lease of shopping centers through Ayala Malls, and offices, through Ayala Land Offices, co-working spaces through the “Clock In” brand, and standard factory buildings and warehouses under the “ALogis” brand, and the development, management, and operation of hotels and resorts through AyalaLand Hotels and Resorts, Inc. and co-living spaces through “The Flats” brand.

Services

Services include construction, property management, retail electricity supply, and airline services.

Construction of Ayala Land and third-party projects and land development are conducted through Makati Development Corporation (“MDC”). Property Management is done through Ayala Property Management Corporation (“APMC”). Retail electricity supply is done through Direct Power Services, Inc. (DPSI), Ecozone Power Management, Inc. (EPMI), and Philippine Integrated Energy Solutions, Inc. (PhilEnergy). Airline service is done through AirSWIFT for Ayala Land’s tourism estates in Lio, Palawan, and Sicogon Island resort through its fleet of four modern turbo-prop aircraft.

Strategic Investments

Ayala Land’s strategic investments include AyalaLand Logistics Holdings Corp. (71.68%), AREIT, Inc. (66.01%), MCT Bhd. (66.3%), Merkado Supermarket (50.0%), and OCLP Holdings, Inc. (21.01%)

Products / Business Lines (with 10% or more contribution to 2022 consolidated revenues before intercompany adjustments):

Property Development	66%
Commercial Leasing	27%
Services	7%

Distribution Methods of Products

The Company's residential products are distributed to a wide range of property buyers through various sales groups.

Ayala Land has its own in-house sales team for ALP projects. In addition, it has a wholly-owned subsidiary, Ayala Land Sales, Inc. ("ALSI"), which employs commission-based salespeople. Ayala Land uses a sales force of about 15,000 brokers and sales agents guided by a strict Code of Ethics. Separate sales groups have also been formed for Alveo, Avida, Amaia and BellaVita. Ayala Land and its subsidiaries also tap external brokers to complement these sales groups.

Marketing to the Overseas Filipino ("OF") market is handled by Ayala Land International Sales, Inc. ("ALISI"). Created in March 2005, ALISI leads the marketing, sales, and channel development activities and marketing initiatives of the residential brands abroad through project websites, permanent sales offices or broker networks, and regular roadshows with strong follow-through marketing support in key cities abroad. ALISI has marketing offices in North America (Milpitas and San Francisco), Hong Kong, Singapore, Dubai, Rome, and London. ALISI likewise assumed operations of AyalaLand Int'l. Marketing in Italy and London, in 2014.

In addition, the Ayala Group also developed "One Ayala," a program that bundles the products and services of Ayala Land, BPI, and Globe Telecom, Inc. and gives access to potential Ayala Land clients overseas through BPI's 17 overseas offices and 81 tie-ups. An Ayala Land-BPI Dream Deals program was also created to generate additional sales from the local market.

Since 2008, all residential sales support transactions have been undertaken by the shared services company Amicassa Process Solutions, Inc. ("APSI"), while all transactional accounting processes across the Ayala Land Group are handled by Aprisa Business Solutions, Inc. ("APRISA") since 2010.

Development of the business of the registrant and its key operating subsidiaries/associates and joint ventures during the past three years

2022

Ayala Land, Inc. bounced back strongly in 2022 on the strength of the Philippines' reopened economy since the 2020 pandemic. Its diversified real-estate portfolio generated a net income of P18.61 billion, 52% higher, while consolidated revenues grew to P126.56 billion, 19% more year-on-year. With resilient demand amid the higher interest-rate environment, the Company registered P104.89 billion in reservation sales, 14% better than last year. Fourth-quarter sales jumped by 24% to P27.57 billion. Sales from local Filipinos totaled P69.19 billion, comprising 66% of the total, 1% higher than last year, complemented by sales from overseas Filipinos of P23.03 billion and other nationalities at P12.67 billion, with a 22% and 13% share, respectively. The total mall gross leasable area (GLA) is 2.1 million square meters. The total office GLA is 1.4 million square meters with the addition of 40-thousand sqm of GLA at One Ayala East Tower in March. The hotels and resorts segment has a total of 4,058 rooms with the opening of an additional 92 rooms at Seda Nuvali. Capital expenditures totaled P72.4 billion in 2022, mainly for residential projects, estate development, and commercial leasing assets

On January 20, 2022, the Board of Directors of Ayala Land, approved a property-for-share swap with Ayala Corporation (AC) and Mermac, Inc. (Mermac). Under the transaction, AC and Mermac will transfer assets to ALI in exchange for its primary common shares.Subject to regulatory approvals, AC will subscribe to 309, 597, 711 primary common shares for assets valued at PHP17,275,552,273.80, and Mermac will subscribe to 1,982,289 primary common shares for assets worth PHP110,611,726.20, totaling 311,580,000 primary common shares at a value of P55.80 per share, as validated by a third-party fairness opinion.

On March 9, 2022 the Executive Committee of Ayala Land, Inc. (ALI) pproved ALI's subscription to 252,136,383 AREIT primary common shares, in exchange for six office buildings located in Cebu with an aggregate value of P11,257,889,535.91, under a property-for-share swap as validated by a third-party fairness opinion. On May 19, 2022, Ayala Land, Inc. (ALI) and AREIT, Inc. (AREIT) executed the Deed of Exchange on the property-for-share swap transaction involving the issuance of 252,136,383 primary common shares of AREIT (Shares) to ALI, at an issue price of Php44.65 per share in exchange for identified properties.

2021

Ayala Land posted total revenues of P106.1 billion and a net income of P12.2 billion, a year-on-year growth of 10% and 40%, respectively, on account of resilient operations, supported by relaxed quarantine restrictions in the 4th quarter of 2021. For 2021, sales reservations amounted to P92.2 billion, 13% higher year-on-year, primarily due to the strong demand for horizontal products in Southern Luzon by ALP and ALVEO. Take-up from our horizontal products alone jumped 36% to P41.5 billion. Sales reservations in the 4th quarter reached P22.1 billion, 5% better than the same quarter last year. Total Malls gross leasable area (GLA) stands at 2.1 million square meters, while total office leasing GLA increased to 1.3 million square meters after completing One Ayala West Tower in December 2021. The hotels and resorts segment ended in 2021 with 4,030 rooms in its portfolio. Capital expenditures amounted to P64.0 billion, supporting the buildup of residential and commercial projects.

On December 16, 2021, the SEC approved and made effective the merger of CHI, AiO, ASCVC, and CBDI with and into ALI, with ALI as the surviving entity (the “Merger”). ALI shall be the surviving entity in the Merger. It shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC, and CDBI (the “Absorbed Corporations”) and all properties and liabilities. All and every other interest of or belonging to the Absorbed Corporations shall be transferred to ALI without further act or deed.

On October 8, 2021, ALI and AREIT received the approval of the SEC for the property-for-share swap, specifically the subscription of ALI and its Subsidiaries, Westview Commercial Ventures Corp. and Glensworth Development, Inc. (collectively referred to as Share Swap Subsidiaries) to 483,254,375 shares of AREIT in exchange for identified properties owned by ALI and the Share Swap Subsidiaries, under the Deed of Exchange dated June 8, 2021.

2020

Ayala Land endured the severe impact of COVID-19 in 2020, recording a 43% decline in consolidated revenues to P96.3 billion from P168.8 billion and a 74% drop in net income to P8.7 billion from P33.2 billion. Key indicators improved steadily from the third quarter to the fourth quarter, reflecting a 49% growth in total revenues to P33.0 billion and a 28% jump in net income to P2.4 billion, sustaining the momentum for recovery. Despite limited sales mobility, sales reservations registered at P81.9 billion, 56% of the level in 2019. Office gross leasable area (GLA) increased to 1.23 million sq. meters while new hotel and resort rooms opened, bringing 4,030 rooms. Shopping center GLA was steady at 2.12 million sq. meters. Capital expenditures amounted to P63.67 billion, within the revised full-year budget of P70.0 billion. The company launched one new estate during the year, namely: South Coast City in Cebu City.

AREIT, Inc. (formerly One Dela Rosa Property Development, Inc.) was incorporated on September 4, 2006. As of September 30, 2020, the company is 44.58% owned by ALI, 9.85% owned by AyalaLand Offices, Inc. (ALOI), a wholly-owned entity of ALI, and 45.57% public after the company was listed in the Philippine Stock Exchange on August 13, 2020. Effectively, ALI’s ownership was reduced from 100.00% to 54.43% as a result of the public offering. The company was organized primarily as a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations and other applicable laws.

Swift Aerodrome Services, Inc. was incorporated on January 20, 2020, and is 100% owned by ALI Capital Corporation (ALICAP), a wholly-owned subsidiary of ALI. The company was organized primarily to manage and operate airports owned by ALI.

Altaraza Development Corporation was incorporated on May 27, 2020, and is 51% owned by ALI and 49% owned by Gregorio Araneta, Inc. and Araza Resources, Inc. (“Araneta Group”). The company was organized primarily to acquire, develop, or hold land for investments in Altaraza Estate in Bulacan.

Bankruptcy, Receivership, or Similar Proceedings

None for any of the subsidiaries and affiliates above.

Material Reclassification, Merger, Consolidation or Purchase or Sale of a Significant Amount of Assets (not ordinary) over the past three years

2022

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2020

On December 21, 2020, White Knight Holdings, Inc., a wholly-owned subsidiary of Ayala Land, Inc. (“ALI”), entered into a Share Purchase Agreement with Healthway Philippines, Inc. (“HPI”), a wholly-owned subsidiary of Ayala Healthcare Holdings, Inc. to sell its 39.20% share in the outstanding capital stock of Mercado General Hospital, Inc., the holding company for the QualiMed healthcare network of hospitals and clinics, (“MGHI”).

On September 16, 2020, ALO Prime Realty Corporation, a wholly-owned subsidiary of Ayala Land, sold Teleperformance Cebu, a BPO office building located in Cebu IT Park, to AREIT for a total consideration of P1.45 billion.

Various diversification/ new product lines introduced by the company during the last three years

The Flats
Ayala Land opened its first co-living product, branded as “The Flats,” in September 2018. It is located in Amorsolo, Makati, and offers 728 beds across 196 multiple occupancy rooms and communal spaces. The second branch was opened in January 2019 at 5th Ave. BGC which has a total of 1,244 beds and 375 rooms. In the 4th quarter of 2022, The Flats Scared Heart Makati was opened offering an initial 32 rooms with 60 beds.

Clock In
In 2017, Ayala Land launched a co-working space product branded as “Clock In” with three operating branches in Makati and BGC. It now has 1,411 seats across 6,473 sq. meters of GLA with new branches in Vertis North, The 30th, Ayala North Exchange, Lio, and Alabang Town Center.

ALogis (Standard Factory Buildings and Warehouses)
In 2018, Ayala Land started to offer standard factory buildings (SFB) and warehouses for lease inside industrial parks to capture the growing opportunities in manufacturing and logistics. In 2020 these were consolidated under the “ALogis” brand. Ayala Land has 309,000 sq. meters of SFB and warehouse GLA across various locations such as Laguna Technopark, Cavite Technopark,ALogis Calamba in Laguna, ALogis Sto. Tomas in Batangas, and Alviera Industrial Park in Pampanga.

Supermarkets
ALI Capital Corporation (formerly Varejo Corporation), a subsidiary of Ayala Land, entered into a joint venture agreement with Entenso Equities Incorporated, a wholly-owned entity of Puregold Price Club, Inc., to develop and operate mid-market supermarkets for some of Ayala Land’s mixed-use projects branded as Merkado Supermarket. The first supermarket was opened in the 3rd quarter of 2015 at UP Town Center, while its second store was opened in December 2017 at Ayala Malls Vertis North. In December 2021, Merkado opened its third branch at Avida Towers Asten in Makati City.

Competition

Ayala Land is the only full-line real estate developer in the Philippines with a major presence in almost all sectors of the industry. Ayala Land believes that, at present, there is no other single property company that has a significant presence in all sectors of the property market. Ayala Land has different competitors in each of its principal business lines.

With respect to its mall business, Ayala Land’s main competitor is SM Prime Holdings, Inc. whose focus on mall operations gives SM Prime Holdings, Inc. some edge over the Company in this line of business. Nevertheless, Ayala Land is able to effectively compete for tenants primarily based on its ability to attract customers – which generally depends on the quality and location of its shopping centers, mix of tenants, reputation as a developer, rental rates and other charges.

For office rental properties, Ayala Land sees competition in smaller developers such as Kuok Properties (developer of Enterprise Building), Robinsons Land (developer of Robinsons Summit Center) and non-traditional developers such as the AIG Group (developer of Philam Towers) and RCBC (developer of RCBC towers). For BPO office buildings, Ayala Land competes with the likes of Megaworld, SM Prime and Robinsons Land. Ayala Land is able to effectively compete for tenants primarily based upon the quality and location of its buildings, reputation as a building owner, and quality of support services provided by its property manager, rental and other charges.

With respect to residential lot and condominium sales, Ayala Land competes with developers such as Megaworld, DMCI Homes, Robinsons Land, and SM Development Corporation. Ayala Land is able to effectively compete for purchasers primarily on the basis of reputation, price, reliability, and the quality and location of the community in which the relevant site is located.

For the middle-income/affordable housing business, Ayala Land sees the likes of SM Development Corp, Megaworld, Robinsons Land and DMCI Homes as key competitors. Alveo and Avida are able to effectively compete for buyers based on quality and location of the project and availability of attractive in-house financing terms. However, for horizontal residential development, key competitors include Century Properties and Vista Land.

For the economic housing segment, Amaia competes 8990 Holdings, Cebu Landmasters and Camella Homes.

BellaVita, a relatively new player in the socialized housing market, will continue to aggressively expand its geographical footprint with product launches primarily located in provincial areas.

Suppliers

The Company has a broad base of suppliers, both local and foreign. The Company is not dependent on one or a limited number of suppliers.

Customers

Ayala Land has a broad market base, including local and foreign individual and institutional clients. The Company does not have a customer that will account for twenty percent (20%) or more of its revenues.

Transactions with related parties

Please refer to Item 12 of this report ("Certain Relationships and Related Transactions).

Government approvals/regulations

The Company secures various government approvals such as the environmental compliance certificate, development permits, license to sell, etc., as part of the ordinary course of its business.

Employees

Ayala Land had a total workforce of 278 regular employees as of December 31, 2022.

The breakdown of ALI's employees according to category is as follows:

Senior Management	30
Middle Management	196
Staff	52
Total	278

Employees take pride in working for ALI because of the company's long history of bringing high-quality developments to the Philippines. With the growth of the business, career advancement opportunities are created for employees. These attributes positively affect employee engagement and retention.

The Company aims that its leadership development program and other learning interventions reinforce ALI's operating principles and provide participants with tools and frameworks to help them develop skills and desired qualities of an effective leader. The programs are also venues to build positive relations and manage networks within the ALI Group.

ALI has a healthy relationship with its employees' union. Both parties openly discuss employee concerns without the necessity of activating the formal grievance procedure.

Further, employees can report fraud, violations of laws, rules and regulations, or misconduct in the organization through reporting channels under the ALI Business Integrity Program.

Ayala Land is subject to significant competition in each of its principal businesses of property development, commercial leasing, and services. In property development, Ayala Land competes with other developers to attract condominiums and house and lot buyers. In commercial leasing, it competes for shopping center and office space tenants and customers of the retail outlets, restaurants, and hotels and resorts across the country.

However, Ayala Land believes that, at present, there is no single property company that has a significant presence in all sectors of the property market.

Risks

With the resumption of business activity in 2022, we Ayala Land an improvement in the overall risk rating of the Company and its subsidiaries.

All the significant risks were identified, managed, and tracked improved in terms of likelihood and severity. However, Ayala Land remained vigilant in implementing its mitigation and control measures. The Company also continued to monitor external and global risks that could affect our business in the near and far-off future.

Ayala Land has developed and embedded an enterprise risk management (ERM) program into its operations, making it a fundamental part of its business discipline. This ERM program ensures that key risks are properly identified, assessed, and prioritized. It also determines the key mitigation strategies and establishes the risk ownership of various business units, including assignment of senior-level risk champions for each key risk.

The program is a multi-step iterative process that starts with each business unit performing a ground-up risk assessment led by the business unit head, who provides valuable insights and prioritizes the unit's identified risks. These assessments are consolidated by the Chief Risk Officer (CRO) and undergo a cross-functional review by the Risk Council. Composed of senior leaders from various business lines, the Risk Council provides a multi-disciplinary and holistic approach to processing risks and holds cross-functional discussions to better understand risk interdependencies and interrelationships. More importantly, the Risk Council establishes and agrees on the key risks confronting the business.

The results of the discussions are reported to senior management by the CRO to prioritize the risks and their treatment, understand the drivers of emerging risks, and agree on opportunities to be pursued. These are then summarized and presented to the ALI Board Risk Oversight Committee (BROC). To ensure risks are current and relevant, a full review of ALI's risk universe is done every three years, or as deemed necessary.

The BROC meets semi-annually, and provides input, evaluation and feedback on improving ALI's risk management process to the ALI Board of Directors, who oversee the effective management of the Company's strategic, operational, financial and compliance-related risks.

Notwithstanding the pandemic, Ayala Land continued to track its other key risks by conducting periodic review sessions with its strategic business units (SBUs). Listed below are the key risks identified from these sessions:

1. Regulatory Risk
2. Government, Political Risk
3. Project Execution and Timely Delivery Risk
4. COVID-19 or Pandemic Risk

5. Marginalization by Competitors
6. Organizational Risk
7. Environmental Risks
8. Financial Risk
9. Major Security, Health, and Safety Risks
10. Partnerships and Alliances Risk
11. Cyber Risk

For more information on Ayala Land's Risk Management, please refer to the 2022 Integrated Report accessible through the link: https://ir.ayalaland.com.ph/financials/annual-reports/

Working Capital

Ayala Land finances its working capital requirements through a combination of internally-generated cash, pre-selling, joint ventures agreements, borrowings and issuance of bond proceeds from the sale of non-core assets.

Domestic and Export Sales

The table below illustrates the amounts of revenue, profitability, and identifiable assets attributable to domestic and foreign operations for the years ended December 31, 2022, 2021, 2020: (in ₱'000)

	Dec 2022		**Dec 2021**		**Dec 2020**	
	In ₱'000	In %	In ₱'000	In %	In ₱'000	In %
Revenues						
Domestic	121,749,465	97.81%	99,908,093	96.26%	90,342,858	94.9%
Foreign	2,731,641	2.19%	3,880,333	3.74%	4,811,872	5.1%
Total	124,481,106	100.00%	103,788,427	100.00%	95,154,730	100.0%
Net Operating Income						
Domestic	41,568,898	99.95%	32,386,064	99.32%	30,342,384	99.6%
Foreign	19,158	0.05%	221,984	0.68%	127,350	0.4%
Total	41,588,056	100.00%	32,608,048	100.00%	30,469,734	100.0%
Net Income Attributable to Equity Holders of ALI						
Domestic	18,703,909	100.47%	12,341,379	100.93%	9,157,663	104.9%
Foreign	(86,673)	(0.47%)	(113,231)	(0.93%)	(430,508)	(4.9%)
Total	18,617,236	100.00%	12,228,148	100.00%	8,727,155	100.0%
Total Assets						
Domestic	749,404,896	96.12%	712,602,771	95.59%	685,707,254	95.0%
Foreign	30,249,625	3.88%	32,861,591	4.41%	35,787,120	5.0%
Total	779,654,521	100.00%	745,464,363	100.00%	721,494,374	100.0%

Item 2. Properties

LAND BANK / PROPERTIES WITH MORTGAGE OF LIEN

The following table provides summary information on ALI's land bank as of December 31, 2022. Properties included are either wholly-owned or part of a joint venture and free of lien unless noted.

In Estates	Location	Hectares	Outside Estates	Hectares
Metro Manila		**171**	**Metro Manila**	**63**
Makati CBD	Makati City	46	Las Pinas	42
BGC	Taguig City	27	Quezon	9
Arca South	Taguig City	22	Pasig	5
Circuit Makati	Makati City	20	Paranaque	4
Ayala Alabang	Muntinlupa City	18	Makati	2
Parklinks	Quezon City - Pasig City	16	Mandaluyong	1
Cloverleaf	Quezon City	8	Pasay	0.3
Vertis North	Quezon City	7	Manila	0.3
The Junction Place	Quezon City	4		
Cerca	Muntinlupa City	3		
Southpark District	Muntinlupa City	2		
Portico	Pasig City	1		
Luzon		**5,993**	**Luzon**	**3,815**
Nuvali	Sta. Rosa, Laguna	1,378	Cavite	2,243
Alviera	Porac, Pampanga	1,130	Batangas	669
Altaraza	San Jose Del Monte, Bulacan	864	Laguna	550
Lio	El Nido, Palawan	762	Bulacan	164
Ayala Greenfield Estates	Calamba, Laguna	359	Quezon	48
Anvaya Cove	Morong, Bataan	356	Pampanga	42
Vermosa	Imus, Cavite	340	Camarines Sur	27
Cresendo	Tarlac City, Tarlac	239	Cagayan-Tuguegarao	25
Evo City	Kawit, Cavite	157	Rizal	15
Broadfield	Binan, Laguna	29	Isabela	10
Marquee	Angeles, Pampanga	**8**	Bataan	7
			Tarlac	7
			Nueva Ecija	6
			Pangasinan	2
Visayas		**865**	**Visayas**	**375**
Sicogon Island Resort	Iloilo	810	Cebu	170
North Point	Talisay, Negros Occidental	21	Negros Occidental	119
Cebu Park District	Cebu City, Cebu	12	Iloilo	86
Atria Park District	Mandurriao, Iloilo	8		
Gatewalk Central	Mandaue, Cebu	7		
Southcoast City	Cebu City, Cebu	7		
Seagrove	Mactan Island, Cebu	6		
Capitol Central	Talisay, Negros Occidental	1		
Mindanao		**476**	**Mindanao**	**507**
Habini Bay	Laguindingan, Misamis Oriental	452	Davao Del Sur	377
Azuela Cove	Davao City, Davao del Sur	15	Misamis Oriental	130
Abreeza	Davao City, Davao del Sur	6		
Centrio	Cagayan de Oro, Misamis Oriental	3		
2022 Land Bank: 12,273		**7,513**		**4,760**

LEASED PROPERTIES

The Company has an existing contract with BCDA to develop, under a lease agreement a mall with an estimated gross leasable area of 152,000 square meters on a 9.8-hectare lot inside Fort Bonifacio. The lease agreement covers 25 years, renewable for another 25 years subject to reappraisal of the lot at market value. The annual fixed lease rental amounts to P106.5 million while the variable rent ranges from

5% to 20% of gross revenues. Subsequently, the Company transferred its rights and obligations granted to or imposed under the lease agreement to SSECC, a subsidiary, in exchange for equity.

On January 28, 2011, a notice was given to the Company for the P4.0 billion development of a 7.4-hectare lot at the University of the Philippines' Diliman East Campus, also known as the UP Integrated School, along Katipunan Avenue, Quezon City. The Company signed a 25-year lease contract for the property last June 22, 2011, with an option to renew 58,000 square meters for another 25 years by mutual agreement. The project involves the construction of a retail establishment with 63,000 square meters of available gross leasable area and a combination of Headquarter-and-BPO- type buildings with an estimated 8,000 square meters of office space.

(For the complete list of leased properties, please refer to Audited FS)

Rental Properties

The Company's properties for lease are largely shopping centers, office buildings and hotels and resorts. As of December 31, 2022, rental revenues from these properties amounted to ₱33.4 Billion equivalent to 26% of consolidated revenues. This is 62% higher than ₱20.6 Billion recorded in 2021. Lease terms vary depending on the type of property and tenant.

Property Acquisitions

With 12,273 hectares in its land bank as of December 31, 2022, Ayala Land believes that it has sufficient properties for development in next 25 years.

Nevertheless, the Company continues to seek new opportunities for additional, large-scale, master-planned developments in order to replenish its inventory and provide investors with an entry point into attractive long-term value propositions. The focus is on acquiring key sites in the Mega Manila area and other geographies with progressive economies that offer attractive potential and where projected value appreciation will be fastest.

On July 19, 2019, AyalaLand Logistics Holdings, Corp. (ALLHC), formerly Prime Orion Philippines, Inc. acquired 100% ownership of Unity Realty & Development Corporation (URDC). URDC owns a 192-hectare property in Mabalacat City, Pampanga which will be developed into an industrial park.

On April 4, 2018, Ayala Land, Inc. (ALI) signed a Deed of Absolute Sale with Central Azucarera de Tarlac, Inc. for the acquisition of several parcels of land with an aggregate area of approximately 290 hectares located in Barangay Central, City of Tarlac, Province of Tarlac.

On February 20, 2018, the Philippine Competition Commission (PCC) approved the setting up of a joint venture between the Company and Royal Asia Land, Inc. to acquire, own, and develop a 936-hectare commercial and residential project in Silang and Carmona, Cavite. Both firms will own 50% equity in the joint venture vehicle while Royal Asia Land will receive a consultation fee of 2% of the joint venture firm's gross revenue for its participation in the planning and development of the property. ALI, meanwhile, will develop and market the project and receive a management fee of 12% and sales and marketing fee of 5% of the gross revenue. The PCC has deemed that the transaction does not result in a substantial lessening of competition because it will not have a structural effect on the market.

In June 2015, ALI, through SM-ALI Group consortium, participated and won in the bidding for Lot No. 8-B-1, containing an area of 263,384 sqm, which is a portion of Cebu City-owned lot located at the South Road Properties, Cebu City covered by Transfer Certificate of Title No. 107-2011000963 (the "Property"). SM-ALI Group consortium is a consortium among SM Prime Holdings, Inc. ("SM"), Ayala Land, and Cebu Holdings, Inc. ("CHI", together with ALI collectively referred to as the "ALI Group"). The SM-ALI Group will co-develop the property pursuant to a joint master plan.

In April 2015, ALI purchased all of the 8.2 million common shares of Aegis PeopleSupport Realty Corporation amounting to ₱435 million. Aegis PeopleSupport Realty Corporation is a PEZA-registered entity and the owner of Aegis building along Villa Street, Cebu IT Park, Lahug, Cebu City. The building is a certified LEED-Gold Office with a gross leasable area of 18,092 sqm and is largely occupied by Teleperformance under a long-term lease.

On February 6, 2015, ALI purchased the combined remaining interest of Allante Realty and Development Corporation (Allante) and DBH, Inc. (DBH) in North Triangle Depot Commercial Corporation (NTDCC) consisting of 167,548 common shares and 703,904 preferred shares amounting to ₱229 million. This brings ALIC) consisting of 167,548 common shares and 703,904 total outstanding capital stock of NTDCC.

In January 2014, ALI entered and signed into a 50-50% joint venture agreement with AboitizLand, Inc. for the development of a 15-hectare mixed-use community in Mandaue City, Cebu. The first project of this joint venture will involve the construction of a mall and a residential condominium unit with an estimated initial cost of ₱3 billion.

On November 23, 2013, ALI, through its wholly-owned subsidiary, Ayala Hotels and Resorts Corp, (AHRC) signed an agreement to acquire 100% interest in Asian Conservation Company, Inc. (ACCI) which effectively consolidates the remaining 40% interest in Ten Knots Development Corp. (TKDC) and Ten Knots Philippines Inc. (TKPI) (60%-owned subsidiary of the Company prior to this acquisition). The agreement resulted in the Company effectively obtaining 100% interest in TKPI and TKDC.

On April 16, 2013, ALI entered into a Sale and Purchase Agreement (SPA) with Global International Technologies Inc. (GITI) to acquire the latter's 32% interest in ALI Property Partners Co. (APPCo) for ₱3.52 billion. GITI is a 100% owned company of the Goldman Sachs Group Inc. The acquisition increased ALI's stake in APPCo from 68% to 100%. APPCo owns BPO buildings in Makati, Quezon City and Laguna with a total gross leasable area of around 230,000 sqm. The carrying amount of the non-controlling interest is reduced to nil as APPCo became wholly owned by the Company. The difference between the fair value of the consideration paid and the amount by which the non-controlling interest is adjusted is recognized in equity attributable to the Company amounting to ₱2,722.6 million.

MORTGAGE, LIEN OR ENCUMBRANCE OVER PROPERTIES

The Company has certain properties in Makati City that are mortgaged with BPI in compliance with BSP rules on directors, officers, stockholders and related interests.

Item 3. Legal Proceedings

As of December 31, 2022, ALI, its subsidiaries, and its affiliates, are not involved in any litigation regarding an event which occurred during the past five (5) years that they consider material.

However, there are certain litigation ALI is involved in which it considers material, and though the events giving rise to the said litigation occurred beyond the five (5) year period, the same are still unresolved, as follows:

Las Piñas Properties

Certain individuals and entities have claimed an interest in ALI's properties located in Las Piñas, Metro Manila.

Prior to purchasing the aforesaid properties, ALI conducted an investigation of titles to the properties and had no notice of any title or claim that was superior to the titles purchased by ALI. ALI traced its titles to their original certificates of title and ALI believes that it has established its superior ownership position over said parcels of land. ALI has assessed these adverse claims and believes that its titles are in general superior to the purported titles or other evidence of alleged ownership of these claimants. On this basis, beginning October 1993, ALI filed petitions in the Regional Trial Court of Makati and Las Piñas for quieting of title to nullify the purported titles or claims of these adverse claimants. These cases are at various stages of trial and appeal. Some of these cases have been decided by the Supreme Court ("SC"). These include decisions affirming the title of ALI to some of these properties, which have been developed and offered for sale to the public as Sonera, Ayala Southvale. The SC issued a decision adverse to ALI's title over some of these properties dated 26 July 2017 and denied ALI's motions for reconsideration.

ALI has made no allowance in respect of such actual or threatened litigation expenses.

The Company is a respondent to a case for Declaratory Relief with Prayer for Temporary Restraining Order and Writ of Preliminary Injunction,[1] filed by the petitioner, former Cebu City Mayor Tomas R. Osmena, seeking among others, to nullify the Consortium, the Company, Cebu Holdings, Inc. (CHI) and SM Prime Holdings, Inc.'s purchase of the 26-hectare property located in South Road Properties 2, Cebu City, from the Local Government Unit of Cebu City. In an Order dated January 13, 2021, the Regional Trial Court has ordered the dismissal of the case, subject of a motion for reconsideration filed by the petitioner pending in the same court.

Item 4. Submission of Matters to a Vote of Security Holders

Except for the matters taken up during the Annual Meeting of Stockholders, there was no other matter submitted to a vote of security holders during the period covered by this report.

[1] Tomas R. Osmena vs. City of Cebu represented by Mayor Edgardo C. Labella, Sangguniang Panlungsod of the City of Cebu, SM Prime Holdings, Inc., Ayala Land, Inc., Cebu Holdings, Inc., Filinvest Land, Inc., Filinvest Alabang Inc., Cyberzone Properties, Inc., Anesy Holdings Corporation, Igold Holdings Corporation, Betterfiled Phils. Corp., docketed as Special Civil Action No. 19-07576-SC pending before the Regional Trial Court, 7th Judicial Region Cebu City, Branch 10.

PART II – SECURITIES OF THE REGISTRANT

Item 5. Market for Issuer's Common Equity and Related Stockholders Matters

Market Information

Ayala Land common shares are listed with the Philippine Stock Exchange.

Philippine Stock Exchange
Prices (in PhP/share)

	High		Low		Close	
	2022	**2021**	**2022**	**2021**	**2022**	**2021**
First Quarter	39.80	42.00	33.55	19.44	35.05	30.20
Second Quarter	35.60	38.35	25.50	28.20	25.50	33.80
Third Quarter	29.40	33.60	22.55	26.50	22.85	29.70
Fourth Quarter	31.70	36.70	22.55	29.00	30.80	40.90

The market capitalization of ALI as of end-2022, based on the closing price of ₱30.80/share, was approximately ₱463.0 billion.

The price information as of the close of the latest practicable trading date April 13, 2023 is ₱26.45 per share.

Stockholders

The following are the top 20 registered holders of the common equity securities of the Company:

Common Stockholders: There are 13,181 registered holders of common shares of the Company as of January 31, 2023:

	Stockholder Name	No. of Common Shares	Percentage (of common shares)
1.	Ayala Corporation	7,622,336,690	50.6158%
2.	PCD Nominee Corporation (Non-Filipino)	3,908,193,782	25.9522%
3.	PCD Nominee Corporation (Filipino)	3,179,560,135	21.1137%
4.	The Province of Cebu	15,682,093	0.1041%
5.	ESOWN Administrator 2020	14,600,991	0.0970%
6.	ESOWN Administrator 2022	14,160,730	0.0940%
7.	ESOWN Administrator 2012	12,452,510	0.0827%
8.	ESOWN Administrator 2015	11,999,340	0.0797%
9.	Social Security System	11,576,800	0.0769%
10.	ESOWN Administrator 2021	11,360,124	0.0754%
11.	ESOWN Administrator 2016	10,925,443	0.0725%
12.	ESOWN Administrator 2013	10,465,534	0.0695%
13.	ESOWN Administrator 2019	9,964,575	0.0662%
14.	ESOWN Administrator 2017	9,589,383	0.0637%
15.	ESOWN Administrator 2014	9,203,737	0.0611%
16.	ESOWN Administrator 2018	8,175,165	0.0543%
17.	Antonino T. Aquino	7,411,065	0.0492%
18.	Emilio Lolito J. Tumbocon	7,340,134	0.0487%
19	Vincent Y. Tan	5,969,832	0.0396%
20	Estrellita B. Yulo	5,732,823	0.0381%

A list of the company's top 100 shareholders as of December 31, 2022 can be found through this link: https://edge.pse.com.ph/openDiscViewer.do?edge_no=96e57e66df6d030c9e4dc6f6c9b65995

Voting Preferred Stockholders: There are approximately 2,670 registered holders of voting preferred shares of the Company as of January 31, 2023.

	Stockholder Name	**No. of Voting Preferred Shares**	**Percentage (of voting preferred shares)**
1.	Ayala Corporation	12,163,180,640	97.7549%
2.	Government Service Insurance System	156,350,871	1.2566%
3.	HSBCManila OBO 026-174698-564	15,051,000	0.1210%
4.	SCB OBO SSBTC Fund ODd67 Acct 000260708171	13,670,744	0.1099%
5.	SCB OBO SSBTC FA2O Acct 000260705401	3,951,800	0.0318%
6.	First Metro Securities Brokerage Corporation	3,842,045	0.0309%
7.	Investors Securities, Inc.	3,722,480	0.0299%
8.	SCB OBO SSBTC Fund FA2N Acct 000260705403	3,534,608	0.0284%
9.	Ansaldo, Godinez & Co., Inc.	3,388,848	0.0272%
10.	CBNA FAO 6002079572 CITIMNIFOR	2,725,700	0.0219%
11.	Juan Miguel De Vera Yulo	2,500,000	0.0201%
12.	Edan Corporation	2,302,153	0.0185%
13.	SCB OBO BNYM as AGTCLTS Non-Treaty Acct 135715700001	2,183,400	0.0175%
14.	Makati Supermarket Corporation	1,943,758	0.0156%
15.	Col Financial Group, Inc.	1,867,960	0.0150%
16.	Pllim Insurance Agency and Investments, Inc.	1,805,400	0.0145%
17.	Eddie Lim Hao	1,570,301	0.0126%
18.	SCB OBO SSBTC Fund NYMN Acct 000260701786	1,405,900	0.0113%
19.	Eastern Securities Development Corporation	1,341,997	0.0108%
20.	Litonjua Securities, Inc.	1,331,764	0.0107%

Dividends

STOCK DIVIDEND (Per Share)			
PERCENT	DECLARATION DATE	RECORD DATE	PAYMENT DATE
20%	February 1, 2007	May 22, 2007	June 18, 2007

CASH DIVIDEND (Per Common Share)			
PESO AMOUNT	DECLARATION DATE	RECORD DATE	PAYMENT DATE
0.2680	Feb. 20, 2020	Mar. 06, 2020	Mar, 20, 2020
0.1358	Feb. 23, 2021	Mar. 10, 2021	Mar. 25, 2021
0.1360	Oct. 19, 2021	Nov. 03, 2021	Nov. 18, 2021
0.1352	Feb. 24, 2022	Mar 11, 2022	Mar 25, 2022
0.1355	Oct. 21, 2022	Nov. 8, 2022	Nov. 18, 2022

CASH DIVIDEND (Per Voting Preferred Share)			
PESO AMOUNT	DECLARATION DATE	RECORD DATE	PAYMENT DATE
0.00474786	May 24, 2019	June 7, 2019	June 21, 2019
0.00474786	May 26, 2020	June 9, 2020	June 25, 2020
0.00474786	May 27, 2021	June 10, 2021	June 25, 2021
0.00474786	May 31, 2022	June 9, 2022	June 24, 2022

Dividend policy

Dividends declared by the Company on its shares of stocks are payable in cash or in additional shares of stock. The payment of dividends in the future will depend upon the earnings, cash flow and financial condition of the Company and other factors.

Special cash dividends are declared depending on the availability of cash, taking into account the Company's CAPEX and project requirements and the progress of its ongoing asset rationalization program.

Cash dividends are subject to approval by the Company's Board but no stockholder approval is required. Property dividends which may come in the form of additional shares of stock are subject to approval by both the Company's Board of Directors and the Company's stockholders. In addition, the payment of stock dividends is likewise subject to the approval of the SEC and PSE.

Recent Sale of Securities

For the past three years, common shares were issued representing the subscription to the common shares under the Executive Stock Ownership Plan (ESOWN) as follows:

Year	ESOWN (subscribed)
2020	14.8 million
2021	11.4 million
2022	14.2 million

The aforesaid issuance of shares was covered by the Commission's approval of the Company's Stock Option Plan in July 1991 and the subsequent issuances of shares covered by the Commission's approval of the exemption from the registration requirements in March 2006, September 2017 and September 2022 for a total of 600,000,000 shares pursuant to Section 10.2 of the Securities Regulation Code.

On March 12, 2013, Ayala Corporation executed the placement of, and subscription to the Company's 399,528,229 common shares at ₱30.50 per share or an aggregate of ₱12.2 billion. The placement price of ₱30.50 per share was at a 3.6% discount on the 5-day volume-weighted average price of the Company's stock and was the agreed clearing price among the purchasers of the shares and the placement agent, UBS Investment Bank.

On January 12, 2015, Ayala Corporation executed the placement of, and subscription to the Company's 484,848,500 common shares at ₱33.00 per share or an aggregate of ₱16 billion. The placement price of ₱33.00 per share was at a 3.9% discount on the 5-day volume-weighted average price of the Company's stock and was the agreed clearing price among the purchasers of the shares and the placement agent, UBS AG.

The Company filed Notices of Exemption with the SEC for the issuance of the 399,528,229 and 484,848,500 common shares under the following provisions of the SRC:

SRC Subsection 10.1 (e), The sale of capital stock of a corporation to its own stockholders exclusively, where no commission or other remuneration is paid or given directly or indirectly in connection with the sale of such capital stock.

SRC Subsection 10.1 (h), "Broker's transaction, executed upon customer's orders, on any registered Exchange or other trading market."

SRC Subsection 10.1 (k), "The sale of securities by an issuer to fewer than twenty (20) persons in the Philippines during any twelve-month period."

SRC Subsection 10.1 (l), "The sale of securities to banks, insurance companies, and investment companies."

Corporate Governance

i. The evaluation system which was established to measure or determine the level of compliance of the Board and top-level management with its Revised Manual of Corporate Governance consists of a Customer Satisfaction Survey which is filled up by the various functional groups indicating the compliance rating of certain institutional units and their activities. The evaluation process also includes a Board Performance Assessment which is accomplished by the Board indicating the compliance ratings. The above are submitted to the Compliance Officer who issues the Integrated Annual Corporate Governance Report to the Securities and Exchange Commission.

ii. To ensure good governance, the Board establishes the vision, strategic objectives, key policies, and procedures for the management of the Company, as well as the mechanism for monitoring and evaluating Management's performance. The Board also ensures the presence and adequacy of internal control mechanisms for good governance.

iii. There were no deviations from the Company's Revised Manual of Corporate Governance. The Company has adopted in the Manual of Corporate Governance the leading practices and principles of good corporate governance, and full compliance therewith has been made since the adoption of the Revised Manual.

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

PART III – FINANCIAL INFORMATION

Item 6. Management's Discussion and Analysis of Financial Condition and Results of Operation

Review of FY 2022 operations vs FY 2021

	For the years ended December 31			
(in million Pesos, except Earnings Per Share (EPS))	**2022[1] Audited**	**2021[2] Audited**	**Change In Pesos**	**In %**
Income Statement Data				
Revenue				
Real estate Sales	₱116,356	₱96,145	₱20,211	21%
Interest income from real estate sales	6,695	6,801	(106)	-2%
Equity in net earnings of associates and joint ventures	1,430	843	587	70%
	124,481	103,788	20,693	20%
Interest and investment income	387	253	134	53%
Other income	1,688	2,101	(413)	-20%
	2,075	2,354	(279)	-12%
	126,556	106,142	20,414	19%
Costs and expenses				
Cost of real estate sales	75,629	64,642	10,987	17%
General and administrative expenses	7,264	6,539	725	11%
Interest and other financing charges	11,447	11,038	409	4%
Other expenses	3,996	3,637	359	10%
	98,336	85,855	12,481	15%
Income before income tax	28,220	20,287	7,933	39%
Provision for income tax				
Current	6,943	5,985	958	16%
Deferred	(1,247)	(1,356)	109	-8%
	5,696	4,629	1,067	23%
Net Income	₱22,524	₱15,659	₱6,865	44%
Net Income attributable to:				
Equity holders of Ayala, Land Inc.	18,617	12,228	6,389	52%
Non-controlling interests	3,907	3,431	476	14%
Unappropriated retained earnings				
Balances, beginning of year	143,981	152,816	(8,835)	-6%
Cash dividends				
Common share	(4,000)	(4,001)	1	0%
Preferred share	(62)	(62)	-	-
Net Income attributable to equity holders of Ayala Land, Inc.	18,617	12,228	6,389	52%
Appropriation during the year	-	(17,000)	17,000	-100%
Balance at end of period	158,536	143,981	14,555	10%
Basic Earnings per share	₱1.25	₱0.83	₱0.42	51%
Diluted Earnings per share	₱1.25	₱0.83	₱0.42	51%

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.

(in million Pesos)	Dec 2022[1] Audited	Dec 2021[2] Audited	Change In Pesos	In %
Selected Balance Sheet Data				
Cash and cash equivalents and other assets [3]	₱12,508	₱14,998	(₱2,490)	-17%
Investment properties	245,526	243,398	2,128	1%
Total assets	779,655	745,464	34,191	5%
Current portion of long term debt	19,258	26,174	(6,916)	-26%
Long term debt - net of current portion	210,233	180,140	30,093	17%
Total liabilities	485,990	474,962	11,028	2%
Equity attributable to equity holders of Ayala Land, Inc.	255,252	232,621	22,631	10%
Non-controlling interests	38,412	37,882	530	1%
Total equity	₱293,664	₱270,502	₱23,162	9%

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.
[3]Includes Cash and Cash Equivalents, Short-term Investments, financial assets at FVPL for 2020 and 2019

Ayala Land, Inc. bounced back strongly in 2022 on the strength of the Philippines' reopened economy since the 2020 pandemic. Its diversified real-estate portfolio generated a net income of P18.61 billion, 52% higher, while consolidated revenues grew to P126.56 billion, 19% more year-on-year.

Real Estate revenues (composed of Property Development, Commercial Leasing, and Services) amounted to P116.36 billion, 21% higher than P96.15 billion in the previous year, led by solid commercial lot sales and recovery in commercial leasing.

Capital expenditures reached P72.38 billion to support the residential and commercial project buildup.

The Company maintained a net gearing ratio of 0.76:1 as it managed debt and liquidity tightly to support the balance sheet.

Business Segments

The details of the performance of each business segment are as follows:

Property Development. This segment includes sales of residential lots and units, office spaces, commercial and industrial lots, and operations of MCT Bhd, Ayala Land's consolidated subsidiary based in Malaysia. The Company recorded P74.55 billion in property development revenues, 8% higher year-on-year, led by solid commercial lot sales.

Residential. Revenues from sales of residential lots and units and MCT Bhd's operations reached P59.11 billion, 4% higher from P57.05 billion last year on construction progress and bookings.

AyalaLand Premier (ALP) recorded revenues of P21.44 billion, 3% higher than P20.85 billion in the previous year, attributed to the incremental percentage-of-completion (POC) of Andacillo in Nuvali, Lanewood Hills in Silang, Cavite and Parklinks North Tower in Quezon City.

Alveo posted revenues of P15.52 billion, an 18% growth from P13.12 billion, owing to the higher POC of Corvia at Alviera and Ametrine at Portico and higher bookings from Parkford Suites in Makati.

Avida totaled P12.18 billion in revenues, 10% less than P13.51 billion, due to lower bookings owing to Avida Towers Sola in Vertis North Quezon City, Riala in Cebu IT Park, Cebu City, Avida Towers Vireo in Arca South, and almost sold-out inventory at Avida Towers Turf in BGC.

Amaia posted P6.90 billion in revenues, a 52% jump from P4.55 billion due to higher bookings attributed to Scapes General Trias Sectors 3 and 4 in Cavite, Skies Avenida Tower 2 in Sta. Cruz, Manila and Skies Shaw Tower 2 in Mandaluyong Cit.

BellaVita recognized revenues of P317 million, a 72% decline from P1.15 billion due to inventory sellout of projects at Tayabas, Quezon Province, and Lipa, Batangas, and lower bookings from the project in Cabanatuan.

MCT Bhd contributed revenues of P2.76 billion, 29% lower than P3.88 billion, due to inventory sellout of nearly completed legacy projects and incremental POC of newly launched projects (Aetas and Casa Bayu).

Office for Sale. Revenues from sales of office units declined by 28% to P2.79 billion from P3.85 billion due to the full completion of Alveo's Park Triangle Tower at BGC and moderate take-up on remaining inventory.

Commercial and Industrial Lots. Revenues from commercial and industrial lot sales surged 54% to P12.65 billion from P8.24 billion due to strong investor demand at Arca South, Nuvali, and Broadfield estates.

Reservation Sales. With resilient demand amid the higher interest-rate environment, the Company registered P104.89 billion in reservation sales, 14% better than last year. Fourth-quarter sales jumped by 24% to P27.57 billion. Sales from local Filipinos totaled P69.19 billion, comprising 66% of the total, 1% higher than last year, complemented by sales from overseas Filipinos of P23.03 billion and other nationalities at P12.67 billion, with a 22% and 13% share, respectively. Sales from overseas Filipinos and other nationalities surged by 59% and 39%, respectively. On sales from other nationalities, 63% or P7.95 billion were to Americans at P7.95 billion, 47% higher year-on-year. Meanwhile, sales to Chinese buyers declined by 40% to P730 million, comprising only 6% of sales to other nationalities and only 1% of consolidated reservation sales.

Project Launches. ALI launched ten residential developments in the fourth quarter, bringing the consolidated value to P91.42 billion totaling 30 projects by yearend. These include ALP's Ciela Phase 2A Batch 1 at Carmona, Cavite, Miravera at Altaraza, Bulacan, and Arcilo at Nuvali, Laguna; and Alveo's Verdea at Silang, Cavite, and South Palm Grove at Areza in Lipa, Batangas.

Commercial Leasing. This segment involves the operation of shopping centers, office buildings, hotels and resorts, standard factory buildings and warehouses, and co-working spaces. Commercial leasing revenues accelerated by 62% to P33.39 billion with normalized mall rents and foot traffic, the contribution of new office spaces, and higher hotel room rates.

Shopping Centers. With foot traffic and mobility resurgence, shopping centers revenues more than doubled to P16.08 billion. The average occupancy rate for all malls is 81%. The total mall gross leasable area (GLA) is 2.1 million square meters.

Offices. Revenues from office leasing grew by 13% to P11.12 billion, primarily from the revenue contribution of One Ayala East and West Towers. The average occupancy rate for all offices is 88%. The total office GLA is 1.4 million square meters.

Hotels and Resorts. Revenues from hotels and resorts also doubled to P6.19 billion, boosted by higher room rates. The average occupancy of hotels was 59%, and 29% in resorts. This segment has a total of 4,058 rooms.

The hotels and resorts business manages 660 hotel rooms in its international brand segment—312 from Fairmont Hotel and Raffles Residences and 348 from Holiday Inn & Suites, both of which are in the Ayala Center, Makati CBD.

There are 11 Seda Hotels, operating 2,804 rooms—Atria, Iloilo (152 rooms); BGC, Taguig (521); Centrio, Cagayan de Oro (150); Abreeza, Davao (186); Nuvali, Santa Rosa, Laguna (242); Vertis North, Quezon City (438); Capitol Central, Bacolod (154); Lio, Palawan (153); Ayala Center Cebu (301); Seda Residences Ayala North Exchange (293) and Seda Central Bloc (214); and Circuit Corporate Residences (255).

El Nido Resorts operates 193 rooms from its four island resorts—Pangulasian, Lagen, Miniloc, and Apulit. The Lio Tourism Estate currently has 70 rooms under its Bed and Breakfast (B&B) and Dormitel offerings, while the Sicogon Tourism Estate in Iloilo currently has 76 B&B rooms.

Services. This segment is composed of the Company's construction business through Makati Development Corporation (MDC), property management through Ayala Property Management Corporation (APMC), and other companies engaged in power services such as Direct Power Services, Inc. (DPSI), Ecozone Power Management, Inc. (EPMI), and Philippine Integrated Energy Solutions, Inc. (PhilEnergy) and airline for the hotels and resorts business, AirSWIFT. Total revenues amounted to P8.42 billion, 32% higher than the previous period.

Construction. Net construction revenues totaled P4.24 billion, 8% higher, owing to the contribution of external projects.

Property Management, AirSWIFT, and Others. APMC, AirSWIFT, power services companies, and combined revenues accelerated by 70% to P4.18 billion on higher AirSWIFT patronage, parking usage, and retail energy demand.

Equity in Net Earnings of Investees, Interest, Fees, Investment, and Other Income

Equity in net earnings of associates and JV companies jumped by 70% to P1.43 billion due to higher revenues of FBDC companies, Ortigas Land, and the joint venture with Royal Asia, and the absence of losses from Qualimed's operations since its sale in 2021.

Interest income from real estate sales declined 2% to P6.69 billion from P6.80 billion due to lower accretion income. Meanwhile, interest and investment income increased by 53% to P387 million on higher interest earned from installment sales, yield from short-term investments, and cash deposits.

Other income, mainly marketing and management fees from JVs, amounted to P1.69 billion, 20% lower than P2.10 billion in 2021, which included the sale of the Company's 39.2% interest in Qualimed to Ayala Corporation.

Expenses

Expenses totaled P98.34 billion, 15% more than last year since operations normalized. Real estate expenses reached P75.63 billion, up 17%, while general and administrative expenses came 11% higher to P7.26 billion. With higher revenues, the GAE ratio settled at 5.7%, better than 6.2% in 2021. EBIT margin stood at 30.6% from 28.2% in the earlier period.

Interest expense, financing, and other charges, which include interest expense related to PFRS 16 (Leases), totaled P15.44 billion, 5% more than last year due to the higher discounting cost on receivable sales and interest expense on the higher average debt daily balance. The average cost of debt stood at 4.4%, the same level at the end of 2021. Of the total debt, 90% is locked-in with fixed rates; 97% was contracted long-term.

Capital Expenditures

Capital expenditures totaled P72.38 billion in 2022, mainly for residential projects, estate development, and commercial leasing assets. 50% was spent on residential and 11% on commercial leasing projects. 19% was spent on land acquisition, 16% on estate development, and 4% on other general use.

Financial Condition

The Company's balance sheet remains strong to ensure financial sustainability during the crisis.

Cash and cash equivalents, including short-term investments and UITF investments classified as FVPL, stood at P12.51 billion, resulting in a current ratio of 1.78:1.

Borrowings totaled P236.04 billion, translating to a debt-to-equity ratio of 0.80:1 and a net debt-to-equity ratio of 0.76:1.

Return on equity was 7.63% as of December 31, 2022.

	End-December 2022	*End-December 2021*
Current ratio [1]	1.78:1	1.58:1
Debt-to-equity ratio [2]	0.80:1	0.82:1
Net debt-to-equity ratio [3]	0.76:1	0.77:1
Profitability Ratios:		
Return on assets [4]	2.95%	2.13%
Return on equity [5]	7.63%	5.37%
Asset to Equity ratio [6]	2.65:1	2.76:1
Interest Rate Coverage Ratio [7]	4.83	4.01

1 Current assets / current liabilities
2 Total debt/ consolidated stockholders' equity, (Total debt includes short-term debt, long-term debt and current portion of long-term debt)
3 Net debt/ consolidated stockholders' equity (Net debt is total debt less cash and cash equivalents, short term investments and financial assets through FVPL)
4 Net income / average total assets
5 Net income attributable to equity holders of ALI / average total stockholders' equity attributable to equity holders of ALI
6 Total Assets /Total stockholders' equity
7 EBITDA/Interest expense

Causes for any material changes (+/- 5% or more) in the financial statements

Income Statement items ***– For the year ended December 31, 2022 and 2021***

Real estate and hotel revenues improved by 21% driven by higher commercial lot sales and recovery of leasing business.

Equity in net earnings increased by 70% mainly higher earnings of FBDC COs, Ortigas Group, AKL and properties and the absence of losses of WhiteKnight following the sale of Qualimed shares in 2021; partially offset by lower contribution from Alveo Federal Land.

Interest and investment income up by 53% driven by higher yield from short term investments and cash in bank due to higher ADB

Other Income declined by 20% mainly from one time gain on sale of Qualimed hospital buildings in 2021 mitigated by gain on sale of Nacpan-2 plus higher marketing fees.

Cost of real estate sales escalated by 17% due increase in economic activities: improvement in leasing operations and pick up of hotel occupancy as domestic and international travel rebounded.

General administrative expenses grew by 11% mainly from manpower costs, taxes, profession fees and other overhead expenses.

Other expenses went up by 10% due to higher discounting cost on AR sale

Provision for income tax increased by 23% due to higher taxable income.

<u>Balance Sheet items</u> **As at December 2022 versus 2021**

Cash and cash equivalents - decreased by 15% mainly due to share buy-backs, payments of financing costs, cash dividends, and CAPEX; partially offset by net cash inflow from operations.

Financial asset at fair value through profit and loss down by 58% due to unrealized loss from market revaluation of investments in UITF.

Real estate inventories increased by 22% due to transfers from investment properties and additions coming from land acquisitions and project construction completion of condominium units.

Noncurrent accounts and notes receivable up by 12% driven by higher revenues across all segments.

Financial assets at FVOCI grew by 5% from unrealized gain as a result of market revaluation of investments.

Investments in associates and joint ventures increased by 13% owing to the increase in investments in ALI-ETON, a joint venture, and equity in net earnings for the period net of dividend received.

Property, plant and equipment down by 13% mainly from transfers to investment properties.

Deferred tax assets went up by 8% coming from higher provision related to difference between tax and book basis of accounting for real estate transactions.

Other noncurrent assets decreased by 12% mainly from reclassification of noncurrent investments in bond to current and from decrease in prepaid expenses.

Short-term debt dropped by 61% due to repayments.

Account and other payables rouse by 5% due to increase in trade and accrued payables driven by the ramp up of operating activities across all segments.

Income tax payable increased by 67% from higher revenues resulting to higher net taxable income.

Current portion of lease liabilities up by 18% due to accretion of interest on lease liability.

Current portion of long-term debt decreased by 26% attributable to lower maturing bonds and bank loans within 12 months.

Deposits and other current liabilities grew by 14% mainly from reclassification of real estate customer’s deposit, which have not reached the 10% threshold, from noncurrent to current.

Long-term debt – net of current portion went up by 17% from various availments during the year.

Pension liabilities decreased by 11% mainly due to change in actuarial assumptions.

Deferred tax liabilities went down by 10% mainly due to timing difference between tax and book basis of accounting for real estate transactions.

Deposit and other noncurrent liabilities declined by 22% mainly from security deposits from tenants, reclassification of noncurrent to current real estate customer's deposit, and settlements of parcels of land on installment.

Paid up Capital increased by 22% due to issuance of shares in exchange for properties.

Retained Earnings grew by 9% due to NIAT for the period net of cash dividends.

Remeasurement loss on defined benefit plans escalated by 421% due to change of actuarial assumptions.

Cumulative translation adjustments increased by 67% mainly due to translation gain on financial statements of MCT Bhd.

Equity reserves decreased by 605% due to the property-for-share swap between ALI, AC and Mermac Inc. plus the acquisition of noncontrolling interest of Vesta Properties Holdings, Inc

Treasury Stock went up by 13% coming from buy-back of ALI shares.

The Group has various contingent liabilities arising from the ordinary conduct of business. The opinion of management and its legal counsel is that these will not have a material or adverse effect on the Group's financial position and results of operations in the eventual liability under these lawsuits or claims, if any. Accordingly, no provision for any liability has been made in the consolidated financial statements. Further, the Company has no off-balance sheet transactions, arrangements, or obligations for 2022.

No known trends, events, uncertainties, or seasonalities are expected to affect the Company's continuing operations apart from the impact of the ongoing COVID-19 pandemic. There are no material commitments for capital expenditures except those disclosed in Note 35 of the audited financial statements.

Review of FY 2021 operations vs FY 2020

(in million Pesos, except Earnings Per Share (EPS))	For the years ended December 31 2021[1] Audited	2020[2] Audited	Change In Pesos	In %
Income Statement Data				
Revenue				
Real estate Sales	₱96,145	₱85,965	₱10,179	12%
Interest income from real estate sales	6,801	8,603	(1,802)	-21%
Equity in net earnings of associates and joint ventures	843	587	256	44%
	103,788	95,155	8,633	9%
Interest and investment income	253	395	-142	-36%
Other income	2,101	723	1,378	191%
	2,354	1,118	1,236	258%
	106,142	96,273	9,869	19%
Costs and expenses				
Cost of real estate sales	64,642	56,673	7,969	14%
General and administrative expenses	6,539	8,012	(1,473)	-18%
Interest and other financing charges	11,038	12,746	(1,708)	-13%
Other expenses	3,637	3,789	(152)	-4%
	85,855	81,219	4,636	6%
Income before income tax	20,287	15,053	5,234	35%
Provision for income tax				
Current	5,985	4,688	1,296	28%
Deferred	(1,356)	(629)	(727)	116%
	4,629	4,059	570	14%
Net Income	₱15,659	₱10,994	₱4,665	42%
Net Income attributable to:				
Equity holders of Ayala, Land Inc.	12,228	8,727	3,501	40%
Non-controlling interests	3,431	2,267	1164	51%
Unappropriated retained earnings				
Balance, beginning of year	153,661	148,940	4,721	3%
Effect of adoption of new accounting standards	(845)	-	(845)	-
Balances as restated	152,816	148,940	3,876	3%
Cash dividends				
Common share	(4,001)	(3,945)	(56)	1%
Preferred share	(62)	(62)	-	-
Net Income attributable to equity holders of Ayala Land, Inc.	12,228	8,727	3,501	40%
Appropriation during the year	(17,000)	-	(17,000)	-
Balance at end of period	143,981	153,661	(9,680)	-6%
Basic Earnings per share	₱0.83	₱0.59	₱0.24	41%
Diluted Earnings per share	₱0.83	₱0.59	₱0.24	41%

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.

(in million Pesos)	Dec 2021[1] Audited	Dec 2020[2] Audited	Change In Pesos	In %
Selected Balance Sheet Data				
Cash and cash equivalents and other assets [3]	₱14,998	₱18,361	(₱3,363)	-18%
Investment properties	243,398	222,685	20,713	9%
Total assets	745,464	721,494	23,970	3%
Current portion of long term debt	26,174	18,732	7,442	40%
Long term debt - net of current portion	180,140	184,087	(3,947)	-2%
Total liabilities	474,962	461,315	13,647	3%
Equity attributable to equity holders of Ayala Land, Inc.	232,621	222,540	10,081	5%
Non-controlling interests	37,882	37,639	243	1%
Total equity	₱270,502	₱260,179	₱10,323	4%

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.
[3]Includes Cash and Cash Equivalents, Short-term Investments, financial assets at FVPL for 2020 and 2019

Ayala Land posted total revenues of P106.14 billion and net income of P12.23 billion, a year-on-year growth of 10% and 40%, respectively, on account of resilient operations, supported by relaxed quarantine restrictions in the 4th quarter of 2021.

Real Estate revenues (composed of Property Development, Commercial Leasing, and Services) totaled P96.15 billion, 12% higher than P85.97 billion in 2020, driven by construction progress and higher bookings that compensated for limited commercial leasing operations most of the year due to quarantine measures.

Capital expenditures amounted to P63.98 billion, supporting the buildup of residential and commercial projects.

The Company closed the year with a net gearing ratio of 0.77:1, an average borrowing cost of 4.4%, and maturity of 5.3 years.

Business Segments

The details of the performance of each business segment are as follows:

Property Development. This segment includes the sale of residential lots and units, office spaces, commercial and industrial lots, and operations of MCT Bhd, Ayala Land's consolidated subsidiary based in Malaysia. Due to construction progress and higher bookings, property development revenues grew 19% to P69.14 billion from P57.86 billion.

Residential. Revenues from the sale of residential lots and units and MCT Bhd's operations totaled P57.05 billion, 19% higher from P47.79 billion last year owing to higher bookings and project completion.

AyalaLand Premier (ALP) recorded revenues of P20.85 billion, 39% higher than P15.01 in 2020, driven by higher project bookings from Ayala Greenfield Estates in Laguna, Cerilo in Nuvali, Laguna, Anvaya Cove in Bataan, and the Enclaves in Cebu. In addition, incremental percentage-of-completion (POC) of Andacillo in Nuvali, The Courtyards in Vermosa, Cavite, West Gallery

Place in BGC, and Park Central North and South Towers in Makati City contributed to revenue growth.

ALVEO posted revenues of P13.12 billion, a 63% growth from P8.05 billion, on higher bookings from Hillside Ridge in Cavite and Corvia in Alviera, Pampanga, and incremental POC of Ardia Phase 3 in Vermosa, Cavite, The Greenways in Alviera, Pampanga, and The Residences at Evo City Phase 2 in Cavite.

Avida totaled P13.51 billion in revenues, 6% lower than P14.42 billion due to lower bookings from Avida Towers Sola in Vertis North Quezon City, Vireo in Arca South, Taguig, Riala in Cebu IT Park, Cebu City, Abreeza Tower 2 in Davao City and Avida Towers Prime Taft Tower 2 in Pasay City.

Amaia generated P4.55 billion in revenues, a 3% decrease from P4.69 billion on lower bookings from projects with high POC such as Steps Alabang Delecia in Las Pinas, Series Bulacan S3A, and Series Nova in Quezon City.

BellaVita recognized revenues of P1.15 billion, a 45% jump from P0.79 million on higher bookings and incremental POC from projects in Tayabas Quezon, Porac, Pampanga, and Alaminos, Laguna.

MCT Bhd posted revenues of P3.88 billion, 20% less than P4.85 billion last year, as revenues from projects under its middle-income brand, Market Homes, and new projects, Aetas, Casa Bayu Townhouse and Apartment, and Park Place were lower than the revenues generated by completed and sold-out projects in 2020.

Office for Sale. Revenues from the sale of office units rose 10% to P3.85 billion from P3.51 billion, on higher completion of ALVEO's Stiles and Tryne Enterprise Plazas in Circuit Makati and Arca South, respectively, and ALP's One Vertis Plaza in Vertis North.

Commercial and Industrial Lots. Revenues from the sale of commercial and industrial increased by 26% to P8.24 billion from P6.56 billion on take-up of commercial lots at South Coast City, Nuvali, and Vermosa and industrial lots at Pampanga Technopark.

Sales Reservations. For the full year of 2021, sales reservations amounted to P92.21 billion, 13% higher year-on-year, primarily due to the strong demand for horizontal products in Southern Luzon by ALP and ALVEO. Take-up from our horizontal products alone jumped 36% to P41.49 billion. Sales reservation in the 4th quarter reached P22.14 billion, 5% better than the same quarter last year.

Local and overseas Filipinos accounted for 90% of total sales, with a balance of 10% from other nationalities. Sales from local Filipinos, which comprise 74%, amounted to P69.84 billion, 13% higher, while sales from overseas Filipinos, which represented 16% of the total, amounted to P14.52 billion, a 15% uplift year-on-year. Meanwhile, sales to other nationalities amounted to P9.31 billion, up 3% from last year.

Project Launches. Reflective of confidence in the residential market, Ayala Land launched 22 projects worth P75.26 billion during the year. This figure was more than seven times the launch value in 2020. 48% are horizontal projects, while the rest are vertical projects. Launches in the fourth quarter include ALP's Ciela Heights Phase 1 in Carmona, Cavite; ALVEO's Sentrove Tower 1 in Cloverleaf, Quezon City; and Amaia's Scapes Bulacan S4B in Santa Maria, Bulacan and Steps Two Capitol Tower 1 in Capitol Central, Bacolod City.

Commercial Leasing. This segment includes the operation of Shopping Centers, Office Buildings, and Hotels and Resorts. Total revenues from commercial leasing amounted to P20.63 billion, a 6% decline from a P21.86 billion year ago as given restricted operations for most of the year.

Shopping Centers. Revenues from shopping centers declined 13% to P7.92 billion. With improved mobility in the fourth quarter, revenues reached P3.0 billion, double the level generated in the same quarter in 2020. The average occupancy rate for all malls is 81% and 84% for stable malls. Total Malls GLA stands at 2.12 million square meters.

Offices. Revenues from office leasing grew 5% from last year to P9.87 billion as BPO and HQ office operations remained stable throughout the period. The average occupancy rate for all offices is 81% and 86% for stable offices. Total office leasing GLA increased to 1.32 million square meters with the completion of One Ayala Tower 1 in December 2021.

Hotels and Resorts. Revenues from hotels and resorts ended 17% lower to P2.83 billion from P3.39 billion, an improvement from the first nine months as resort operations were able to host 35 travel bubbles in the fourth quarter, partially cushioning travel restrictions and lower hotel occupancy earlier in the year. The average occupancy for all hotels and stable hotels was 53%. Meanwhile, the average occupancy for all resorts is 17% and 15% for stable resorts. In close coordination with the Department of Tourism and the Local government, 120 travel bubbles were held during the year at El Nido Resorts and Lio estate. The hotels and resorts segment ended in 2021 with 4,030 rooms in its portfolio.

The hotels and resorts business manages 660 hotel rooms in its international brand segment—312 from Fairmont Hotel and Raffles Residences and 348 from Holiday Inn & Suites, both in the Ayala Center, Makati CBD.

There are 11 Seda Hotels, operating 2,712 rooms—Atria, Iloilo (152 rooms); BGC, Taguig (521); Centrio, Cagayan de Oro (150); Abreeza, Davao (186); Nuvali, Santa Rosa, Laguna (150); Vertis North, Quezon City (438); Capitol Central, Bacolod (154); Lio, Palawan (153); Ayala Center Cebu (301); Seda Residences Ayala North Exchange (293) and Seda Central Bloc (214); and Circuit Corporate Residences (255).

El Nido Resorts operates 193 rooms from its four island resorts—Pangulasian, Lagen, Miniloc, and Apulit. The Lio Tourism Estate currently has 132 rooms under its Bed and Breakfast (B&B) and Dormitel offerings, while the Sicogon Tourism Estate in Iloilo currently has 78 B&B rooms.

Services. This segment is composed mainly of the construction business through Makati Development Corporation (MDC), property management, through Ayala Property Management Corporation (APMC), and businesses engaged in power services such as Direct Power Services, Inc. (DPSI), Ecozone Power Management, Inc. (EPMI), and Philippine Integrated Energy Solutions, Inc. (PhilEnergy) and AirSWIFT, the airline for the hotels and resorts in Palawan and Sicogon. Total revenues amounted to P6.38 billion, 2% higher mainly due to MDC's completion progress of projects with unconsolidated JVs and external clients.

Construction. Net construction revenues rose 19% to P3.91 billion from P3.28 billion last year as construction activities continued despite the lockdowns.

Property Management and Others. APMC, power services companies, and AirSWIFT registered revenues of P2.47 billion, a 17% decline from P2.97 billion due to lower power consumption of customers and limited AirSWIFT operations.

Equity in Net Earnings of Investees, Interest, Fees, Investment and Other Income

Equity in net earnings of associates and JV companies rose 44% to P842.56 million from P586.50 million on higher contributions from Ortigas Land's projects The Galleon and Empress, and ALVEO-Federal joint ventures Aveia and Venido.

Interest income from real estate sales declined 21% to P6.80 billion from P8.60 billion due to lower accretion income recognized. Meanwhile, interest and investment income declined by 36% to P253.11 million from P394.70 million on lower interest income, yield, and average daily balance on cash and short-term investments.

Other income, composed mainly of marketing and management fees from joint ventures, among others, nearly tripled to P2.10 billion from P0.72 billion, recording a P1.37 billion gain from the sale of Ayala Land's 39.2% economic interest in Qualimed and its hospital buildings last February

Expenses

Total expenses registered at P85.86 billion, 6% higher than last year, driven by real estate expenses which increased by 14% to P64.64 billion as operations continued to ramp up this year.

Due to reduced corporate operations and cost-saving initiatives, general and administrative expenses declined 18% to P6.54 billion from P8.01 billion. It resulted in a GAE ratio of 6.2% and an EBIT margin of 28.2%.

Interest, other financing charges, and other expenses (including interest expense related to PFRS 16 (Leases)) totaled P14.68 billion, 11% less than P16.54 billion last year due to the lower average borrowing rate and debt balance. The average cost of debt registered at 4.4%, 30 basis points lower than 4.7% at the end of December 2020. Of the total, 91% is locked in fixed rates, while 92% is contracted long-term.

Capital Expenditures

Capital expenditures reached P63.98 billion for the entire year of 2021, mainly to support the buildout of our residential and commercial leasing assets. 52% was spent on residential projects, 17% for land acquisition, 15% for commercial leasing, and 14% for estate development.

Financial Condition

The Company's balance sheet stands strong with a net gearing ratio of 0.77:1.

Cash and cash equivalents, including short-term and UITF investments classified as FVPL, stood at P15.00 billion, resulting in a current ratio of 1.58:1.

The total borrowings registered at P223.10 billion. Debt-to-equity ratio is at 0.82:1, and net debt-to-equity ratio is at 0.77:1.

Return on equity was at 5.37% as of December 31, 2021.

The Group has various contingent liabilities arising in the ordinary conduct of business including a case related to property restriction violation. The estimate of the probable cost for the resolution of the claim has been developed in consultation with outside counsel handling the defense in this matter and is based upon an analysis of potential results. In the opinion of management and its legal counsel the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Group's financial position and results of operations. Accordingly, no provision for any liability has been made in the consolidated financial statements. Further, the company has no off-balance sheet transactions, arrangements or obligations for the full-year 2021.

There are no known trends, events, uncertainties or seasonalities that are expected to affect the Company's continuing operations apart from the impact of the ongoing COVID-19 pandemic. There are no material commitments for capital expenditures except for those disclosed in Note 35 of the audited financial statements.

	End-December 2021	*End-December 2020*
Current ratio [1]	1.58:1	1.62:1
Debt-to-equity ratio [2]	0.82:1	0.81:1
Net debt-to-equity ratio [3]	0.77:1	0.74:1
Profitability Ratios:		
Return on assets [4]	2.13%	1.53%
Return on equity [5]	5.37%	4.03%
Asset to Equity ratio [6]	2.76:1	2.77:1
Interest Rate Coverage Ratio [7]	4.01	2.96

1 Current assets / current liabilities
2 Total debt/ consolidated stockholders' equity, (Total debt includes short-term debt, long-term debt and current portion of long-term debt)
3 Net debt/ consolidated stockholders' equity (Net debt is total debt less cash and cash equivalents, short term investments and financial assets through FVPL)
4 Net income / average total assets
5 Net income attributable to equity holders of ALI / average total stockholders' equity attributable to equity holders of ALI
6 Total Assets /Total stockholders' equity
7 EBITDA/Interest expense

Causes for any material changes (+/- 5% or more) in the financial statements

<u>Income Statement items</u> – For the year ended December 31, 2021 and 2020

Real estate and hotel revenues improved by 12% driven by higher sales bookings and incremental project completion, and construction service revenues.

Equity in net earnings Increased by 44% mainly Higher contribution from Ortigas Group, Alveo Federal Land and AKL properties; partially offset by lower contribution from FBDC COs and ALI-ETON.

Interest income from real estate sales decreased by 21% lower accretion from AR sale

Interest and investment income decreased by 36% driven by lower yield, and lower short-term investments and cash balance

Other Income Increased by 191% due to higher Marketing and management fees fees from FBDC COs, Cathay Land and BPI; Gain on sale of Investment in MGHI and Qualimed Buildings; Gain from sales cancellations, forfeited deposits, and deferred credits; and, NAV gain from Arch fund. Partially offset by forex loss from USD loan (MBTC)

Cost of real estate sales Increase by 14% due to Higher booking and incremental completion; partially offset by limited operations, low rent and foot traffic of malls.

General administrative expenses decreased by 18% mainly from manpower costs including security and janitorial, rent and dues and fees, transportation and travel, and other overhead expenses.

Interest, other financing charges and other expenses decreased by 11% due to Lower interest expense from borrowings and lower provision for doubtful accounts and other losses; partially offset by increase in bank charges on prepayment of debts, and AR sale restructuring.

Provision for income tax increased by 14% due to higher taxable income.

Balance Sheet items **- As at December 2021 versus 2020**

Cash and cash equivalents - decreased by 18% Mainly due to payments of financing costs, cash dividends, shares buy-backs, and CAPEX; partially offset by net cash inflow from operations.

Short-term investments decreased by 9% due to Investment of excess USD.

Financial asset at fair value through profit and loss decreased by 27% due to Maturities of investment in UITF.

Other current assets increased by 13% mainly due to payment of advances to contractors and suppliers, Input vat and Deferred expenses.

Noncurrent accounts and notes receivable decreased by 5% due to collection

Financial assets at FVOCI decreased by 35% due to lower valuation for the period.

Investments in associates and joint ventures increased by 6% owing to the increase in investments in joint ventures ((mainly from AWLI-ETON, CEBU District, and AKL Properties), and equity in net earnings for the period net of dividend received.

Right of Use Assets decreased by 7% percent due to depreciation for the period.

Investment properties Increased by 9% due to project construction completion of Shopping Center, Offices, Land acquisitions, and capitalized borrowing cost.

Deferred tax assets increased by 6% coming from higher taxable income over accounting income for the period.

Other noncurrent assets Increased by 6% mainly of prepaid expenses and leasehold rights, partially offset by recoupment of advances to contractors and suppliers and decrease in deferred input VAT and

Short-term debt Increased by 84% due to various loan Availments during the year.

Account and other payables decreased by 5% due to payments of accounts payable and accrued operating expenses, lower interest payable, and other accrued expenses.

Income tax payable decreased by 65% due to lower taxable income.

Current portion of lease liabilities Increased by 28% due to accretion of lease liability.

Current portion of long-term debt increased by 40% attributable to maturing bonds and bank loans within 12 months.

Deposits and other current liabilities increased by 9% mainly from realization of revenues from sale of receivables and collections.

Pension liabilities decreased by 30% mainly due to change in actuarian assumptions.

Deferred tax liabilities decreased by 9% mainly due to timing difference between tax and book basis of accounting for real estate transactions and change in POC.

Deposit and other noncurrent liabilities increased by 21% mainly coming from acquisition of parcel of land on installment, unrealized revenues from collected receivables and security deposits from tenants.

Paid up Capital increased by 27% due to Issuance of shares to ALI equity holders as a result of merger of 4 subsidiaries.

Retained Earnings increased by 5% due to NIAT for the period and retroactive effect of change in accounting policy for borrowing costs (PAS 23); partially offset by change in POC computation under SEC MC No. 8.; partially offset by payments of cash dividends.

Remeasurement loss on defined benefit plans increased by 96 % due to change of actuarian assumptions.

Fair value reserve of financial assets at FVOCI decreased by 18% attributable to unrealized fair value loss from cash flow hedging of loans bearing interest at floating rate.

Cumulative translation adjustments Increased by 56% mainly due to translation gain on financial statements of MCT Bhd.

Equity reserves increased by 120% attributable to gain from block sale of investment in AREIT and acquisition of NCI from LTI

Treasury Stock increased by 1240% as a result of merger of 4 subsidiaries and buy-back of ALI share

Review of FY 2020 operations vs FY 2019

	For the years ended December 31			
(in million Pesos, except Earnings Per Share (EPS))	**2020[1] Audited**	**2019[2] Audited**	**Change In Pesos**	**In %**
Income Statement Data				
Revenue				
Real estate Sales	₱85,965	₱157,849	(₱71,884)	(46%)
Interest income from real estate sales	8,603	7,891	712	9%
Equity in net earnings of associates and joint ventures	587	966	(379)	(39%)
	₱95,155	₱166,706	(₱71,551)	(43%)
Interest and investment income	395	930	(535)	(58%)
Other income	723	1,158	(435)	(38%)
	1,118	2,088	(970)	(46%)
	96,273	168,794	(72,521)	(43%)
Costs and expenses				
Cost of real estate sales	56,673	94,752	(38,079)	(40%)
General and administrative expenses	8,012	9,367	(1,355)	(14%)
Interest and other financing charges	12,746	12,200	546	4%
Other expenses	3,789	1,645	2,144	130%
	81,219	117,964	(36,745)	(31%)
Income before income tax	15,053	50,830	(35,777)	(70%)
Provision for income tax				
Current	4,688	12,455	(7,767)	(62%)
Deferred	(629)	860	(1,489)	(173%)
	4,059	13,315	(9,256)	(70%)
Net Income	₱10,994	₱37,515	(₱26,521)	(71%)
Net Income attributable to:				
Equity holders of Ayala, Land Inc.	8,727	33,188	(24,461)	(74%)
Non-controlling interests	2,267	4,327	(2,060)	(48%)

Unappropriated retained earnings				
Balance, beginning of year	148,940	124,090	24,850	20%
Effect of adoption of new accounting standards	-	(617)	-	-
Balances as restated	148,940	123,473	25,467	21%
Cash dividends				
Common share	(3,945)	(7,659)	3,714	(48%)
Preferred share	(62)	(62)	0	0%
Net Income attributable to equity holders of Ayala Land, Inc.	8,727	33,188	(24,461)	(74%)
Appropriation during the year	-	-		
Balance at end of period	153,661	148,940	4,721	3%
Basic Earnings per share	₱0.59	₱2.25	(₱1.66)	(74%)
Diluted Earnings per share	₱0.59	₱2.25	(₱1.66)	(74%)

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.

(in million Pesos)	**Dec 2020[1] Audited**	**Dec 2019[2] Audited**	**Change In Pesos**	**In %**
Selected Balance Sheet Data				
Cash and cash equivalents and other assets [3]	₱18,361	₱21,516	(₱3,155)	(15%)
Investment properties	222,685	243,043	(20,358)	(8%)
Total assets	721,494	713,923	7,571	1%
Current portion of long term debt	18,732	17,251	1,481	9%
Long term debt - net of current portion	184,087	175,813	8,274	5%
Total liabilities	461,315	471,218	(9,903)	(2%)
Equity attributable to equity holders of				
Ayala Land, Inc.	222,540	211,050	11,490	5%
Non-controlling interests	37,639	31,656	5,983	19%
Total equity	₱260,179	₱242,706	₱17,473	7%

[1]In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of certain provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement
[2]Ayala Land adopted PFRS 16, Leases using modified retrospective approach of adoption with the initial date of application of January 1, 2019. Please refer to Note 2 of Ayala Land's audited consolidated financial statements, which are included as an Annex to this Information Statement, for the effect of the adoption of PFRS 16.
[3]Includes Cash and Cash Equivalents, Short-term Investments, financial assets at FVPL for 2020 and 2019

Ayala Land endured the severe impact of COVID-19 in 2020 recording a 43% decline in consolidated revenues to P96.27 billion from P168.79 billion and a 74% drop in net income to P8.73 billion from P33.19 billion. Key indicators improved steadily from the third quarter to the fourth quarter reflecting a 49% growth in total revenues to P32.95 billion and a 28% jump in net income to P2.36 billion, sustaining the momentum for recovery.

Real Estate revenues, composed of Property Development, Commercial Leasing, and Services registered at P85.97 billion, a 46% decline from P157.85 billion due to construction restrictions, lower bookings, and restrained mall and hotel operations.

Capital expenditures amounted to P63.67 billion, within the revised full-year budget of P69.82 billion and financial sustainability initiatives strengthened the balance sheet with the net gearing ratio improving to 0.74:1 from 0.78:1 in FY 2019.

Business Segments

The details of the individual performance of each business segment are discussed as follows:

Property Development. This includes the sale of residential lots and units, office spaces, and commercial and industrial lots, and operations of MCT Bhd, Ayala Land's consolidated subsidiary based in Malaysia. The Property Development business generated revenues of P57.86 billion, a 47% dip from P109.69 billion due to construction restrictions and lower bookings.

Residential. Revenues from the sale of residential lots and units and MCT Bhd's operations declined 44% to P47.79 billion from P86.09 billion, however, in the fourth quarter, this amounted to P21.6 billion, a 54% improvement from the third quarter.

AyalaLand Premier (ALP) posted revenues of P15.01 billion, 39% lower than P24.45 billion, due to the lower percentage-of-completion (POC) of West Gallery Place in BGC, Park Central South Tower and Garden Tower 2 in Makati CBD and Arbor Lanes in Arca South and lower bookings from Park Central North Tower in Makati CBD and combined lower bookings and POC of The Alcoves in Cebu and Cerilo in Nuvali.

ALVEO recorded revenues of P8.05 billion, a decline of 58% from P19.00 billion owing to lower POC of High Park 2 in Vertis North and Park Triangle Residences in BGC, lower bookings from Orean Place 1 & 2 in Vertis North, The Residences at Evo City 1, Venido in Biñan Laguna, and combined lower bookings and POC of Travertine in Portico.

Avida meanwhile registered revenues of P14.42 billon, a 47% decrease from P27.36 billion, attributed to lower bookings from The Montane in BGC, Avida Towers Asten 3 in Makati, Avida Towers Sola 1 and 2 in Vertis North, Avida Northdale Settings in Nuvali, Avida Towers Vireo 1 in Arca South and Avida Towers Prime Taft 3 in Manila.

Amaia reached P4.69 billion in revenues, a 36% reduction from P7.37 billion relating to lower bookings from Skies Cubao Tower 2, Skies Shaw Tower 1, Skies Sta. Mesa and Skies Avenida Tower 1. **BellaVita** meanwhile recognized revenues of P790.65 million, 34% less than P1.20 billion because of lower bookings from projects in Cagayan de Oro, Batangas and Laguna.

MCT Bhd contributed P4.85 billion in revenues, a 28% decline from P6.71 billion as the inventory of projects in Lakefront and Cybersouth are almost sold-out and construction activities in the 2nd quarter and 4th quarters were limited under Malaysia's movement control order (MCO). These factors offset the contribution from projects under Market Homes, its affordable housing segment.

Office for Sale. Revenues from the sale of office units came down by 72% to P3.51 billion from P12.34 billion, owing to limited inventory and lower incremental completion of remaining projects such as ALVEO Financial Tower in Makati CBD, Park Triangle Corporate Plaza, Park Triangle Tower and High Street South Corporate Plaza 2, all in BGC.

Commercial and Industrial Lots. Revenues from the sale of commercial and industrial decelerated by 42% to P6.56 billion from P11.27 billion mainly due to slower take-up of inventory in Broadfield and limited inventory in Altaraza, Evo City and Nuvali.

Sales Reservations. Despite limited sales mobility, sales reservations registered at P81.90 billion, 56% of the level in 2019. This translates to an average of P6.8 billion in monthly sales. Fourth quarter sales reservations reached 55-75% of pre-COVID levels due to sustained property demand, totaling P21.08 billion, equivalent to an average of P7.0 billion in monthly sales.

Local and overseas Filipinos accounted for 89% of total sales with the balance of 11% from other nationalities. Sales from local Filipinos which comprise 74%, amounted to P60.4 billion, 42% lower year-on-year, while sales from overseas Filipinos which represented 15% of the total, amounted to

P12.6 billion, a decline of 35%year-on-year. Meanwhile, sales to other nationalities amounted to P8.9 billion, a 60% drop, primarily as sales to mainland Chinese buyers which comprise 28% decreased by 70% to only P2.5 billion.

Project Launches. A total of 13 projects totaling P10.59 billion were launched in 2020. In the first quarter, Ayala Land was able to launch five (5) projects with a total value of P4.99 billion. These are Avida Greendale Settings at Alviera in Pampanga, Amaia Steps Aria at The Junction Place in Quezon City, Amaia Scapes Cabuyao Series 3 area 2, and Bellavita Alaminos 2, both in Laguna. No new residential projects were launched in the second quarter of 2020. However, with improving demand in the third quarter, three (3) sequel projects were launched amounting to P2.19 billion. These are Andacillo Phase 3A in Nuvali, Laguna, Amaia Scapes Series 4A in Sta. Maria, Bulacan and Bellavita Alaminos 2. Meanwhile, five (5) sequel projects amounting to P3.41 billion were launched in the fourth quarter. These are Andacillo Phase 4 in Nuvali, Laguna, Amaia Scapes Gen. Trias S3 and S4 in Cavite, and two tranches of additional units in Bellavita Alaminos 2 in Laguna.

Commercial Leasing. This includes the operation of Shopping Centers, Office Buildings and Hotels and Resorts. Total revenues from commercial leasing declined 44% to P21.86 billion from P39.31 billion given restrained mall and hotel operations.

Shopping Centers. Revenues from shopping centers dropped 59% to P9.06 billion from P22.02 billion. Operating GLA and foot traffic as a percentage of pre-COVID levels improved towards the end of 2020. In the fourth quarter, operating GLA reached 64% from 62% in the third quarter. Likewise, foot traffic reached 35-45% in the fourth quarter from 30-35% in the third quarter as the less strict general community quarantine restriction was maintained, boosted by the holiday season. These improvements resulted in P1.69 billion in mall revenues in the fourth quarter, a 10% recovery from the third quarter of 2020. Average tenant sales also improved quarter on quarter reaching 53% in the fourth quarter from 41% in the third quarter. The average occupancy rate for all malls is 85% and 90% for stable malls. Total Malls GLA stands at 2.12 million square meters.

Offices. Revenues from office leasing was sustained at P9.41 billion from P9.67 billion on account of continuing BPO and HQ office operations. The average occupancy rate for all offices is 88% and 94% for stable offices. Total office leasing GLA increased to 1.23 million square meters with the completion of BGC Corporate Center 2 and Central Bloc Corporate Center 2 in October and December, respectively.

Hotels and Resorts. Revenues from hotels and resorts ended 56% lower to P3.39 billion from P7.62 billion. The average occupancy for all hotels was 41% and 44% for stable hotels. Meanwhile, the average occupancy for all and stable resorts stood at 16%. In the fourth quarter, El Nido Resorts and the Lio Estate were able to host more travel bubbles to the public, in close coordination with the Department of Tourism and the Local government. From only four (4) in the third quarter, a total of 37 travel bubbles were launched in the fourth quarter, driving a 52% increase in revenues to P787 million from the third quarter. The hotels and resorts segment ended 2020 with a total of 4,030 rooms in its portfolio with the completion of 345 rooms in the first half as it opened Seda Central Bloc in Cebu and additional rooms in Seda Residences Ayala North Exchange and Seda BGC.

The hotels and resorts business manages 660 hotel rooms in its international brand segment—312 from Fairmont Hotel and Raffles Residences and 348 from Holiday Inn & Suites, both of which are in the Ayala Center, Makati CBD.

There are 11 Seda Hotels, operating 2,712 rooms—Atria, Iloilo (152 rooms); BGC, Taguig (521); Centrio, Cagayan de Oro (150); Abreeza, Davao (186); Nuvali, Santa Rosa, Laguna (150); Vertis North, Quezon City (438); Capitol Central, Bacolod (154); Lio, Palawan (153); Ayala Center Cebu (301); Seda Residences Ayala North Exchange (293) and Seda Central Bloc (214); and Circuit Corporate Residences (255).

El Nido Resorts operates 193 rooms from its four island resorts—Pangulasian, Lagen, Miniloc, and Apulit. The Lio Tourism Estate currently has 132 rooms under its Bed and Breakfast (B&B) and Dormitel offerings, while the Sicogon Tourism Estate in Iloilo currently has 78 B&B rooms.

Services. This is composed mainly of the construction business through Makati Development Corporation (MDC), property management, through Ayala Property Management Corporation (APMC), and businesses engaged in power services such as Direct Power Services, Inc. (DPSI), Ecozone Power Management, Inc. (EPMI), and Philippine Integrated Energy Solutions, Inc. (PhilEnergy) and AirSWIFT, the airline for the hotels and resorts in Palawan and Sicogon. Total revenues amounted to P6.25 billion, 29% lower than P8.85 billion due to the restricted construction activity of MDC, lower power consumption of power subsidiary customers during the lock down, and very limited operations of AirSWIFT.

Construction. Net construction revenues totaled P3.28 billion, only 3% lower than P3.40 billion last year.

Property Management and Others. APMC, power services companies and AirSWIFT registered revenues of P2.97 billion, 46% less than P5.45 billion.

Blended EBITDA margins of the Services segment stood at 7%, lower than 10% in 2019 owing to COVID-19 related expenses.

Equity in Net Earnings of Investees, Interest, Fees, Investment and Other Income

Equity in net earnings of associates and JV companies, particularly Ortigas and FBDC companies, declined 39% to P586.50 million from P965.79 million.

Interest income from real estate sales increased 9% to P8.60 billion from P7.89 billion in 2019 driven by increased sale of real estate receivables. Meanwhile, Interest and investment income registered a 58% drop to P394.70 million from P930.45 million owing to lower balances and yields from short term investments.

Other income, composed mainly of marketing and management fees from joint ventures, among others, decreased 38% to P723.27 million from P1,157.94 million. This decline was largely due to the higher base in 2019 given the gain recognized from the sale of Vertex One office building in Santa Cruz Manila to Manila Jockey Club, Inc.

Expenses

Total expenses stood at P81.22 billion, 31% lower than P117.96 billion as real estate expenses decreased by 40% to P56.67 billion from P94.75 billion.

General and administrative expenses declined 14% to P8.01 billion from P9.37 billion on account of a lower topline. This resulted in a GAE ratio of 8.3% and an EBIT margin of 25.9%.

Interest, other financing charges and other expenses, which includes interest expense related to PFRS 16 (Leases) totaled P16.53 billion. This was a 19% increase from P13.84 billion due the higher discounting cost related to the sale of accounts receivables, interest expense from the higher average loan balance and bank charges related to loan prepayments. The average cost of debt registered at 4.7%, 50 basis points lower than 5.2% at the end of December 2019. Of the total, 95% is locked in fixed rates, while 96% is contracted for a long-term basis.

Capital Expenditures

Capital expenditures reached P63.67 billion for the full-year of 2020. These were mainly spent for the completion of residential and commercial leasing assets. 45% was spent on residential projects, 23% on commercial projects, 15% for land acquisition and 14% for the development of estates. The full year capex estimate was reduced to P70.0 billion from the original estimate of P110.0 billion.

Financial Condition

Financial sustainability initiatives strengthened the balance sheet with the net gearing ratio improving to 0.74:1 from 0.78:1 in FY 2019. Total borrowings registered at P211.95 billion which translated to a debt-to-equity ratio of 0.81:1 from 0.87:1.

Cash and cash equivalents, including short-term investments and financial assets at fair value through profit or loss stood at P18.36 billion resulting in a current ratio of 1.62:1.

Return on equity was at 4.03% as of December 31, 2020.

	End-December 2020	*End-December 2019*
Current ratio [1]	1.62:1	1.30:1
Debt-to-equity ratio [2]	0.81:1	0.87:1
Net debt-to-equity ratio [3]	0.74:1	0.78:1
Profitability Ratios:		
Return on assets [4]	1.53%	5.43%
Return on equity [5]	4.03%	16.66%
Asset to Equity ratio [6]	2.77:1	2.94:1
Interest Rate Coverage Ratio [7]	2.96	6.27

1 Current assets / current liabilities
2 Total debt/ consolidated stockholders' equity, (Total debt includes short-term debt, long-term debt and current portion of long-term debt)
3 Net debt/ consolidated stockholders' equity (Net debt is total debt less cash and cash equivalents, short term investments and financial assets through FVPL)
4 Net income / average total assets
5 Net income attributable to equity holders of ALI / average total stockholders' equity attributable to equity holders of ALI
6 Total Assets /Total stockholders' equity
7 EBITDA/Interest expense

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

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 in FY 2020.

Causes for any material changes (+/- 5% or more) in the financial statements

***Income Statement items* – For the year ended December 31, 2020 and 2019**

Real estate and hotel revenues decreased by 46% due to construction restrictions, lower bookings, and restrained mall and hotel operations.

Equity in net earnings decreased by 39% mainly due to lower income contributions from Ortigas Land Corporation (OLC) and Fort Bonifacio Development Corp. (FBDC).

Interest income from real estate sales increased by 9% owing to higher sale of real estate receivables.

Interest and investment income decreased by 58% driven by lower balance and lower yield from short-term investments.

Other Income decreased by 38% due to higher gain recognized in 2019 from sale of Vertex One building in Santa Cruz Manila.

Cost of real estate sales decreased by 40% due to lower real estate and hotel revenues.

General administrative expenses decreased by 14% mainly from manpower costs including security and janitorial, rent and dues and fees, transportation and travel, and other overhead expenses.

Interest, other financing charges and other expenses increased by 19% due to higher discounting cost related to sale of trade receivables, interest expense from higher average loan balance, and bank charges related to loan repayments.

Provision for income tax decreased by 70% due to lower taxable income.

<u>Balance Sheet items</u> - As at December 2020 versus 2019

Cash and cash equivalents - decreased by 17% mainly due to lower collection from customers, payments of capital expenditures, interest expense from borrowings, and cash dividends, partially offset by proceeds from initial public offering of AREIT, Inc, sale of trade receivables, and loan availments.

Short-term investments decreased by 42% due to reallocation to investments with higher yield.

Financial asset at fair value through profit and loss increased by 99% attributable to increase in investments in UITF and treasury bills.

Real Estate Inventories increased by 22% as a driven by land acquisitions, incremental POC, reclassification from investment property, partially offset by lower real estate sales.

Other current assets increased by 19% mainly due to payment of advances to contractors and suppliers, payment of CWT, and building classified as held for sale.

Investments in associates and joint ventures increased by 5% owing to the increase in investments in joint ventures, and equity in net earnings for the period net of dividend received.

Investment properties decreased by 8% due to reclassification of land to inventory, and depreciation expense for the period.

Deferred tax assets increased by 5% coming from accrued expenses, allowances for probable losses, and NOLCO.

Other noncurrent assets decreased by 9% mainly from recoupment of advances to contractors and suppliers, partially offset by increase in deferred input VAT.

Short-term debt decreased by 49% due to various payments during the year.

Account and other payables decreased by 11% due to payments of accounts payable and accrued operating expenses, lower taxes payables and interest payable, and other accrued expenses.

Income tax payable decreased by 31% due to lower taxable income.

Current portion of lease liabilities decreased by 36% due to payments to lessors.

Current portion of long-term debt increased by 9% attributable to maturing bonds and bank loans within 12 months.

Long-term debt – net of current portion increased by 5% due to increase in bonds issuance and bank loans.

Pension liabilities increased by 52% mainly due to increase in benefit obligation and remeasurement loss for the current period.

Deferred tax liabilities higher by 17% mainly due to timing difference between tax and book basis of accounting for real estate transactions and right-of-use assets.

Deposit and other noncurrent liabilities increased by 14% mainly coming from unrealized revenues from collected receivables and security deposits from tenants, partially offset by payment for contractors payable, purchased land and collected output VAT.

Stock options outstanding decreased by 49% attributable to the exercise of stock options.

Remeasurement loss on defined benefit plans increased by 143% due to actuarial loss from change in pension liability assumptions.

Fair value reserve of financial assets at FVOCI increased by 64% attributable to unrealized fair value loss from cash flow hedging of loans bearing interest at floating rate.

Cumulative translation adjustments decreased by 33% mainly due to translation loss on financial statements of MCT Bhd.

Equity reserves increased by 108% attributable to gain on sale ownership in AREIT, Inc. to Non-controlling Interest (NCI).

Treasury Stock increased by 14% as a result of share buy-backs during the year.

Non-controlling interests increased by 19% as a result of public listing of AREIT, Inc.

Item 7. Financial Statements

The 2022 consolidated financial statements of the Company are incorporated in the accompanying Index to Exhibits.

Item 8. Information on Independent Accountant and Other Related Matters

Independent Public Accountants

(a) Pursuant to the General Requirements of SRC Rule 68, Par. 3 (Qualifications and Reports of Independent Auditors) and upon the recommendation of the Audit Committee (composed of Mr. Cesar V. Purisima, Chairman, Mr. Antonino T. Aquino and Mr. Rex Ma. A. Mendoza, members), the Board will present for approval the appointment of PwC Isla Lipana & Co. (Isla Lipana) as external auditor for the ensuing year, and its remuneration, at the annual stockholders' meeting. The change in external auditor is pursuant to the Independent Auditor Tenure policy adopted by ALI to align with the 2014 European Union Audit Regulation standard on mandatory audit firm rotation. The policy prescribes that an Independent Auditor shall be replaced after a maximum duration of 10 years, extendable to a maximum of 24 years, subject to meeting certain conditions. SyCip Gorres Velayo & Co. (SGV & Co.) has been the independent auditor for more than 24 years.

Isla Lipana, founded in 1922, is considered the oldest and one of the largest auditing firms in the Philippines. It is a member firm of PriceWaterhouse Coopers (PwC). It offers audit and assurance, tax and consulting services. Its office address is at 29th floor Philamlife Tower, 8767 Paseo de Roxas, Makati City.

(b) Representatives of Isla Lipana for the current year and SGV & Co. for the most recently completed fiscal year are expected to participate at the annual stockholders' meeting. They will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

The Company has engaged the services of SGV & Co. during the three (3) most recent fiscal years. There were no disagreements with the SGV & Co. on any matter of accounting and financial disclosure.

(a) **Audit and Audit-Related Fees**

ALI and its various subsidiaries and affiliates paid SGV & Co, the following fees in the past two years: (in Php million; with VAT)

Year	Audit & Audit-related Fees	Tax Fees	Other Fees
2022	34.54*		8.48**
2021	34.61*		13.13**

** Pertains to audit fees.*
***SGV fees for the validation of stockholders' votes during the annual stockholders' meeting and other assurance fees.*

(b) **Tax Fees**

Tax consultancy services are secured from entities other than the external auditor.

Under paragraph 3.3 (a) of the ALI Audit Committee Charter, the Audit Committee (composed of Cesar V. Purisima, Chairman, and Rex Ma. A. Mendoza, and Antonino T. Aquino, members) recommends to the Board the appointment of the external auditor and the audit fees.

PART IV – MANAGEMENT AND CERTAIN SECURITY HOLDERS

Item 9. Directors and Executive Officers of the Registrant

The write-ups below include positions held as of December 31, 2022 and in the past five years, and personal data as of December 31, 2022 of directors and executive officers.

Board of Directors

Jaime Augusto Zobel de Ayala
Bernard Vincent O. Dy
Antonino T. Aquino
Arturo G. Corpuz
Mariana Beatriz Zobel de Ayala*
Rizalina G. Mantaring
Rex Ma. A. Mendoza
Sherisa P. Nuesa
Cesar V. Purisima
**Elected on October 21, 2022*

Jaime Augusto Zobel de Ayala, Filipino, 63, Director of ALI since June 1988. He is the Chairman of Ayala Corporation since April 2006. He was the Chief Executive Officer from 2006 to April 2021. He is also the Chairman of the other publicly listed companies of the Ayala Group, namely Globe Telecom, Inc. and Bank of the Philippine Islands. He is the Chairman of AC Energy and Infrastructure Corporation (formerly AC Energy, Inc.),AC Industrial Technology Holdings, Inc., AC Infrastructure Holdings Corporation, Ayala Healthcare Holdings, Inc., and Asiacom Philippines, Inc.; Co-Chairman of Ayala Foundation, Inc.; Director of AC Ventures Holding Corp., Alabang Commercial Corporation, Light Rail Manila Holdings, Inc. and AG Holdings Ltd. Outside the Ayala Group, he is a Director of Temasek Holdings (Private) Limited and a member of various business and socio- civic organizations in the Philippines and abroad, including the JP Morgan International Council, JP Morgan Asia Pacific Council, and Mitsubishi Corporation International Advisory Council. He is a member of the Board of Governors of the Asian Institute of Management, the Advisory Board of Asia Global Institute (University of Hong Kong) and of various advisory boards of Harvard University, including the Global Advisory Council, Asia Center Advisory Committee, HBS Board of Dean's Advisors, and HBS Asia- Advisory Committee. He sits on the Board of Singapore Management University (SMU) and is a Chairman of SMU International Advisory Council in the Philippines. He is a member of the Asia Business Council, Asean Business Club Advisory Council, Leapfrog Investment Global Leadership Council, The Council for Inclusive Capitalism, and Word Wildlife Philippines National Advisory Council. He is Co-Vice Chairman of the Makati Business Club, Chairman of Endeavor Philippines, and Trustee Emeritus of Eisenhower Fellowships. He was awarded the Presidential Medal of Merit in 2009, the Philippine Legion of Honor with rank of Grand Commander in 2010, and the Order of Mabini with rank of Commander in 2015 by the President of the Philippines in recognition of his outstanding public service. In 2017, he was recognized as a United Nations Sustainable Development Goals Pioneer by the UN Global Compact for his work in sustainable business strategy and operations. The first recipient of the award from the Philippines, he was one of 10 individuals recognized for championing sustainability and the pursuit of the 17 SDGs in business. He graduated with B.A. in Economics (Cum Laude) from Harvard College in 1981 and obtained an MBA from the Harvard Graduate School of Business in 1987.

Bernard Vincent O. Dy, Filipino, 59, is the President and CEO of ALI since April 2014. He is a Senior Managing Director of Ayala Corporation, and a member of the Ayala Group Management Committee since April 2014. He is the Chairman of AyalaLand Logistics Holdings Corp., and aDirector of AREIT, Inc., and MCT Bhd of Malaysia, publicly listed companies Concurrently, he is the Chairman of Alviera Country Club, Inc., Alveo Land Corporation, Altaraza Development Corporation, Amaia Land Corporation, Amicassa Process Solutions, Inc., Avencosouth Corp., Aviana Development Corp., Ayagold Retailers, Inc., Ayala Property Management Corporation, Ayalaland-Tagle Properties, Inc., Bellavita Land

Corporation, BGNorth Properties, Inc., BGSouth Properties, Inc., BGWest Properties, Inc., Cagayan De Oro Gateway Corp., Makati Development Corporation, Portico Land Corporation, Station Square East Commercial Corporation, and Vesta Property Holdings, Inc.; Vice Chairman of Aurora Properties Incorporated, Ayalaland Premier, Inc., Ceci Realty Inc., and Ayala Greenfield Development Corporation, and Director of Accendo Commercial Corp., AKL Properties, Inc., ALI Eton Property Development Corporation, Avida Land Corp., AyalaLand Medical Facilities Leasing, Inc., Nuevocentro, Inc., Philippine Integrated Energy Solutions, Inc., Serendra, Inc., and Whiteknight Holdings, Inc. He is also the President and CEO of Berkshires Holdings, Inc., Bonifacio Land Corporation, Columbus Holdings, Inc., Emerging City Holdings, Inc., and Fort Bonifacio Development Corporation; President of, Alabang Commercial Corporation, Bonifacio Art Foundation, Inc., and Hero Foundation Inc.; member of the Board of Trustees of Ayala Foundation, Inc. and Ayala Group Club, Inc., advisor of Alveo-Federal Land Communities, Inc.; and, Director of the Junior Golf Foundation of the Philippines since 2010 and Vice Chairman since 2017. Mr. Dy earned a degree of BBA in Accountancy from the University of Notre Dame in 1985, an MBA in 1989, and Masters in International Relations in 1997 from the University of Chicago.

Antonino T. Aquino*,* Filipino, 75, has served as Director of ALI since April 2009. He is also a Director of Manila Water Company, Inc. (MWC), another publicly listed company, since 1998. He was the President of ALI from April 2009 to April 2014, of MWC from April 1999 to April 2009, and of Ayala Property Management Corporation from 1989 to 1999. He was connected with IBM Philippines, Inc. since 1968 and was Business Unit manager when he left in 1980. He has been with the Ayala Group in various capacities for the past forty-one (41) years and has held the position of Senior Managing Director in Ayala Corporation. Currently, he is a Director of the following non-listed companies: PhilamLife, Anvaya Beach & Nature Club, Inc. , Nuevocentro, Inc., and Mano Amiga Academy, Inc. He is a member of the Sectoral Advisory Board of the Philippine Army and the Multi Sector Governance Council of the Armed Forces of the Philippines. He is in the Advisory Board of Hero Foundation. He was named “Co-Management Man of the Year 2009” by the Management Association of the Philippines for his leadership role in a very successful waterworks privatization and public-private sector partnership. In 2015. Recently he was conferred as Honorary Fellow by the Institute of Corporate Directors (ICD). He earned a degree in BS Management and completed academic requirements for Masters in Business from the Ateneo de Manila University in 1968 and 1975, respectively.

Arturo G. Corpuz, Filipino, 67, has served as a Director of ALI since April 2016. He was a member of the Management Committee of ALI from 2008 to December 31, 2016. He is also a member of the Board of Ceci Realty, Inc. Aurora Properties, Inc., Vesta Properties Holdings, Inc., Nuevocentro, Inc., and Alviera Country Club, Inc. He is a former President of the Philippine Economic Society and a Trustee of the Foundation for Economic Freedom and the Philippine Institute of Environmental Planning. Mr. Corpuz received his baccalaureate degree in Architecture from the University of the Philippines in 1977 and his masteral and doctoral degrees in urban and regional planning from Cornell University in 1984 and 1989.

Rizalina G. Mantaring, Filipino, 62, has served as an Independent Director of ALI since April 2014 and has been its Lead Independent Director since April 2020. She has been an Independent Director of Ayala Corporation since April 24, 2020. Concurrently, she is also a Director of Sun Life Grepa Financial, Inc. and an Independent Director of First Philippine Holdings Corp. Inc., PHINMA Corp. Inc., Universal Robina Corp., GoTYME Bank, Maxicare Healthcare Corp, and East Asia Computer Center Inc. She is also a member of the Boards of Trustees of the Makati Business Club and Philippine Business for Education. She serves as a member of the Private Sector Advisory Council of the President of the Philippines. She was the Chief Executive Officer and Country Head of Sun Life Financial Philippines, the country’s leading insurer, prior to which she was the Chief Operations Officer, Sun Life Financial Asia, responsible for IT and Operations across the region. During her term as CEO Sun Life won numerous awards and was selected the Asia Life Insurance Company of the Year, the only Filipino company to have even reached the finals, and PMAP Employer of the Year, both in 2015. She was the president of the Management Association of the Philippines in 2019 and the Philippine Life Insurance Association in 2015. Riza has received numerous prestigious awards, among which were the Asia Talent Management Award at the Asia Business Leaders Awards in 2017 from global network CNBC, 100 Most Outstanding Alumni of the Past Century from the UP College of Engineering, and the PAX Award, the highest award given by St. Scholastica’s College to an outstanding alumnus. She holds a BS Electrical Engineering degree, cum laude, from the University of the Philippines and an MS Computer Science from the State University of New York at Albany.

Rex Ma. A. Mendoza, Filipino, 60, has served as the Independent Director of ALI since April 22, 2020. He is the Chairman of Rampver Financials, a dynamic player in financial services specializing in investments, and one of the biggest distributors of mutual funds in the Philippines. He currently serves as the lead independent director of Globe Telecom, Inc., a publicly listed company, and an independent director of the National Reinsurance Corporation of the Philippines and AyalaLand Logistics Holdings Corporation, (ALLHC) also publicly listed companies. He is the chairman of the board of Singapore Life, the Soldivo Bond Fund, Inc. and the Soldivo Strategic Growth Fund, Inc. He is also the lead independent director of Anvaya Cove Beach and Nature Club, Inc. and G Exchange Inc. (GXI, or GCash). He is a director of FLT Prime Insurance Corp., Cullinan Group, Esquire Financing, Inc., Mobile Group, Inc., Seven Tall Trees Events Company, Inc., and TechnoMarine Philippines. He is a member of Bro. Bo Sanchez' Mastermind Group, and is cited by many as one of the best leadership, business strategy, investments, marketing and sales speakers in the country. He is the author of two books, Trailblazing Success and Firing onAll Cylinders, both certified national bestsellers. He served as the President & CEO of Philam Life, one of the country's most trusted financial services conglomerates and was Chairman of its affiliates and subsidiaries. He was Senior Vice President and Chief Marketing and Sales Officer of ALI. He was also Chairman of Ayala Land International Sales, Inc., President of Ayala Land Sales, Inc., and Avida Sales Corporation. He has a Master's Degree in Business Management with distinction from the Asian Institute of Management. He was one of the 10 Outstanding Graduates of his batch at the University of the Philippines where he obtained a BSBA degree with a double major in marketing and finance. He was awarded Most Distinguished Alumnus of the UP Cesar Virata School of Business. He is also a Fellow with Distinction at the Life Management Institute of Atlanta, Georgia, USA, a Registered Financial Planner (RFP) and a four-time member of the Million Dollar Round Table (MDRT). He was a professor of Marketing and Computational Finance at the De La Salle University Graduate School of Business. He taught strategic marketing, services marketing and services strategy. He has served as Chairman of the Marketing Department and was awarded as one of the University's most outstanding professors.

Sherisa P. Nuesa, Filipino, 68, has been an independent director of Ayala Land, Inc. since April 2020. Currently, she is an Independent Director of other publicly listed companies namely: Manila Water Company, Inc., ACEN CORPORATION (formerly AC Energy Philippines, Inc.), and Integrated MicoElectronics, Inc. (IMI). She is a non-executive Director of Far Eastern University, also a publicly listed company, and of FERN Realty Corporation. She is a Senior Adviser to the Boards of Metro Retail Stores Group, Inc. and Vicsal Development Corporation. She is a member of the boards of trustees of the Justice Reform Initiative (JRI), and the NextGen Organization of Women Corporate Directors (NOWCD), where she holds the position of Vice President. In the recent past, from 2012 to early 2021, she held the positions of President and Director of the ALFM Mutual Funds Group, and Trustee of the Institute of Corporate Directors (ICD). In addition to her background as a Chief Finance Officer and currently as a Board Director, she also held previous positions in management operations and is an accredited lecturer of both ICD and the FINEX Academy. She was the Chief Finance Officer and Chief Administration Officer of IMI from January 2009 to July 2010. She was then a Managing Director of Ayala Corporation and had served in various capacities in Ayala Corporation, Ayala Land, Inc., and Manila Water Company, Inc. She co-led the Initial Public Offering (IPO) teams of Ayala Land, Inc., Cebu Holdings, Inc., Manila Water, and IMI. She was awarded the ING-FINEX CFO of the Year for 2008. She received a Master of Business Administration degree from the Ateneo Graduate School of Business in Manila. She also attended post-graduate courses in Harvard Business School and in Stanford University. She graduated summa cum laude in 1974, with a degree of Bachelor of Science in Commerce from the Far Eastern University, which named her as one of its Outstanding University Alumni. She is a Certified Public Accountant.

Cesar V. Purisima, Filipino, 62, has served as an Independent Director of ALI in April 18, 2018. He is an Asia Fellow of Milken Institute, a global non-profit, non-partisan think tank. He is a founding partner at IKHLAS Capital, a pan-ASEAN private equity platform. He currently serves on the boards of the AIA Group, Ayala Corporation, Universal Robina Corporation, Jollibee Foods Corporation, Bank of the Philippine Islands, BPI Capital Corporation, member of the Board of Trustees of International School of

Manila and member of the Board of Advisors of ABS-CBN. He is a member of Sumitomo Mitsui Banking Corporation's Global Advisory Council and Singapore Management University's International Advisory Council in the Philippines. From 2010 to 2016, Purisima was the Secretary of Finance of the Philippines and the Chair of Economic Development Cluster of the President's Cabinet. He briefly served as Finance Secretary in 2005 and Trade and Industry Secretary from 2004 to 2005. Additionally, he was a member of the Monetary Board of the Philippines Central Bank, and the Governor for the Philippines at the Asian Development Bank and the World Bank. He served as Alternate Governor for the Philippines at the International Monetary Fund. Under his leadership, the Philippines received its first investment-grade ratings. He was named Finance Minister of the Year seven times in six consecutive years by a number of publications, a first for the Philippines. Prior to his stints in the government service, he was the Chairman & Country Managing Partner of the Philippines' largest professional services firm SGV & Co., and was a member of the Global Executive Board and Global Practice Council of Ernst & Young. Purisima obtained his Bachelor of Science degree in Commerce Major in Accounting and Financial Institutions from De La Salle University in 1979. He earned his Master of Business Administration degree from Kellogg School of Management, Northwestern University, Illinois in 1983. He was conferred a Knight in the National Order of the Legion of Honour by the French Republic (Chevalier dans l'Ordre National de la Legion d'Honneur) in 2017. In 2016, Purisima was awarded the Order of Lakandula with the rank of Grand Cross (Bayani) for his contributions to the Philippine economy. The Order of Lakandula is one of the highest civilian honors conferred by the President of the Republic of the Philippines and the Chevalier de l'Ordre national du Merite (Knight of the National Order of Merit) by the President of the French Republic in 2001.

Mariana Beatriz Zobel de Ayala, Filipino, 34, has been a director of the Company since October 21, 2022. She is Director of AREIT. She is Senior Vice President at Bank of the Philippine Islands (BPI) driving Marketing and Digital Platforms for the Consumer Bank. She also serves as a board director and/or advisory committee member for several Ayala Group companies, across Ayala Land, AC Health, Ayala Group's ACTIVE Fund and BPI's Asset Management and Trust Company. She was named a board advisor for Asia Partners, a Singapore-based private equity firm with over USD500mn in funding, focused on enabling the next generation of high-growth technology companies in Southeast Asia. She also serves on the global board of U-Go, which looks to drive education equality in emerging markets by providing scholarship grants to women looking to pursue university education. Together with John Wood, founder of Room to Read, Ms. Zobel de Ayala helped establish the Philippines as the 7th beneficiary market for U-Go. In partnership with Ayala Foundation, U-Go Philippines will aim to enable 1,000 young Filipina women scholars in their pursuit of university education, by 2025. Before BPI, Ms. Zobel de Ayala was Deputy Head of Ayala Malls, a subsidiary of Ayala Land responsible for just under two million square meters in leasable retail space around the country. In addition to driving Leasing Strategy & Development across the malls, Ms. Zobel de Ayala was responsible for the build-out of Ayala Malls Labs / Digital & Data -- a new unit focused on commercializing synergistic opportunities leveraging technology and data. Prior to this, she worked in Project Development for Alveo Land, and as a Corporate Strategy and Business Development Associate with Ayala Corporation, where she supported portfolio review across the conglomerate and business development interest in the healthcare sector. Ms. Zobel de Ayala started her career at J.P. Morgan in New York City. She graduated from Harvard College with a BA in Social Studies (Philosophy, Politics, and Economics), and a received a Masters in Business Administration (MBA) from INSEAD.

<u>Nominees to the Board of Directors for election at the stockholders' meeting:</u>

Except for Mr. Antonino Aquino and Mesdames Rizalina G. Mantaring and Sherisa P. Nuesa, all the incumbent directors of the Company are being nominated to the Board of Directors with the addition of Messrs. Cezar P. Consing,

Cezar *P. Consing*, Filipino, 63, is the President and Chief Executive Officer of Ayala Corporation effective September 27, 2022 and has been a Director since December 3, 2020. He has been a member of the Ayala Group Management Committee since April 2013. He is also a Director of the publicly-listed subsidiaries of Ayala Corporation: Bank of the Philippine Islands (BPI), Globe Telecom, Inc. and ACEN Corporation. He is also advisor of the board of Ayala Land, Inc. He is the Chairman of Philippine Dealing

System Holdings and its three operating subsidiaries since 2010. He is also a Director of the Myanmar-listed First Myanmar Investment Public Company Limited. Concurrently, he is the Vice Chairman of AC Infrastructure Holdings Corporation, AC Industrial Technology Holdings, Inc., AC Energy and Infrastructure Corporation, and Ayala Healthcare Holdings, Inc., and a Director in Asiacom Philippines, Inc. Mr. Consing is Vice Chairman of BPI's executive committee, and a board director of its investment bank, microfinance bank and asset management company. He is currently a board trustee of the Philippine-American Educational Foundation, which selects the Fulbright scholars, a member of the National Mission Council of De La Salle Philippines, a board trustee of College of St. Benilde, and a board trustee of the Manila Golf Club Foundation. He is a board director of Filgifts.com. He has been a member of the Trilateral Commission since 2014. Mr. Consing was a Senior Managing Director of Ayala Corporation and President and CEO of BPI from 2013 to 2021. In the latter capacity, he served as the chairman of BPI's thrift bank, investment bank, UK-registered bank, microfinance bank, property and casualty insurance joint venture and leasing and rental joint venture and board director of its asset management company and its life insurance joint venture. He served as Chairman and President of the Bankers Association of the Philippines from 2019 – 2021, and President of Bancnet, Inc. from 2017 – 2021. Mr. Consing was a Partner of The Rohatyn Group from 2004 – 2013. He headed its Hong Kong Office and its private investing business in Asia and was a board director of its real estate and energy and infrastructure private equity investing subsidiaries.He worked for J.P. Morgan & Co. in Hong Kong and Singapore from 1985 – 2004. He headed the firm's investment banking business in Asia Pacific (ex-Japan) from 1997 – 2004 and served as President of J.P. Morgan Securities (Asia Pacific) Ltd. As a senior Managing Director, Mr. Consing was a member of the firm's Global Investment Banking Management Committee, its Asia Pacific Management Committee, and its Global Managing Director Selection Committee. Further, he worked for BPI from 1981 – 1985, joining as a management trainee and eventually rising to Assistant Vice President. During this period, and on a part-time basis, he taught Economics in the MBA program of De La Salle University. Mr. Consing has served as an independent board director of four publicly listed companies in Asia: Jollibee Foods Corporation (2010 – 2021), CIMB Group Holdings (2006 – 2013), First Gen Corporation (2005 – 2013), and National Reinsurance Corporation (2014 – 2019), where he also served as Chairman (2018 – 2019). He has served as a board director of the Singapore-based SQREEM Technologies, the Singapore-listed Yoma Strategic Holdings Ltd, the Hongkong-based Asian Youth Orchestra, the US-Philippines Society, Endeavor Philippines and La Salle Greenhills. Mr. Consing received an A.B. Economics degree (Accelerated Program), magna cum laude, from De La Salle University in 1979. He obtained an M.A. in Applied Economics from the University of Michigan in 1980.

Dennis Gabriel M. Montecillo, Filipino, 60, was the Executive Vice President and Group Head of Corporate Clients of the Bank of the Philippine Islands from. Immediately prior to this role, he was President of BPI Capital Corporation for 4 ½ years. Prior to returning to the Philippines, he was also the Chief Executive Officer (CEO) and Managing Equity Partner of Diamond Dragon Advisors and CEO of Fidelis Holdings. He has 21 years of international investment banking experience, having worked at Bankers Trust Company in New York and at Credit Suisse and Morgan Stanley in Hong Kong. He is an independent director of the Bank of Commerce (universal banking), RASLAG Corporation (renewable energy), Metro Pacific Health (hospital management), and Maybank Investment Banking Group (investment banking), where he serves as Chair of the Corporate Governance, Environmental, Social, Governance and Audit Committees. He is also on the global board of directors of International Care Ministries and the United Nations Global Compact Network (Philippine chapter). He is a certified coach (ACC designation from the International Coaching Federation), leadership development speaker and facilitator, as well as senior consultant to the International Finance Corporation and to private Philippine companies. He obtained his Master of Business Administration and Master of Arts from Stanford University. He obtained his Bachelor of Science in Management of Financial Institutions and Bachelor of Arts in Behavioral Sciences (*magna cum laude*) from De La Salle University.

Surendra Menon, Singaporean, 65, was the Chief Executive Officer of BPI AIA Life Assurance Corporation. He was also the Regional Head, Bancassurance Group Partnership Distribution of the AIA Group from 2012 to 2016. He served as Vice President Director and Chief Distribution Officer, Director Bancassurance from and Vice President Business Development AIA Financial (formerly known as AIG Life and AIG Lippo) for the period beginning 2003 to 2016. He was the Vice President, Bancassurance from 1999 to 2003 of DBS Bank – Singapore. He was also the Company Head/Advisor to Owner of PT Binadaya Nusaindah (BDNI Life) (currently called Equity Financial) from 1991 to 1999 while he was Head/Advisor Dana Pensiun Lembaga Keuangan BDNI Bank from 1994 to 1998 PT Bank Dagang National Indonesia (BDNI), and Director of PT GTAsset Management of BDNI from 1995 to 1998. He held various positions at The Insurance Corporation of Singapore (now Aviva Singapore) from 1982 to 1991. He obtained his Bachelor of Arts degree majoring in actuarial sciences from Macquarie University in 1981. He became an Associate in financial planning and a member of the Financial Planning Association of Singapore in 2000. He has been a Penasehat Investor (Investment Manager's License) of BEPEPAM (Indonesian Stock Exchange) since 1995. He completed an Advance Life Assurance Course from Munich Re in 1985 and obtained a Certificate in Actuarial Techniques from the Institute of Actuaries (London) in 1993.

Management Committee Members / Key Executive Officers

Bernard Vincent O. Dy*	President and Chief Executive Officer
Anna Maria Margarita B. Dy	Executive Vice President**
Dante M. Abando	Senior Vice President
Augusto D. Bengzon	Senior Vice President, Chief Finance Officer and Treasurer
Jose Emmanuel H. Jalandoni	Senior Vice President
Robert S. Lao	Senior Vice President
Laurent P. Lamasuta	Senior Vice President
Lyle A. Abadia	Vice President
Amelia Ann T. Alipao	Vice President, Chief Information Officer and Data Protection Officer
Aniceto V. Bisnar, Jr.	Vice President
Raquel S. Cruz	Vice President
Ma. Luisa D. Chiong	Vice President
Dindo R. Fernando	Vice President
Rufino Hermann S. Gutierrez	Vice President
Javier D. Hernandez	Vice President
Joseph Carmichael Z. Jugo	Vice President
Stephanie J. Lingad	Vice President
Ma. Divina Y. Lopez******	Vice President
Christopher B. Maglanoc	Vice President
Michael F. Magpusao	Vice President
Ferdie M. Mangali	Vice President
Romeo T. Menpin, Jr.	Vice President
Carol T. Mills	Vice President
June Vee D. Monteclaro-Navarro	Vice President, Chief Legal Counsel, Chief Compliance Officer and Assistant Corporate Secretary
Rodelito J. Ocampo	Vice President
Mary Grace Santos-Ontiveros*****	Vice President
Roscoe M. Pineda*****	Vice President
Jose C. Platero, Jr.***	Vice President
Alfonso Javier D. Reyes***	Vice President
May P. Rodriguez***	Vice President
Darwin L. Salipsip	Vice President
Jennylle S. Tupaz	Vice President
Maria Clavel G. Tongco***	Vice President
Richard T. Yap	Vice President
Maphilindo S. Tandoc	Chief Risk Officer
Annabeth R. Bernardo	Chief Audit Executive
Solomon M. Hermosura	Group General Counsel and Corporate Secretary

*Member of the Board of Directors
**Promoted to Executive Viice President effeive January 1, 2023
***Vice President effective January 1, 2023
****Vice President effective December 1, 2022
*****Vice President effective March 1, 2023
******Vice President until December 31, 2022

Anna Maria Margarita B. Dy, Filipino, 53, is Executive Vice President effective January 1, 2023. She was Senior Vice President from January 1, 2015 until December 31, 2022 and a member of the Management Committee of Ayala Land, Inc. (ALI) since August 2008. She is the Head of the Residential Business Group of ALI effective July 1, 2022 and Head of the Malls Group effective January 1, 2023. Her other significant positions are: Chairman of Amaia Southern Properties, Inc., Ayalaland Premier, Inc., Ayala Land International Sales, Inc., Avida Land Corp., Bonifacio Estate Services Corporation, and Solinea, Inc. ; Vice Chairman of Alveo-Federal Land Communities Inc.; Director and Executive Vice President of Bonifacio Land Corporation, AKL Properties, Inc., Avencosouth Corp., and Portico Land, Inc.; Director of Accendo Commercial Corp., Alveo Land Corp., ALI Eton Property Development Corporation, Altaraza Development Corporation, Amaia Land, Inc., Amicassa Process Solutions, Inc., Anvaya Cove Golf and Sports Club, Inc., Aurora Properties, Inc., Avida Sales Corp., Ayala Greenfield Development Corporation, Ayala Property Management Corporation, Ayalaland-Tagle Properties, Inc., BGWest Properties, Inc., BGNorth Properties, Inc., Bellavita Land Corp., Berkshires Holdings, Inc., Buklod Bahayan Realty & Development Corporation, Cagayan de Oro Gateway Corp., Columbus Holdings, Inc., Emerging City Holdings, Inc., CECI Realty, Inc., Fort Bonifacio Development Corporation, Nuevocentro, Inc., Serendra, Inc., and Vesta Properties Holdings, Inc.; and, Trustee and Treasurer of Bonifacio Art Foundation, Inc. Prior to joining ALI, she was a Vice President of Benpres Holdings Corporation. She graduated magna cum laude from Ateneo De Manila University with BS of Arts Degree in Economics Honors Program in 1990. She earned her Master’s degree in Economics from London School of Economics and Political Science in 1991 and MBA at Harvard Graduate School of Business Administration in Boston in 1996.

Dante M. Abando, Filipino, 58, is a Senior Vice President and Member of the Management Committee of ALI. He is the President and CEO of Makati Development Corporation. He is also the Chairman of MDC BuildPlus, Inc., MDC Concrete, Inc., MDC Equipment Solutions, Inc. and MDBI Construction Corp., a joint venture of Makati Development Corporation and Bouygues Batiment International. He was the past President and now a Board Member of Alveo Land Corporation. He is currently a Board Member of Avida Land Corporation, Anvaya Cove Golf & Sports Club, Inc., and Serendra, Inc. He was the Chairman and President of the Philippine Constructors Association (PCA) in 2016-2017 and a member of the Board of Trustees of the University of the Philippines Alumni Engineers (UPAE) since 2015-2018. He graduated with a degree in Bachelor of Science in Civil Engineering from the University of the Philippines in 1986 and earned his Master’s degree in Business Administration in 1995 from the same university. In 2012, he completed the Executive Program on Real Estate Management at Harvard University Graduate School of Business.

Augusto D. Bengzon, Filipino, 59, joined ALI in December 2004 and currently serves as its Senior Vice President, Chief Finance Officer & Treasurer. He is a Director of AREIT, Inc. and Treasurer of AyalaLand Logistics Holding Corp., publicly listed companies under the Ayala Group. His other significant positions include: Chairman of Aprisa Business Process Solutions Inc., Anvaya Cove Golf and Sports Club, Inc. and Anvaya Cove Beach and Nature Club, Inc.; Director and Chief Finance Officer of Altaraza Development Corporation; Director and Treasurer of ALI Eton Property Development Corp., Aurora Properties Inc., AyalaLand-Tagle Properties, Inc., Ceci Realty Inc., Philippine Integrated Energy Solutions Inc. and Vesta Property Holdings Inc.; Director of AG Counselors Corporation, Alviera Country Club Inc., Amicassa Process Solutions, Inc., Makati Development Corp., Northgate Hotel Ventures, Inc., Station Square East Commercial Corp. and Southcrest Hotel Ventures, Inc.; Comptroller of Nuevocentro, Inc.; Treasurer and Chief Finance Officer of Portico Land Corp.; Treasurer of Alabang Commercial Corporation, AKL Properties, Inc., Alveo Land Corp., Amaia Land Corp., Avida Land Corp., AyalaLand Premier Inc., Ayala Property Management Corporation, Bellavita Land Corp., BGNorth Properties, Inc., BGSouth Properties, Inc., BGWest Properties, Inc., Serendra Inc., The Suites at One Bonifacio High

Street Condominium Corp. and Hero Foundation, Inc.; Assistant Treasurer of Ayala Greenfield Golf & Leisure Club, Inc. and Ayala Greenfield Development Corporation; Trustee of Philippine National Police Foundation, Inc.. He received his Bachelor of Science degree in Business Management from the Ateneo de Manila University and is a graduate of the Philippine Trust Institute. He was granted the Andres K. Roxas scholarship at the Asian Institute of Management where he received his Masters in Business Management degree.

Jose Emmanuel H. Jalandoni, Filipino, 55, is a Senior Vice President and a member of the Management Committee of ALI. He is the Group Head of commercial businesses including malls, offices, hotels and resorts. He is the Chairman of AREIT, Inc. and President and Chief Executive Officer of AyalaLand Logistics Holdings Corporation, publicly listed subsidiaries of ALI. His other significant positions are: Chairman, President and Chief Executive Officer of Northgate Hotel Ventures, Inc. and Southcrest Hotel Ventures, Inc. He is Chairman of the Board of ALI Commercial Center, Inc., ALI Makati Hotel and Residences, Inc., ALI Makati Hotel Property, Inc., ALI Triangle Hotel Ventures, Inc., ARCA South Hotel Ventures, Inc., AsiaTown Hotel Ventures, Inc., AyalaLand Hotels and Resorts Corporation, AyalaLand Medical Facilities Leasing, Inc., AyalaLand Offices, Inc., Bacuit Bay Development Corporation, Bay Area Hotel Ventures, Inc., Bonifacio Hotel Ventures, Inc., Capitol Central Hotel Ventures, Inc., Cebu Insular Hotel Company, Inc., Central Bloc Hotel Ventures, Inc. Chirica Resorts Corporation, Circuit Makati Hotel Ventures, Inc., Direct Power Services, Inc., Ecoholdings Company Inc., Econorth Resort Ventures, Inc., Ecosouth Hotel Ventures, Inc., Enjay Hotels, Inc., Greenhaven Property Ventures, Inc., Integrated Eco-Resort, Inc., Lio Resort Ventures, Inc., Makati North Hotel Ventures, North Liberty Resort Ventures, Inc., North Triangle Hotel Ventures., Inc., One Makati Hotel Ventures, Inc., One Makati Residential Ventures, Inc., Pangulasian Island Resort Corporation, Paragua Eco-Resort Ventures, Inc., Regent Horizons Conservation Company, Inc., Sentera Hotel Ventures, Inc., Sicogon Island Tourism Estate Corporation, Sicogon Town Hotel, Inc., Estate Corporation,Ten Knots Development Corporation, Ten Knots Philippines, Inc., Whiteknight Holdings, Inc. and One Makati Residential Ventures, Inc. He is also Director of the following companies: ALI Capital Corporation, Anvaya Cove Golf and Sports Club, Inc., Ayagold Retailers, Inc., Ayala Hotels, Inc., Ayala Property Management Corporation, Cagayan de Oro Gateway Corporation, Columbus Holdings, Inc., Fort Bonifacio Development Corporation, Lio Tourism Estate Association, Makati Cornerstone Leasing Corporation, Makati Development Corporation, Philippine FamilyMart CVS, Inc., Philippine Integrated Energy Solutions, Inc., SIAL CVS, Inc., SIAL Specialty Retailing, Inc., AirSWIFT Transport, Inc., DirectPower Services, Inc., AyalaLand Medical Facilities, Inc., WhiteKnight Holdings, Inc., Station Square East Commercial Corporation. He joined ALI in 1996 and held various positions in the Company. He graduated with a degree of Bachelor of Science in Legal Management from Ateneo de Manila University. He earned his Master's Degree in Business Administration from Asian Institute of Management. He is a Chartered Financial Analyst.

Robert S. Lao, Filipino, 48, has been Senior Vice President of ALI and a member of the Management Committee of Ayala Land, Inc. since April 19, 2017. He is also the Group Head of Ayala Land's Estates Group and Central Land Acquisition Unit. He is concurrently the President and director of Accendo Commercial Corp., ALI ETON Property Development Corporation, Altaraza Development Corporation, AKL Properties Inc., Amaia Southern Properties, Inc., Aurora Properties Incorporated, Aviana Development Corp., CECI Realty Inc., and Nuevocentro, Inc.; Chairman of the Board and President of Adauge Commercial Corporation and Bonifacio Global City Estate Association Inc.; Chairman of the Board of Alagang Ayala Land Foundation Inc., Altaraza Prime Realty Corporation, Amicassa Process Solutions, Inc., Amorsedia Development Corporation, Arca South Integrated Terminal, Inc., AyalaLand Estates, Inc., Buendia Landholdings, Inc., Crans Montana Property Holdings Corporation, Crimson Field Enterprises, Inc., HLC Development Corporation, Red Creek Properties, Incorporated, and Lagdigan Land Corporation; Vice Chairman and President of Vesta Property Holdings, Inc.; Director and Executive Vice President of Fort Bonifacio Development Corporation; and, Director of Alveo-Federal Land Communities Inc., Alveo Land Corp., Amaia Land Corp., Avida Land Corp., Ayala Greenfield Development Corporation, Ayala Land International Sales, Inc., AyalaLand Premier, Inc., Ayala Property Management Corporation, Bellavita Land Corp., Berkshires Holdings, Inc., Cagayan de Oro Gateway Corp., Columbus Holdings Inc., Emerging City Holdings, Inc., Portico Land Corp., Serendra, Inc., Solinea, Inc., and Soltea Commercial Corp. Prior to joining Ayala Land, Inc., he served as a Senior Process Engineer of Fujitsu Computer Products Corporation of the Philippines (FCPP) and Lead Process

Engineer of PT. Quantum Electronics in Indonesia. He studied at the University of Santo Tomas (UST) and graduated cum laude in Bachelor of Science in Industrial Engineering in 1995. He completed his Master's in Business Management (MBM) degree in 2001 from the Asian Institute of Management (AIM) and attended the International Student Exchange Program from University of Cologne in Germany.

Laurent P. Lamasuta, Filipino, 56, has served as Senior Vice President of Ayala Land Inc. (ALI) since 2021 and is currently the President and Chief Executive Officer of Ayala Property Management Corporation (APMC), Chairman and President of Prime Support Services, Inc. (PSSI), and the Chairman of Philippine Integrated Energy Solutions, Inc. (PhilEnergy). Prior to joining APMC, he was President and CEO of Ten Knots Development Corporation, developer, operator, and manager of El Nido Resorts comprising four eco-tourism island resorts in Palawan. Mr. Lamasuta had several posts with the international luxury hotel industry with stints in independent top properties like The Ritz in Paris, the Dorchester in London, The Manila Hotel in Manila as well as international brands like Intercontinental Hotels, Ritz-Carlton Hotels, and Le Meridien Hotels. Previously he was a Senior Advisor of Ayala Land for Member and Customer Relations of its Residential Business Group. He joined Ayala Land in 2005 to open Ayala Greenfield Golf and Leisure Club, Inc., and Anvaya Cove Beach and Nature Club. He graduated from Collège "La Rostagne" in Antibes, France, and further gained a tourism and hotel management degree in Nice, France. He is a recipient of a License in Hotel Management in London, England.

Lyle A. Abadia, Filipino, 65, has served as Vice President of ALI since November 2016. Currently, he is the Head of Special Projects reporting to the Office of the President of ALI. Likewise, he is a Director of ALI's wholly-owned subsidiary, Amicassa Process Solutions, Inc. Prior to joining Ayala Land, Inc. in 2004, he held various executive positions in two (2) ALI's subsidiaries, commencing in 1982 under Ayala Theatres Management, Inc. and moved to join Laguna Technopark, Inc. in 1991 as one of the pioneering executive officers who crafted the successful transformation of the 650 hectares former sugarcane plantation into what is now known as one of the word- class industrial estates in the country. He likewise set up BellaVita Land Corporation, a socialized housing arm of ALI, and took the helm as President from 2011 to 2017. Mr. Abadia holds a degree in Bachelor of Science in Commerce, Major in Accounting at the Colegio De San Jose – Recoletos. He completed a Basic Management Program at the Asian Institute of Management and in-house program for Harvard Leadership Acceleration Program.

Amelia Ann T. Alipao, Filipino, 60, is currently Vice President and Chief Information Officer of ALI. She is also the Group Data Protection Officer for ALI Group of Companies and presently a member of the Data Privacy Council for Real Estate of the National Privacy Commission. She is a Director of APRISA Business Process Solutions, Inc. and HCX Technology Partners Inc. She is currently a member of the ALI Corporate Bidding Committee. She previously occupied this role in 2009-2011 and acted as Chairperson. Before joining ALI, she took on dual roles in SAP Philippines as Account Manager, handling government accounts, and project manager for SAP Implementation. She served as Assistant Vice President in Coca-Cola Bottlers Philippines, Inc., where she held various IT systems implementation projects. She started her IT career as an IT Instructor in I/Act of SyCip Gorres Velayo & Co. She holds a Bachelor of Arts in Biology and a Bachelor of Science in Business Management from De La Salle University.

Aniceto V. Bisnar, Jr., Filipino, 58, serves as Vice President of ALI since January 2009. He is a Board of Director and General Manager of Prime Support Services under Ayala Property Management Corporation. He had served as SVP & Chief Operating Officer of Ortigas Land Corporation in 2020. He has 31 years of experience in the real estate industry and has held various positions and responsibilities over the years. He was President of Cebu Holdings, Inc and Cebu Property Ventures & Dev't Corp and was COO of the Visayas and Mindanao Group of ALI from 2015 to 2020, where he led the ALI-SM consortium in winning the P10B bid for the 26 hectares SRP in Cebu and eventually launching it as the South Coast City; launched the Azuela Cove in Davao; Gatewalk Central in Mandaue City; Seagrove in Mactan; and Habini Bay in Laguindingan, Misamis Oriental. From 2008 to 2014, he was the SVP and General Manager of CECI Realty, Aurora Properties, Vesta Properties, Inc of NUVALI and Vice-President, Strategic Landbank Management Group, Ayala Land, where he also led the planning and launch of the 74-hectares ARCA South in Taguig. He had joined ALI in 1994 as Operations Manager of NUVALI and started its master planning and development as the country's first and largest eco-city development built on the principles of sustainable design. After leading the launching and development of Cebu I.T. Park, he rose from Division Manager to Asst.Vice-President in the Land and Community Dev't Group of ALI from 1996 to 2004, leading the planning and launching of the developments of Ayala Westgrove Heights, Ayala Greenfield Estates, and others, until he was designated as Head of Commercial Operations of Fort Bonifacio Dev't Corp from 2004 to 2008 and was tasked to re-masterplan and manage the transformation of Bonifacio Global City. His other significant positions were as follows: Chairman of Adauge Commercial Corp., Central Block Developers, Inc. and Amaia Southern Properties, Inc.; Chairman and President of North Point Estate Association, Inc., Asian I-Office Properties, Inc., Cebu Leisure Company, Inc., Cebu Business Park Association, Inc. and Asia Town I.T. Park Association, Inc.; and Vice Chairman of Avenco South Corporation. He is the President of Aviana Development Corporation and Lagdigan Land Corporation. He was also the Vice President of Solinea, Inc., Director of Accendo Commercial Corporation, Cebu District Property Enterprise, Inc., Cagayan de Oro Gateway Corp., Taft Punta Engaño Property, Inc., and a Member of the Board of Trustee of Hero Foundation, Inc. He earned his Bachelor of Science Degree at the Philippine Military Academy in 1985, and his Master in Business Management Degree at the Asian Institute of Management in 1989.

Raquel S. Cruz, Filipino, 56, is a Vice President of ALI effective January 1, 2022. She has been with Ayala Land, Inc. group for 18 years. She currently holds the following positions: Concurrent President of Avida Land Corp., Amaia Land Corp., and Bellavita Corp., Chairman of Amicassa Process Solutions, Inc. and of Avida Sales Corp., Chairman and President of Buklod Bahayan Realty Development Corporation, and Director of San Rafael Estate Association, Inc. She holds a Bachelor of Arts degree in Economics from the University of the Philippines in 1987

Ma. Luisa D. Chiong, Filipino, 50, is currently the Controller of Ayala Land, Inc. Her other significant positions include: Chairman of AREIT Fund Managers Inc.; Director & President of Aprisa Business Process Solutions, Inc.; Director of Amaia Southern Properties, Inc., Bellavita Land Corp. and North Triangle Depot Commercial Corporation; Treasurer of Ayala Land Sales Inc., Ayala Land International Sales Inc. and Avida Sales Corp.; She completed the academic requirements for a Master in Business Administration degree from De La Salle University in 1998 and obtained her Bachelor of Science in Commerce Major in Accounting degree from the same university in 1991. She is a Certified Public Accountant, garnering 5th place in the May 1992 CPA Board Examinations and is a member of the Philippine Institute of Certified Public Accountants (PICPA).

Dindo R. Fernando, Filipino, 54, has been Vice President of ALI since April 2017. He currently heads the company's External Affairs Division. Moreover, he is the Treasurer of Anvaya Beach and Nature Club, Board Member of the Makati Parking Authority, Vice President of the Laguna Chamber of Commerce and Industry, Corporate Secretary of Santa Rosa (Laguna) Business Club, Board Member of the Calamba City Business Club and Secretary of Avida Towers Makati West Condominium Corporation. Prior to joining ALI, he was Head of Political Research at the Makati Business Club where he oversaw congressional research, analysis and publication. He graduated with a degree in AB Political Science from the Lyceum of the Philippines in 1989.

Rufino Hermann S. Gutierrez, Filipino, 49, is a Vice President of ALI effective January 1, 2020, and is currently the Chief Operating Officer Alveo Land Corp. He is concurrently President of Alveo Federal Land Communities, Inc. and Solinea, Inc. Furthermore, he is currently the Vice Chairman of Ayala Land International Sales, Inc. and a Director of Amicassa Process Solutions, Inc. He is also part of Portico Land Corp.'s Executive Committee. In his almost 20 years in the company, he has handled and led various functions in residential, commercial, office and leisure development, such as project development, business development, sales, marketing and human resources management. He graduated from the De La Salle University with a degree in BS Industrial Engineering with minor in Mechanical Engineering in 1994 and completed his MBA from the Asian Institute of Management in 2000. He completed the Advanced Management Program from the National University of Singapore in 2016. He is also a licensed Real Estate Broker.

Javier D. Hernandez, Filipino, 53, has been Vice President of ALI since April 2017. He is now the President & CEO of AyalaLand Hotels & Resorts Corporation concurrent to his present role as President of the Ten Knots Group - Ten Knots Philippines, Inc., Bacuit Bay Development Corporation, Ecoholdings Company, Inc., Regent Horizons Conservation Company, Inc., Lio Tourism Estate Management Corp., Ten Knots Development Corp., Chirica Resorts Corporation, Pangulasian Island Resort Corp., Lio Resort Ventures, Inc., North Liberty Resort Ventures, Inc. and Paragua Eco-Resort Ventures, Inc.. He is responsible for the overall management of all Seda properties, El Nido Resorts and LIO Estate in El Nido, Palawan. President and Chief Executive Officer of Sicogon Island Tourism Estate Corp.; The Director and Treasurer of El Nido Foundation; Director of Alabang Commercial Corporation. A Board Member of Airswift Airlines Philippines and Chief Executive Officer for Turista.ph. He has worked for Ayala[7] Land for 29 years, spending seven years with Ayala Malls, four years with the Sales and Marketing Group, thereafter rejoining Ayala Malls for another 13 years before transferring to AyalaLand Hotels and Resorts mid-2016. He graduated with a Bachelors Degree in Business Administration from the San Francisco State University. .

Joseph Carmichael Z. **Jugo**, Filipino, 48, is a Vice President of Ayala Land, Inc. He is concurrently President & Director of Ayalaland Premier, Inc., Alveo Land Corp., BGWest Properties Inc., and BGSouth Properties, Inc.; Chairman & President of Roxas Land Corp., OLC Development Corp., Southportal Properties, Inc.; Garden Towers Condo Corp., & Serendra, Inc.; Chairman of Ayala Hotels Inc., Ayala Land Sales, Inc., Ayala Land Club Management, Inc., Collines Du Capitole Clubholdings, Inc., Verde Golf Development Corp., Anvaya Environmental Foundation, Inc.; President of Ayala Tagle Properties, Inc.; President & Chief Executive Officer of Ayala Greenfield Development Corp., Ayala Greenfield Golf & Leisure Club, Inc.; President of Anvaya Cove Golf & Sports Club, Inc.; Vice President of Anvaya Cove Beach & Nature Club, Inc.; Director of Amicassa Process Solutions, Inc.; Ayala Center Estate Association, and Algofil Inc. In his 20 years in the company, he has been a part of and handled various business lines including business development for the retail and malls group, project development for the residential business group, project development for the leisure group and sales for the local and international markets. He graduated from the Ateneo de Manila with a degree in Management Economics in 1997 and completed his MBM from the Asian Institute of Management (with Distinction) in 2002. He attended the International Graduate Student Exchange Program at the Tuck School of Business, Dartmouth College in 2002 and completed the INSEAD Asian International Executive Programme (AIEP) in 2015.

Stephanie J. Lingad, Filipino, 53, is a Vice President of ALI. She has been with Ayala Land, Inc. group for 19 years. She is currently the Chief Operating Officer of Amaia Land Corp., and a Director of Amaia Land Corp and Amaia Southern Properties, Inc. Previously, she was the Head of Project Strategic Management Group of Amaia Land and was Division Manager at the Strategic Landbank Management Group and Corporate Planning Group of Ayala Land, Inc. She obtained a Bachelor of Science degree in Management (Honors) from the Ateneo de Manila University in 1991 and a Masters in Business Administration degree from the Wharton School of the University of Pennsylvania in 1997

Ma. Divina Y. Lopez, Filipino, 51, was a Vice President of ALI from January 2021 to December 31, 2022. She has been the Chief Finance Officer of the Estates Group since January 2021. Prior to this, she was Chief Audit Executive of ALI. She also served as President of Amicassa Process Solutions, Inc. and Chief Finance Officer of the Residential Business Group of ALI. Her other current significant positions are: Director, Treasurer, and Chief Finance and Compliance Officer of Adauge Commercial Corp. and Lagdigan Land Corp.; Director and Treasurer of Altaraza Prime Realty Corp., Amorsedia Development Corp., Arca South Integrated Terminal Inc., Ayalaland Estates, Inc., Buendia Landholdings Inc., Cebu Leisure Company Inc., Crans Montana Property Holdings Corp., Crimson Field Enterprises Inc., HLC Development Corp., and Red Creek Properties Inc.; Trustee and Treasurer of Alagang Ayalaland Foundation Inc.; Corporate Finance Officer of Aurora Properties Incorporated, CECI Realty Inc., and Vesta Property Holdings, Inc.; Treasurer, Chief Finance and Compliance Officer of Accendo Commercial Corp. and Cagayan de Oro Gateway Corp.; Treasurer and Chief Finance Officer of Taft Punta Engaño Property Inc.; Comptroller, Chief Finance and Compliance Officer of Alviera Country Club, Inc.; Chief Finance and Compliance Officer of Aviana Development Corp.; Chief Finance Officer of Cebu District Property Enterprise Inc.; Governor and Treasurer of Altaraza Town Center Estate Association Inc., Arca South Estate Association Inc., Circuit Makati Estate Association Inc., Cloverleaf Balintawak Estate Association Inc., San Rafael Estate Association Inc., and Vertis North Estate Association Inc.; Governor and Chief Finance Officer of Lakeside Evozone Association Inc.; Governor of Cebu Business Park Association Inc. and Asiatown IT Park Association Inc.; and Director of MCT Berhad. She holds a Bachelor of Science degree in Business Administration and Accountancy from the University of the Philippines and placed 11th in the CPA Board Examinations in 1993. She obtained a Master of Science degree in Computational Finance from De La Salle University in 2002.

Christopher B. Maglanoc, Filipino, 52, is a Vice President of ALI since April 2013. He is the President of Ayala Land Malls, Inc and Chairman of various companies under the Malls Group of ALI. Prior to this, he was the President of Avida Land Corporation. He was Chief Operating Officer and Head of Project and Strategic Management in Avida Land before he was elected as President of the Company on January 1, 2012. Prior to his stint in Avida in 2004, he occupied Management positions in various business units in ALI (i.e. Commercial Centers, Corporate Planning, and Alveo Land, Inc.). His other significant positions are Chairman of Avida Sales Corp.; President of Avencosouth Corp.; and Director of AmicaSSA Process Solutions, Inc., BellaVita, Blue Horizons Holdings Pte Ltd., and BGNorth Properties, Inc. He graduated from UP Los Baños with degrees in BA Sociology and BS Economics in 1990 and 1992, respectively. He finished his MBA from the Asian Institute of Management and attended the International Student Exchange Program in Copenhagen Business School in Denmark in 1997.

Michael F. Magpusao, Filipino, 49, was appointed Vice President & Operation Chief Engineer of Ayala Land, Inc. in 2019, concurrently serves as the Chief Operating Officer and Corporate Chief Engineer of Ayala Property Management Corporation (APMC) and the President of Philippine Integrated Energy Solutions, Inc. (PhilEnergy). He is also a currently Professor of the Mechanical Engineering Department at the Mapua University, a position he has held since 1996. He is also the APMC's Corporate Safety Officer, Corporate Professional Mechanical Engineer, Corporate Energy Manager. He is a Professional Mechanical Engineer since 2001, a licensed OSH Consultant as certified by the Department of Labor and Employment, Energy Manager and Energy Auditor as certified by the Department of Energy and Pollution Control Officer as certified by the Department of Environment and Natural Resources. Mr. Magpusao has over 26 years of industry experience and has held the following positions prior to his appointment: Executive Director and Head of Global Real Estate of JP Morgan Chase & Co.(Philippine Branch) from 2010 to 2016; Vice President and Corporate Realty Services Asset Manager of Citibank, N.A. (Manila Branch) from 2004 to 2010; Property Manager, Technical Support Group Manager and Project Manager of APMC from 1996 to 2004; and Operation Engineer of Procter and Gamble Philippines from 1995 to 1996. He earned his Bachelor of Science Degrees in Mechanical Engineering and Electrical Engineering both from the Mapua Institute of Technology in 1995 and 2001, respectively. He also has a Post Baccalaureate Diploma in Fire Safety Technology from the University of Makati in 2004.

Ferdie M. Mangali, Filipino, 53, is a Vice President of ALI effective January 1, 2020. He is currently Chairman of the ALI Ethics Committee. He heads the Corporate Resource and Services Group of Makati Development Corporation since May 2013 and concurrently acting as Head of Corporate Labor Relations for the Ayala Land Group. He is a member of the Board of MDC Equipment Solutions Inc. and a former member of the Board of Trustees of the Philippine Constructors Association from 2020 to 2022. He is the former Head of the Corporate Human Resources, Customer Care and Product delivery Group of Avida Land Corporation, Business Group HR Head of the Ayala Land Commercial and Residential Group, HR Head of Amicassa Process Solutions, Inc., Amaia Land Corp., and BelaVita Land Corp. Prior to ALI, he was the Employee and Labor Relations Manager of Pfizer Inc., HR Manager of Warner Lambert Inc., Business Group HR Officer of Intel Philippines and Manufacturing Plant HR Officer of Matsushita Electric Philippines Corporation (PANASONIC Philippines). He has a total of 33 years of experience in Human Resource Management, Labor Relations and Organizational Development. He graduated from Polytechnic University of the Philippines with a degree in Bachelor in Human Behavior Technology major in Clinical Psychology and finished his Master's Degree in Labor and industrial Relations from the University of the Philippines, Diliman.

Romeo T. Menpin, Jr., Filipino, 53, is a Vice President of ALI since January 2014. He is currently the Head of the Construction Methods and Solutions Group of Makati Development Corporation (MDC). He is also currently the President of MDC Equipment Solutions, Inc., MDC ConQrete, Inc. and MDC Subic, Inc. Before joining MDC, he was a Director, President and Chief Operating Officer of Ayala Property

Management Corporation (APMC) and also the President of PhilEnergy. He joined ALI in May 2008 from Kuok Group of Companies where he was a Vice President and Head of Mall Operations of Shangri-la Plaza Corporation. Prior to this, he also held various management positions from APMC and Laguna Technopark, Inc.. He graduated with a degree of Bachelor of Science in Mechanical Engineering from Mapua Institute of Technology and completed units in Masters in Business Administration from De La Salle University in 2001.

Carol T. Mills, Filipino, 49, has served as Vice President of ALI since November 2016. She is President and Chief Executive Officer of AREIT, Inc., the first Real Estate Investment Trust (REIT) listed in the Philippine Stock Exchange in August 2020. She is also the President & CEO of Ayala Land Offices, Inc., the leasing and development arm of Ayala Land Inc. with over 1.4 million square meters of leasable space and 73 buildings nationwide. Concurrently, she is Chairman and President of various Ayala Land Offices subsidiaries namely UP North Property Holdings, Inc., First Gateway Real Estate Corp., ALO Prime Realty Corp., Glensworth Development Inc., Hillsford Property Corp., and Sunnyfield E-Office Corp.; President of North Eastern Commercial Corp. and Makati Cornerstone Leasing Corp as well as Director of ALI Capital Corp., Direct Power Services, Inc. and Central Block Developers Inc. She joined ALI in 1993 and prior to her current position, she was Deputy Head of Business Development for Ayala Malls from 2008 to 2013, General Manager for Alabang Town Center from 2004 to 2008, and Operations Manager for Glorietta from 2000 to 2004. She graduated Magna Cum Laude from the University of the Philippines in 1993 with a Bachelor of Science degree in Business Administration and earned her Masters in Business Administration from the Amos Tuck School of Business, Dartmouth College in New Hampshire, USA in 1998.

June Vee D. Monteclaro-Navarro, Filipino, 51, is a Vice President, Chief Compliance Officer, Chief Legal Counsel and Assistant Corporate Secretary of Ayala Land, Inc. Concurrently, she is the Corporate Secretary of AyalaLand Logistics Holdings Corp. and the Assistant Corporate Secretary of AREIT, Inc. She is also the Corporate Secretary of Alveo Land Corp., Avida Land Corp., AKL Properties, Inc. and ALI Eton Property Development Corporation. She served as Director (management position) and Corporate Secretary of Ayala Group Legal from 2012 to 2020. She was Legal Officer at Ayala Land, Inc. from 2007 to 2012 and a Senior Associate at SyCip Salazar Hernandez & Gatmaitan prior to that. She graduated from the University of St. La Salle in Bacolod with a Bachelor of Arts Major in Economics and a Bachelor of Science in Commerce Major in Data Processing in 1993. She earned a Bachelor of Laws degree from the University of the Philippines in 1997. She finished the Program on Negotiation at Harvard Law School in 2012 and the Leadership in Corporate Counsel Executive Education at Harvard Law School in 2016.

Rodelito J. Ocampo, Filipino, 59, is a Vice President of ALI since December 2010. He is currently Makati Development Corporation's (MDC's) Head of Construction Operations Group 1 and the President of MDC BuildPlus, Inc. Before his MDC assignment, he served as Technical Services Head of Avida Land Corp. and Alveo Land Corp., wholly-owned subsidiaries of ALI, and Head of the Construction Management of ALI Residential Buildings. Prior to joining ALI, he was employed by a construction firm where he held various engineering and project management positions for a period of 10 years. He is a licensed Civil Engineer. He graduated from Mapua Institute of Technology with a degree in BS Civil Engineering in 1983. He also took Management Development Program in 2006 and Construction Management Course in 1994 at Asian Institute of Management. In 2016, he completed the Strategic Business Economics Program (SBEP) at the University of Asia and The Pacific.

Mary Grace Santos-Ontiveros, Filipino, 44, is a Digital Transformation Head and Vice President of Ayala Land, Inc. effective March 1, 2023. Ms. Santos-Ontiveros was the Head of Industry for Consumer Packaged Goods, Retail, Healthcare: Large Customers of Google Philippines, and the Global Marketing Manager, Citra Skin Care Portfolio of Unilver. She is a Board member of Internet Marketing Mobile Association of the Philippines and a Founding Member of its Digial Committee. She graduated from the Atteneo de Manila University in 2000 with a degree in BS Legal Management.

Roscoe M. Pineda, Filipino, 50, is a Vice President and an Information Technology Director at the Residential Business Group of Ayala Land, Inc. effective March 1, 2023. Mr. Pineda headed the Service Center Lead Technology of ANZ Global Services and Operations in Manila. He was the Chief Shared

Services Officer of the Asia Service Centre of Sun Life of Canada, Philippines, and was the Head of Systems, Quality Management, Global Migration of CHARTIS Technology and Operations Management Corp. – AIG Shares Services. He is a member of the Board of Trustees of Global In-house Centers Council of the Philippines, a Certified Project Management Profession of PMI.org, and a company delegate and representative in IT & Business Process Association of the Philippines and Contact Center Association of the Philippines. Mr. Pineda has a Bachelors Degree in Mathematics, Major in Computer Science from the University of Santo Tomas.

Jose C. Platero, Jr., Filipino, 56, is the Head of Corporate Finance and Procurement Group of Makati Development Corporation. He was appointed as Vice President of Ayala Land in November 2022, effective January 2023. He is the Director of MDC Conqrete, Inc. and MDC Equipment Solutions, Inc.; Director, Treasurer and Chief Finance Officer of Makati Development Corporation and MDC Buildplus, Inc.; and Director and Treasurer of Amaia Southern Properties, Inc. and MDBI Construction Corp. He obtained a Bachelor of Science degree in Business Administration Major in Accounting from Philippine School of Business Administration in 1988.

Alfonso Javier D. Reyes, Filipino, 53, is the Chief Operating Officer of Fort Bonifacio Development Corporation. He was appointed as Vice President of Ayala Land in November 2022, effective January 2023. He is the President of ALI Capital Corporation, and the Chairman, President and Chief Executive Officer of DirectPower Services, Inc. and Airswift Transport, Inc.; Director and President of WhiteKnight Holdings, Inc. and AyalaLand Medical Facilities Leasing, Inc.; Director of Bonifacio Water Corporation, Bonifacio Transport Corporation, Bonifacio Gas Corporation, Bonifacio Estate Services Corporation, Crescent West Development Corporation, Capital Consortium, Inc., SIAL CVS Retailers, Inc. and SIAL Specialty Retailers, Inc.; and Trustee of Bonifacio Global City Estate Association, Inc. and President and Trustee of Fort Bonifacio Development Foundation, Inc. He graduated cum laude from the University of the Philippines with BS Industrial Engineering degree in 1992 and a Masters in Finance degree from London Business School in 2000.

May P. Rodriguez, Filipino, 51, has been with Ayala Land, Inc. group for 28 years. She was appointed as Vice President of Ayala Land in November 2022, effective January 2023. She is currently the Director and President of Amicassa Process Solutions, Inc. and a Director and Chief Operating Officer of Bellavita Land Corp. She obtained a Bachelor of Science degree in Business Administration and Accountancy from University of the Philippines, Diliman in 1993 and a Masters in Computational Finance degree from De La Salle University in 2003. Ms. Rodriguez is a Certified Public Accountant.

Maphilindo S. Tandoc, 59, is currently Ayala Land's Assistant Vice President and Chief Risk Officer under the office of the Chief Finance Officer. He started his career as a registered mechanical engineer and was first engaged in the contracting industry in 1986 at Koldwinds Systems Inc. (KSI), a company specializing in industrial heating, ventilating, air-conditioning and refrigerating (HVACR) systems where he handled installation, retrofit and maintenance projects. He joined PLDT Co., in 1989 as a Safety Engineer and eventually managed PLDT's Corporate Safety, Security and Environmental Management Divisions. In 2000, he was promoted as corporate Risk Manager, a role he performed up to 2004. From 2004 to 2006, he worked for Asian Terminals, Inc. (ATI), then P&O Ports Australian subsidiary, as Risk and Insurance Management Officer. In March 2006 joined Ayala Land, Inc. (ALI) as the company's Risk Insurance Manager. He was promoted in 2012 to be the Company's Chief Risk Officer (CRO) managing enterprise-wide risk management programs. He functionally reports directly to the company's Board Risk Oversight Committee and administratively reports to the company's Chief Finance Officer. Aside from handling enterprise-wide risk management programs, he is also managing on concurrent basis the company's vast portfolio of insurance programs and is designated as the corporate Safety Officer of the company. He is a DOLE accredited occupational safety and health consultant and was one of the founding members of the Association of Safety Practitioners of the Phils., Inc. (ASPPI) in 1999 where he eventually became the Chairman until he exited in 2008. He is currently a Board Director of the Safety Organization of the Phils., Inc. (SOPI) and CRO of both ALI and AREIT.

Darwin L. Salipsip, Filipino, 50, is a Vice President of ALI and is currently the Head of Construction Operations Group 3 of Makati Development Corporation (MDC). He is concurrently a Vice President and member of the Management Committee of MDC. He is likewise the President of MDBI, a joint venture partnership between MDC and Bouygues Batiment International (BBI). In his more than 20 years with the Company, he has been part of the various business lines of residential and commercial businesses as Construction Management Manager. Prior to his current role, he served as MDC's Construction Management Group Head and Commercial Group Head. He graduated with honors (cum laude) from the University of the Philippines with a Bachelor's degree in Civil Engineering in 1993 and completed his Masters of Engineering from Massachusetts Institute of Technology in 1997. He is a licensed Civil Engineer, ranked Top 2 when he took the National Licensure Examination for Civil Engineers.

Maria Clavel G. Tongco, Filipino, 55, is the Head of Ayala Malls Operations Group.She was appointed as Vice President of Ayala Land in November 2022, effective January 2023. Her other significant positions are: Director of South Innovative Theater Management Inc., Station Square East Commercial Corp., North Triangle Depot Commercial Corp., Lagoon Development Corporation, North Beacon Commercial Corporation, Subic Bay Town Center Inc., Cavite Commercial Towncenter Inc., North Ventures Commercial Corp., Soltea Commercial Corp., Arvo Commercial Corporation, Primavera Towncentre Inc., Capitol Central Commercial Ventures Corp., North Eastern Commercial Corp. and AyalaLand Malls Vismin, Inc.. She holds a Bachelor of Science degree in Commerce Major in Accounting at University of San Jose Recoletos in 1986. Ms. Tongco is a Certified Public Accountant.

Jennylle S. Tupaz, Filipino, 49, is Vice President of ALI and Senior Estates Development Head. Prior to this post, she was the President of Ayala Land Malls, Inc. Before joining the commercial business of ALI in 2018, she was involved in the residential development business for over 21 years. She was president of Alveo Land Corp. where she spent 11 years leading project development. She held earlier positions in Avida and the then Leisure & Lifestyle Communities Group of ALI. Currently, she is Director and President of Lagdigan Land Corporation; Director and General Manager of Accendo Commercial Corp. and Cagayan De Oro Gateway Corp.; General Manager of Aviana Development Corporation; Director of Taft Punta Engaño Property Inc.; Director of the Alviera Country Club, Inc.; Trustee, Vice Chairman and Vice President of Abreeza Central Estate Association, Inc.; Chairman of the Cebu Business Park and Cebu IT Park Estate Associations; and President of San Rafael Estates Association, Inc.. She is also a member of the Board of Trustees of Miriam College. She holds a Bachelor of Science degree in Statistics from the University of the Philippines, and a Master's Degree in Business Administration from the University of Chicago Booth School of Business.

Richard T. Yap, Filipino, 54, is a Vice President of ALI effective January 1, 2022. He has been with Ayala Land, Inc. group for 29 years. He is the Group Head of Construction Management, a member of the Management Committee of Makati Development Corporation, and a director of MDC Buildplus, Inc. He holds a Bachelor of Science degree in Civil Engineering at the University of the Philippines in 1990 and obtained a Master's Degree in Business Administration from De La Salle University in 1997.

Annabeth R. Bernardo, Filipino, 40, has served as the Chief Audit Executive of ALI since January 2021. Prior to this position she was the Head of Control & Analysis handling management reports and financial analyses of Makati Development Corporation (MDC), a wholly-owned subsidiary of ALI. She also served as its Head of Internal Audit and as Chief Finance Officer of one of MDC's Construction Divisions. She was the Internal Audit Manager of ALI prior to her secondment to MDC. She is a Certified Public Accountant (CPA), Certified Internal Auditor (CIA), Certification in Control Self-Assessment (CCSA) holder, and a member of the Institute of Internal Auditors Philippines (IIAP). She holds a Bachelor of Science degree in Business Administration and Accountancy, Cum Laude, from the University of the Philippines and was awarded with the Certificate of Honor for being part of the Top 25 successful CIA examinees worldwide back in 2007.

Solomon M. Hermosura, Filipino, 60, has served as the Corporate Secretary of the Company since April 2011 and the Group General Counsel of the Company since April 2014. He is a Senior Managing Director and the Group Head of Corporate Governance, Chief Legal Officer, Corporate Secretary, Compliance Officer and Data Protection Officer of Ayala Corporation. He has been a member of the Ayala Corporation Management Committee since 2009 and the Ayala Group Management Committee since 2010. He also serves as Corporate Secretary of Globe, Integrated Micro-Electronics, Inc., ACEN

Corporation, AREIT, Inc. and Ayala Foundation, Inc., and as Corporate Secretary and member of the Boards of Directors of a number of companies in the Ayala Group. Mr. Hermosura is currently a member of the faculty of the College of Law of San Beda University. He graduated valedictorian with Bachelor of Laws degree from San Beda College in 1986 and placed third in the 1986 Bar Examinations.

<u>Significant Employees</u>

The Company considers its human resources working as a team as a key element for its continued success. But the Company has no employee who is not an executive officer and who is expected to make individually on his own a significant contribution to the business.

<u>Family Relationships</u>

Mariana Beatriz Zobel de Ayala, director, is daughter of Jaime Augusto Zobel de Ayala, the Chairman. Except for the foregoing, there are no known family relationships between the current members of the Board and key officers.

<u>Involvement in Certain Legal Proceedings (over the past 5 years)</u>

None of the Directors or Executive Officers is involved in any material pending legal proceedings in any court or administrative agency of the government.

a. None of them has been involved in any bankruptcy petition.

b. None of them has been convicted by final judgment in a criminal proceeding or being subject to a pending criminal proceeding, both domestic and foreign.

c. None of them has been subject to any order, judgment or decree of any court of competent jurisdiction (domestic or foreign) permanently or temporarily enjoining, barring, suspending or otherwise limiting their involvement in any type of business, securities, commodities or banking activities.

d. None of them has been found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self regulatory organization, to have violated a securities or commodities law or regulation.

Item 10. Executive Compensation

Directors and Executive Officers

<u>Directors</u>. Article IV, Section 12 of the By-Laws provides:

> “Section 12 – Each director of the Corporation shall be entitled to receive from the Corporation, pursuant to a resolution of the Board of Directors, fees and other compensation for his services as Director. In no case shall the total yearly compensation of directors exceed one percent (1%) of the net income before income tax of the Corporation during the preceding year. *(Old Sections 12 to 15 transferred to Article VI; Old Section 17 renumbered as Section 12, as amended 26 November 2020.)*
>
> The Personnel and Compensation Committee of the Board of Directors shall have the responsibility for recommending to the Board of Directors the fees and other compensation for Directors. In discharging this duty, the committee shall be guided by the objective of ensuring that the level of compensation should fairly pay Directors for work required in a company of the

Corporation’s size and scope. No Director shall be involved in deciding his own remuneration during his incumbent term. *(As amended 26 November 2020.)”*

i. **Standard Arrangement (Current Compensation)**

During the 2011 annual stockholders’ meeting, the stockholders approved a resolution fixing the current remuneration of non-executive directors as follows:

Retainer Fee	₱ 1,000,000.00
Board Meeting Fee per meeting attended	₱ 200,000.00
Committee Meeting Fee per meeting attended	₱ 100,000.00

Directors who hold executive or management positions do not receive directors’ fees.

ii. **Other Arrangement**

None of the non-executive directors has been engaged and compensated by the Company for services other than those provided as a director.

The Company has no other arrangement with regard to the remuneration of its non-executive directors aside from the compensation received as herein stated.

In 2022, the non-executive directors and independent directors of the Company received remuneration, inclusive of tax, as follows:

Director	Total Remuneration in 2022
Fernando Zobel de Ayala	2,200,000.00
Jaime Augusto Zobel de Ayala*	3,400,000.00
Antonino T. Aquino	3,900,000.00
Arturo G. Corpuz	3,000,000.00
Cesar V. Purisima	4,400,000.00
Rex Ma. A. Mendoza	3,700,000.00
Rizalina G. Mantaring	3,800,000.00
Sherisa P. Nuesa	4,000,000.00
Mariana Beatriz Zobel de Ayala**	600,000.00
Total	**29,000,000.00**

Officers.

The Company adopts a performance-based compensation scheme. The total annual compensation of the President and top four (4) highly compensated executives amounted to P205.5 million in 2021 and 228.9 million in 2022. The projected total annual compensation for the current year is P250.0 million.

Total compensation paid to all senior personnel from Manager and up amounted to P910.6million in 2021 and P1,021.0 million in 2022. The projected total annual compensation for the current year is P1,040 million.

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Name and Principal Position	Year	Salary	Other Variable Pay
Bernard Vincent O. Dy* President & CEO Anna Ma. Margarita Bautista Dy Executive Vice President Dante M. Abando Senior Vice President Augusto D. Bengzon Senior Vice President Jose Emmanuel H. Jalandoni Senior Vice President			
CEO & Most Highly Compensated Executive Officers	Actual 2021	₱140.9M	**P64.6M
	Actual 2022	₱149.7M	**P79.2M
	Projected 2023	₱162.0M	**P88.0M
All other officers*** as a group unnamed	Actual 2021	P735.7M	**P174.9M
	Actual 2022	₱746.1M	**P274.9M
	Projected 2023	₱750.0M	**P290.0M

** Compensation includes full year effect of CEO and market adjustments to selected officers for retention purposes.*
*** Exclusive of Stock Option exercise. *** Managers and up.*

The total annual compensation paid to all senior personnel from Manager and up was all paid in cash.

The total annual compensation includes the basic salary and other variable pay (guaranteed bonus and performance bonus).

The Company has no other arrangement with regard to the remuneration of its existing directors and officers aside from the compensation received as herein stated.

Each executive officer executed an employment contract with the Company for an indefinite period (the terms and conditions of which are in accordance with existing laws) and is entitled to receive retirement benefits in accordance with the terms and conditions of the Company's BIR-registered Employees' Retirement Fund. There is no plan or arrangement by which the Executive Officers will receive from the Company any form of compensation in case of a change-in-control of the Company or change in the officers' responsibilities following such change-in-control.

Options Outstanding

Since 1998, the Company has offered its officers options to acquire common shares under its executive stock option plan (ESOP).

There has been no ESOP shares available since end-December 2015.

Item 11. Security Ownership of Certain Record and Beneficial Owners and Management

(a) Security Ownership of Record and Beneficial Owners of more than 5% as of February 28, 2022:

Title of Class	**Name, Address of Record Owner and Relationship with Issuer**	**Name of Beneficial Owner and Relationship with Record Owner**	**Citizenship**	**No. of Shares Held**	**Percent** (of total outstanding shares)
Common Preferred	Ayala Corporation[2] 32/F to 35/F, Tower One and Exchange Plaza Ayala Triangle Ayala Ave., Makati City	Ayala Corporation[3]	Filipino	7,622,336,690 12,163,180,640	71.9428%
Common	PCD Nominee Corporation (Non-Filipino)[4] G/F MSE Bldg. Ayala Ave., Makati City	PCD participants acting for themselves or for their customers[5]	Various Non-Filipino	3,908,193,782	14.2107%
Common	PCD Nominee Corporation (Filipino)[4] G/F MSE Bldg. Ayala Ave., Makati City	PCD participants acting for themselves or for their customers[5]	Filipino	3,179,560,135	11.5613%

(b) Security Ownership of Directors and Management (Executive Officers) as of January 31, 2023.

Title of Class	**Name of Beneficial Owner**	**Amount and Nature of Beneficial Ownership**	**Citizenship**	**Percent** (of total outstanding shares)
Directors				
Common	Jaime Augusto Zobel de Ayala[8]	(direct & indirect) 63,656	Filipino	0.0002%
Common	Bernard Vincent O. Dy	(direct & indirect) 19,255,637	Filipino	0.0700%
Common	Antonino T. Aquino	(direct & indirect) 20,305,226	Filipino	0.0738%
Common	Arturo G. Corpuz	(direct & indirect) 5,843,711	Filipino	0.0212%
Common	Mariana Zobel de Ayala	(direct) 1	Filipino	0.0000%
Common	Rizalina G. Mantaring	(direct & indirect) 39,401	Filipino	0.0001%
Common	Rex Ma. A. Mendoza	(direct & indirect) 3,932,821	Filipino	0.0143%
Common	Sherisa P. Nuesa	(direct & indirect) 3,998,509	Filipino	0.0145%
Common	Cesar V. Purisima	(direct) 1	Filipino	0.0000%
CEO and Most Highly Compensated Executive Officers				
Common	Bernard Vincent O. Dy	Same as above	Filipino	0.0700%
Common	Anna Ma. Margarita Bautista Dy	(direct & indirect) 8,019,710	Filipino	0.0292%
Common	Dante M. Abando	(direct & indirect) 6,836,969	Filipino	0.0249%
Common	Augusto D. Bengzon	(indirect) 4,077,699	Filipino	0.0148%
0.0313% Common	Jose Emmanuel H. Jalandoni	(direct & indirect) 8,615,554	Filipino	0.0292%
Other Executive Officers				
Common	Lyle A. Abadia	(direct & indirect) 1,222,915	Filipino	0.0044%
Common	Amelia Ann T. Alipao	(indirect) 1,910,690	Filipino	0.0069%
0.0063%	Aniceto V. Bisnar, Jr.	(indirect) 1,743,069	Filipino	0.0033%

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[2] Ayala Corporation ("AC") is the parent of the Company.
[3] Under the By-Laws of AC and the Revised Corporation Code, the AC Board has the power to decide how AC's shares are to be voted.
[4] PCD is not related to the Company.
[5] Each beneficial owner of shares through a PCD participant is the beneficial owner to the extent of the number of shares in his account with the PCD participant. The beneficial owner, with certification of ownership of shares from the PCD Participant, has the power to vote *in absentia* or through the Chairman of the meeting as proxy. Out of the 7,533,256,116 common shares registered in the name of PCD Nominee Corporation, 1,625,811,067 or 5.8352% of the voting stock is for the account of Standard Chartered Bank (SCB). The Company did not receive any report from SCB or any of its customers stating that they beneficially own more than 5% of the Company's common shares.

Common				
Common	Ma. Luisa D. Chiong	(direct & indirect) 921,109	Filipino	0.0021%
Common	Raquel S. Cruz	(indirect) 568,139	Filipino	0.0042%
Common	Dindo R. Fernando	(indirect) 1,146,592	Filipino	0.0044%
Common	Rufino Hermann S. Gutierrez	(indirect) 877,475	Filipino	0.0032%
Common	Javier D. Hernandez	(indirect) 777,691	Filipino	0.0028%
Common	Joseph Carmichael Z. Jugo	(indirect) 1,137,255	Filipino	0.0041%
Common	Laurent P. Lamasuta	(indirect) 3,918,690	Filipino	0.0142%
Voting Preferred		(direct) 1,977,234		0.0072%
Common	Robert S. Lao	(indirect) 2,750,414	Filipino	0.0100%
Common	Stephanie J. Lingad	(indirect) 909,767	Filipino	0.0033%
Common	Ma Divina Y. Lopez	(direct & indirect) 639,776	Filipino	0.0023%
Common	Christopher B. Maglanoc	(direct & indirect) 1,406,561	Filipino	0.0051%
Common	Michael F. Magpusao	(indirect) 571,687	Filipino	0.0021%
Common	Ferdie M. Mangali	(indirect) 1,135,009	Filipino	0.0041%
Common	Romeo T. Menpin	(indirect) 743,510	Filipino	0.0027%
Common	Carol T. Mills	(indirect) 978,605	Filipino	0.0036%
Common	June Vee D. Monteclaro-Navarro	(indirect) 542,270	Filipino	0.0020%
Voting Preferred		(direct) 180,218		0.0007%
Common	Rodelito J. Ocampo	(indirect) 2,649,752	Filipino	0.0096%
0.0034% Common	Darwin L. Salipsip	(indirect) 924,326	Filipino	0.0049%
0.0024% Common	Jennylle S. Tupaz	(indirect) 1,356,551	Filipino	0.0015%
Common	Richard T. Yap	(direct & indirect) 657,228	Filipino	0.0020%
Common	Jose C. Platero, Jr.	(indirect) 412,121	Filipino	0.0009%
Common	Alfonso Javier D. Reyes	(indirect) 537,959	Filipino	0.0096%
Common	May P. Rodriguez	(indirect) 258,927	Filipino	0.0034%
Common	Ma. Clavel G. Tongco	(direct & indirect) 556,887	Filipino	0.0020%
Common	Annabeth R. Bernardo	(indirect) 93,331	Filipino	0.0003%
Common	Maphilindo S. Tandoc	(indirect) 368,528	Filipino	0.0013%
Common	Solomon M. Hermosura	(direct) 871	Filipino	0.0000%
Preferred		(direct) 480		0.0000%
All Directors and Officers as a group		**114,866,532**		**0.04177%**

None of the members of the Company's directors and management owns 2.0% or more of the outstanding capital stock of the Company.

(c) Voting Trust Holders of 5% or more

The Company knows of no persons holding more than 5% of common shares under a voting trust or similar agreement.

(d) Changes in Control

No change of control in the Company has occurred since the beginning of its last fiscal year.

Item 12. Certain Relationships and Related Transactions

Related Party Transactions

The Company and its subsidiaries (the "Group"), in their regular conduct of business, have entered into transactions with associates and other related parties principally consisting of advances and reimbursement of expenses, purchase and sale of real estate properties, construction contracts, and development, management, underwriting, marketing, leasing and administrative service agreements. Sales and purchases of goods and services to and from related parties are made on an arm's length basis and at current market prices at the time of the transactions. Material related party transactions are reviewed and approved by the Related Party Transactions Review Committee and approved by the Board of Directors in accordance with the Company's Related Party Transactions Policy.

However, no other transaction, without proper disclosure, was undertaken by the Group in which any director or executive officer, any nominee for election as director, any beneficial owner of more than 5% of the Company's outstanding shares (direct or indirect) or any member of his immediate family was involved or had a direct or indirect material interest.

ALI directors and employees are required to promptly disclose any business and family-related transactions with the Company to ensure that potential conflicts of interest are surfaced and brought to the attention of management. None of the Company's directors have entered into self-dealing and related party transactions with or involving the Company in 2022.

The table below sets out principal ongoing transactions of the Company with related parties as of end December 31, 2022. Additional information on Ayala Land's Related Party Transactions can be found on Note 25 of the Audited Financial Statements.

RELATED PARTY	**NATURE OF TRANSACTION**	**AMOUNT** (In Php Thousands)	**RELATIONSHIP**
Bank of the Philippine Islands	Regular Deposit & Money Market placements	6,499,311	Associate of Ayala Corporation
Bank of the Philippine Islands	Regular Short & Long-term borrowings	6,259,237	Associate of Ayala Corporation

RELATED PARTY RECEIVABLES	**NATURE OF TRANSACTION**	**AMOUNT** (In Php Thousands)	**RELATIONSHIP**
ALI ETON Property Development Corporation	Mainly from Alveo Land Corp.'s land sale and Makati Development Corporation's (MDC's) construction contracts of Park Links.	2,686,086	ALI-Associate
Fort Bonifacio Development Corp.	Ayala Property Management Corporation's Property Management Fees and MDC's various construction projects in Bonifacio Global City.	587,745	ALI-Associate
Rize-Ayalaland (Kingsway) GP, Inc	Advances to limited partnership	733,070	ALI-Associate
Globe Telecom, Inc.	Regular retail lease of spaces	213,324	Associate of Ayala Corporation
Bank of the Philippine Islands	Regular lease of spaces	389,057	Associate of Ayala Corporation
Manila Water Philippine Ventures, Inc. (MWPVI)	Various agreements between MDC & MWPVI projects for the construction of the sewer systems.	345,760	Associate of Ayala Corporation
Manila Water Company, Inc.	MDC's project on the design & build of the Calawis Water Treatment Plant in Antipolo. The project started on March 01, 2021 and expected to be completed by the first quarter of 2023.	223,075	Associate of Ayala Corporation
Panay Medical Ventures Inc.	Agreement on Advances	82,577	Associate of Ayala Corporation

RELATED PARTY PAYABLES	NATURE OF TRANSACTION	AMOUNT (In Php Thousands)	RELATIONSHIP
Ayala Corporation	Regular lease of office spaces	151,143	Parent Company
Bonifacio Land Corp.	Related to management fees for joint venture projects with Bonifacio Land Corporation (BLC)	212,696	ALI-Associate
Globe Telecom, Inc.	Regular Mobile/Telephone-related expenses	10,800	Associate of Ayala Corporation
Manila Water Philippine Ventures, Inc.	Memorandum of Agreement between the Parent Company and Manila Water Philippine Ventures, Inc., a wholly owned subsidiary of Manila Water Company, Inc., relating to the waterworks of various ALI projects .	20,814	Associate of Ayala Corporation
Manila Water Company, Inc.	Regular water charges	29,861	Associate of Ayala Corporation

Property-for-share swap between Ayala Corporation and Ayala Land, Inc.

On January 19, 2022, the Related Party Transactions Review Committee of the Company, approved and endorsed the subscription of Ayala Corporation (AC) and Mermac, Inc. (Mermac) to 309,597,711 and 1,982,289 primary common shares of ALI, respectively, in exchange for the transfer to the Company of identified assets valued at P17,386,164,000.00 under a property-for-share swap transaction at a final transaction price of 55.80 per share (ALI Asset-for-Share Swap Transaction"), as validated by the third-party Fairness Opinion issued by FTI Consulting Philippines, Inc., an independent fairness opinion provider accredited by both the SEC and PSE. The Board of Directors of the Company, by unanimous vote likewise approved the transaction on January 20, 2022.

Under the ALI Asset-for-Share Swap Transaction, AC and Mermac shall transfer to the Company the following properties valued at Seventeen Billion Three Hundred Eighty-Six Million One Hundred Sixty Four Thousand Pesos (₱17,386,164,000.00):

Asset	Registered Owner	Transaction Value (in Php)
50% ownership in Ayala Hotels, Inc. (Owner of the Manila Peninsula property and ALI partner in Ayalaland Premier's Park Central Towers Project)	AC	13,198,623,695.00
100% ownership in Darong Agricultural and Development Corp (an operating company with land assets)	AC	1,722,601,620.00
Office units and parking slots at Tower One 32nd to 35th floors (One floor is 62.65% owned by AC, 37.35% Mermac)	AC and Mermac	1,283,128,273.80 110,611,726.20
Honda Pasig Property	AC	993,135,000.00
Calauan Property	AC	78,063,685.00
Total		**P17,386,164,000.00**

The properties to be infused have been appraised by Cuervo Appraisers, Inc. (Cuervo). The Assets will be used as AC and Mermac's payment for the total 311,580,000 primary common shares of the Company. A copy of the Fairness Opinion and the Valuation Reports may be accessed through the link https://ir.ayalaland.com.ph/wp-content/uploads/2022/04/AC-ALI-Property-for-Share-Swap-Fairness-Opinion-Appraisal-and-Valuation-Reports.pdf

The primary common shares to be issued by the Company to AC and Mermac will come from the unissued shares in the 1-Billion Common Shares Carve Out approved by ALI shareholders in 2014. The said shares are not subject to pre-emptive rights and do not require stockholders' approval under the Seventh Article of the Articles of Incorporation of Ayala Land, Inc. The exchange of shares for the Assets will qualify as a tax-free exchange under Section 40(C)(2) of the Tax Code, as amended, which provides:

> (2) Exception. - * * *
>
> No gain or loss shall also be recognized on a corporation or on its stock or securities if such corporation is a party to a reorganization and exchanges property in pursuance to a plan of reorganization solely for stock or securities in another corporation that is a party to the reorganization. A reorganization is defined as: XXX
>
> No gain or loss shall also be recognized if property is transferred to a corporation by a person alone or together with others, not exceeding four (4) persons, in exchange for stock or unit of participation in such a corporation of which as a result of such exchange the transferor or transferors, collectively, gains or maintains control of said corporation: Provided, That stocks issued for services shall not be considered as issued in return for property. XXX"

Section 40 (C) (2) of the Tax Code, as amended, has been interpreted by the Supreme Court in the case of Commissioner of Internal Revenue vs. Filinvest Development Corporation (G.R. No. 167689, 9 July 2011), to mean that a tax-free exchange applies when the controlling person gains "further control" or transfers where the exchanger already has control of the corporation at the time of the exchange. Even prior to the Transaction, AC (directly) and Mermac (indirectly) already have control of ALI.

The Company executed the Deed of Exchange on January 31, 2022 and filed the application for confirmation of the valuation of the properties which will be the consideration for its original issuance of shares, with the SEC on February 3, 2022. After SEC approves the Transaction, applications for Certificates Authorizing Registration (CAR) to be issued by BIR will be made. The Company shall likewise apply for the additional listing of shares with the Exchange upon CAR issuance.

On January 12, 2023, Ayala Land, Inc. ("ALI"), Ayala Corporation ("AC"), and Mermac, Inc. received the Securities and Exchange Commission's approval of the property-for-share swap. With the receipt of the approval, the closing condition for the transaction has been met and the parties have closed the transaction.

Property-for-share swap between Ayala Land, Inc. and AREIT, Inc.

On March 9, 2022, the Related Party Transactions Review Committee of the Company, approved and endorsed the subscription of ALI to 252,136,383 primary common shares of AREIT, Inc. in exchange for the transfer to AREIT, Inc. of identified key commercial properties valued at P11,257,889,535.91 under a property-for-share swap transaction at a final transaction price of P44.65 per share ("AREIT Property-for-Share Swap Transaction"), as validated by the third-party Fairness Opinion issued by Isla Lipana & Co. ("Isla Lipana"), an independent fairness opinion provider accredited by both the SEC and PSE. The Executive Committee of the Company, by unanimous vote likewise approved the transaction on even date. A copy of the Fairness Opinion and the Valuation Reports may be accessed through the link https://ir.ayalaland.com.ph/wp-content/uploads/2022/03/ALI-AREIT-Fairness-Opinion-and-Valuation-Report.pdf.

Under the AREIT Property-for-Share Swap Transaction, the Company shall transfer to AREIT, Inc. the following properties valued at Eleven Billion Two Hundred Fifty-Seven Million Eight Hundred Eighty-Nine Thousand Five Hundred Thirty-Five and 91/100 Pesos (₱11,257,889,535.91):

Property	**Registered Owner**	**Transaction Value (in Php)**
eBloc 1	Ayala Land, Inc.	2,120,348,829.91
eBloc 2	Ayala Land, Inc.	2,659,373,160.10
eBloc 3	Ayala Land, Inc.	1,384,962,336.23
eBloc 4	Ayala Land, Inc.	1,748,801,500.40
ACC Tower	Ayala Land, Inc.	2,185,801,355.37
Tech Tower	Ayala Land, Inc.	1,158,602,353.92
Total		**11,257,889,535.91**

The properties to be infused have been evaluated by AREIT Fund Managers, Inc., and have been appraised by Asian Appraisal Company, Inc. ("Asian Appraisal"). The Properties will be used as the Company's payment for the 252,136,383 primary common shares of AREIT, Inc.

The AREIT Property-for-Share Swap is subject to the approval of AREIT, Inc.'s stockholders at its annual stockholders' meeting on April 21, 2022. The exchange of shares for the Properties will qualify as a tax-free exchange under Section 40(C)(2) of the Tax Code, as amended, which provides:

> (2) Exception. - * * *
>
> No gain or loss shall also be recognized on a corporation or on its stock or securities if such corporation is a party to a reorganization and exchanges property in pursuance to a plan of reorganization solely for stock or securities in another corporation that is a party to the reorganization. A reorganization is defined as: XXX
>
> No gain or loss shall also be recognized if property is transferred to a corporation by a person alone or together with others, not exceeding four (4) persons, in exchange for stock or unit of participation in such a corporation of which as a result of such exchange the transferor or transferors, collectively, gains or maintains control of said corporation: Provided, That stocks issued for services shall not be considered as issued in return for property. XXX"

Section 40 (C) (2) of the Tax Code, as amended, has been interpreted by the Supreme Court in the case of Commissioner of Internal Revenue vs. Filinvest Development Corporation (G.R. No. 167689, 9 July 2011), to mean that a tax-free exchange applies when the controlling person gains "further control" or transfers where the exchanger already has control of the corporation at the time of the exchange.

On May 19, 2022, ALI and AREIT executed the Deed of Exchange on the property-for-share swap transaction involving the issuance of 252,136,383 primary common shares of AREIT (Shares) to ALI, at an issue price of P44.65 per share in exchange for identified properties. Accordingly, ALI transfers, cedes, and assigns the properties in favor of AREIT, and the latter undertakes to issue the corresponding shares upon approval of the property-for-share swap of the Securities and Exchange Commission (SEC). The Shares will be issued out of the AREIT's unissued capital stock.

On January 18, 2023, AREIT received the approval of the SEC for the property-for-share swap. In line with this, the parties have executed an Amendment to Section 4.3 of the Deed of Exchange effecting the recognition of income from the new assets by AREIT for the fourth quarter of 2022.

AREIT will apply for the BIR CAR for the new assets and the listing of the shares in favor of ALI within the first quarter of 2023.

Property-for-share swap among Ayala Land, Inc., Ayalaland Malls, Inc. (ALMI), and Northbeacon Commercial Corporation (NBCC), and AREIT, Inc.

On March 7, 2023, the Related Party Transactions Review Committee of the Company, approved and endorsed the subscription of ALI, ALMI and NBCC to 607,559,380 primary common shares of AREIT, Inc. in exchange for the transfer to AREIT, Inc. of identified key commercial properties valued at P22,479,697,060 under a property-for-share swap transaction at a final transaction price of P37.00 per share, set at a 3% premium over the 30-day VWAP or the market price of P35.85 ("AREIT Property-for-Share Swap Transaction"), as validated by the third-party Fairness Opinion issued by FTI Consulting Philippines, Inc.. ("FTI Consulting"), an independent fairness opinion provider accredited by both the SEC and PSE. The Executive Committee of the Company, by unanimous vote likewise approved the transaction on even date. A copy of the Fairness Opinion and the Valuation Reports may be accessed through the link https://ir.ayalaland.com.ph/wp-content/uploads/2023/03/AREIT-Swap-Fairness-Opinion-and-Appraisal-Reports-2023-03-15.pdf

Under the AREIT Property-for-Share Swap Transaction, the Company, ALMI, and NBCC shall transfer to AREIT, Inc. the following properties valued at Twenty-Two Billion Four Hundred Seventy-Nine Million Six Hundred Ninety-Seven Thousand Sixty Pesos (₱22,479,697,060.00):

Property	**Registered Owner**	**Transaction Value (in Php)**
Glorietta BPO 1	ALI	3,090,625,614
Glorietta BPO 2	ALI	3,265,229,909
One Ayala West Tower	ALMI*	4,955,177,233
One Ayala East Tower	ALMI*	5,670,733,294
Glorietta Mall 1 and 2	ALI	3,448,776,031
Marquee Mall	NBCC*	2,049,154,979
Total		**₱22,479,697,060**
**ALMI and NBCC are wholly-owned subsidiaries of ALI. (collectively, the "Properties")*		

The properties to be infused have been evaluated by AREIT Fund Managers, Inc., and have been appraised by Cuervo Appraisers, Inc. ("Cuervo"). The Properties will be used as the Company's payment for the 607,559,380 primary common shares of AREIT, Inc.

The AREIT Property-for-Share Swap is subject to the approval of AREIT, Inc.'s stockholders at its annual stockholders' meeting on April 26, 2023. The exchange of shares for the Properties will qualify as a tax-free exchange under Section 40(C)(2) of the Tax Code, as amended, which provides:

> (2) Exception. - * * *
>
> No gain or loss shall also be recognized on a corporation or on its stock or securities if such corporation is a party to a reorganization and exchanges property in pursuance to a plan of reorganization solely for stock or securities in another corporation that is a party to the reorganization. A reorganization is defined as: XXX
>
> No gain or loss shall also be recognized if property is transferred to a corporation by a person alone or together with others, not exceeding four (4) persons, in exchange for stock or unit of participation in such a corporation of which as a result of such exchange the transferor or transferors, collectively, gains or maintains control of said corporation: Provided, That stocks issued for services shall not be considered as issued in return for property. XXX"

Section 40 (C) (2) of the Tax Code, as amended, has been interpreted by the Supreme Court in the case of Commissioner of Internal Revenue vs. Filinvest Development Corporation (G.R. No. 167689, 9 July 2011), to mean that a tax-free exchange applies when the controlling person gains “further control” or transfers where the exchanger already has control of the corporation at the time of the exchange.

AREIT expects to execute the Deed of Exchange and file the application for approval of the original issuance of shares with the SEC within May 2023, and the issuance of CAR with the relevant Revenue District Office of the Bureau of Internal Revenue (“BIR”) within the first quarter of 2024. The SEC’s approval of the Transaction and the BIR’s issuance of a CAR are expected to be issued within the year. AREIT shall likewise apply for the additional listing of shares with the Exchange by the first quarter of 2024. The indicative timetable for implementation of the Transaction is as follows:

Indicative Timetable for Implementation

Annual Stockholders' Meeting	26 April 2023
Deed of Exchange Execution	May 2023
SEC Approval (Issuance of Shares, and Transaction)	Q2 to Q4 2023
Issuance of CAR	Q1 2024
PSE Listing of Additional Shares	Q1 2024

Parent Company / Major Holders

Ayala Corporation is the parent company of ALI which owns 71.94% of the total outstanding voting shares of the Company as of January 31, 2023.

PART V – CORPORATE GOVERNANCE

Item 13. Compliance with leading practice on Corporate Governance

Ayala Land has always been committed to strong and transparent corporate governance, going well beyond mere compliance with the code mandated by law. Ayala Land made several important improvements to its governance in 2004, focusing on increasing the involvement of various governance bodies, strengthening performance management, and ensuring compliance with Philippine Accounting Standards. In 2007, the Company adopted several initiatives aimed toward achieving governance excellence. These include conduct of a Self-Assessment Survey by the Board of Directors and Board Committees, development of Business Contingency Plans, adoption of risk-based audit approach and independent quality review of the Internal Audit function. Ayala Land believes that these changes will streamline its existing business models, improve execution, reduce risks, and better safeguard the collective and individual interests of its diverse set of shareholders.

Ayala Land seeks to promote and enhance compliance to good corporate governance. Ayala Land requires the observance of best practices and transparency in all of its subsidiaries, including those that are not listed on the PSE and not covered by the SEC Code of Corporate Governance.

The evaluation system which was established to measure or determine the level of compliance of the Board of Directors and top-level management with its Revised Manual of Corporate Governance (the “Revised Manual”) consists of a Customer Satisfaction Survey which is filled up by the various functional groups indicating the compliance rating of certain institutional units and their activities. The evaluation process also includes a Board Performance Assessment which is accomplished by the Board of Directors indicating the compliance ratings. The above are submitted to the Compliance Officer who issues the required certificate of compliance with the Revised Manual of the SEC.

To ensure good governance, the Board establishes the vision, strategic objectives, key policies, and procedures for the management of the company, as well as the mechanism for monitoring and evaluating Management's performance. The Board also makes certain the presence and adequacy of internal control mechanisms for good governance.

There were no deviations from the Revised Manual. The Company has adopted in the Revised Manual the leading practices and principles of corporate transparency, and full compliance therewith has been made since the adoption of the Revised Manual.

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

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

(a) Exhibits - See accompanying Index to Exhibits

The following exhibit is incorporated by reference in this report:

2022 Consolidated Audited Financial Statements

The other exhibits, as indicated in the Index to Exhibits are either not applicable to the Company or require no answer.

(b) Reports on SEC Form 17-C

The following current reports have been reported by Ayala Land during the year 2022.

Unstructured Disclosures
• 9M 2022 Financial and Operating Results Press Release • Notice of 9M 2022 Analyst Briefing • AREIT 3Q 2022 Reinvestment Plan Progress Report • 1H 2022 Financial and Operating Results Press Release • Notice of 1H 2022 Analyst Briefing • AREIT 2Q 2022 Reinvestment Plan Progress Report • Revised Related-Party Transactions Policy • Voting Preferred Shares Dividend Declaration • Amended Corporate Governance Manual • Results of the ESOWN Grant • Material RPT Advisement Report – ALI-AREIT Property-for-Share Swap • ALI-AREIT Deed of Exchange • 1Q 2022 Financial and Operating Results Press Release • Notice of 1Q 2022 Analyst Briefing • AREIT Reinvestment Plan – (87-million share sale) • Results of the Annual Stockholders Meeting and Organizational Board Meeting • 87 million block sale of AREIT shares • Voting Preferred Shares Redemption Program Notice • ALI-AREIT Property-for-share swap • FY 2021 Financial and Operating Results Press Release • Final Tranche Reinvestment Plan Progress Report (The 30th) • ALI-Ayala Corporation Property-for-Share Swap • Amended Reinvestment Plan (44 million AREIT block sale) • Notice of FY 2021 Analyst Briefing
Clarification of News Reports
• ALI investing P5.2 billion for new Bulacan estate

(c) Reports under SEC Form 17-C filed
None.

(d) Material events subsequent to the end of the reporting period that have not been reflected in the financial statements of the reporting period

On January 12, 2023 Ayala Land, Inc. (“ALI”), Ayala Corporation (“AC”), and Mermac, Inc. received he Securities and Exchange Commission’s approval of the property-for-share swap involving the transfer of assets having an aggregate value of PhP17,386,164,000.00 in exchange for 311,580,000 common shares to be issued by ALI. With the receipt of the approval, the closing condition for the transaction has been met and the parties have closed the transaction.

On January 18, 2023, AREIT, Inc. received the Securities and Exchange Commission (SEC) approval of its property-for-share swap with Ayala Land, Inc. (ALI) involving identified Cebu-properties in exchange for ALI’s subscription to 252,136,383 primary common AREIT shares pursuant to the Deed of Exchange dated 19 May 2022. In line with this, the parties have executed an Amendment to Section 4.3 of the Deed of Exchange effecting the recognition of income from the new assets by AREIT for the fourth quarter of 2022. AREIT will apply for the Bureau of Internal Revenue Certificate Authorizing Registration for the new assets and the listing of the shares in favor of ALI within the first quarter of 2023.

On February 21, 2023 the Board of Directors of Ayala Land, Inc. (ALI) approved the following:

1.The appointment of an Advisor to the Board
The Board appointed Mr. Fernando Zobel de Ayala as advisor to the Board. Mr. Zobel de Ayala was the Chairman of the Board for 23 years.

2. The 2023 Stock Option Program
The Board approved the 2023 stock option program pursuant to the Employee Stock Ownership Plan (the “Plan”) which authorizes the grant to qualified executives, in accordance with the terms of the Plan, of stock options covering up to a total of 20,200,407 common shares at a subscription price of Php24.68 per share, which is the average price of our common shares at the Philippine Stock Exchange over the last 5-day trading as of February 13, 2023, less a prescribed discount.

3.The amendment to the Audit Committee Charter
The Board approved the amendment to the Audit Committee Charter consisting of the deletion of Annex A pertaining to the self-assessment questionnaire for the Audit Committee since the Company already has an established self-assessment process and questionnaire for the Board and its committees including that which is applicable to the Audit Committee.

On March 7, 2023, the Executive Committee of Ayala Land, Inc. (ALI), approved the subscription of ALI and its subsidiaries, Ayalaland Malls, Inc. (ALMI), and Northbeacon Commercial Corporation (NBCC) to 607,559,380 primary common shares of AREIT, Inc. (AREIT), in exchange for flagship offices and malls with an aggregate value of P22,479,697,060, as validated by a third-party fairness opinion. The proposed property-for-share swap is for approval of AREIT shareholders at their annual meeting on 26 April 2023 and pertinent regulatory bodies.

(e) AREIT Reinvestment Plan

Pursuant to the REIT Law, the Company is required to submit a Reinvestment Plan with the SEC with a firm undertaking to reinvest (a) any proceeds realized by the Company from the sale of its shares in AREIT, Inc. or issued in exchange for income-generating real estate transferred to AREIT, and (b) any money raised by the Company from the sale of its income-generating real estate to the REIT, in any real estate, including any redevelopment thereof, and/or infrastructure projects in the Philippines. The reinvestment shall be made within one (1) year from date of receipts of proceeds or money by the Company.

Since AREIT's initial public offering, ALI has raised a total of P22.22 billion from the secondary offering of its shares in AREIT during the initial public offering, sale of assets Teleperformance Cebu and The 30th Commercial Development, and the sale of ALI's 44million and 87.37 million shares in AREIT last May 2021 and May 2022, respectively. As of 31 December 2022, ALI has already reinvested 100%, of the proceeds in various real estate investments in the Philippines. To date, ALI has been compliant with the requirement to reinvest the proceeds within one year from date of receipt.

Description of Proceeds	**Date Received**	**End of Reinvestment Period**	**Total Proceeds (In KPhp)**
1. IPO Primary Proceeds	13-Aug-20	12-Aug-21	11,350
2. TP Cebu Sale	24-Sep-20	12-Sep-21	290
	07-Oct-20	06-Oct-21	1,160
3. The 30th Sale	15-Jan-21	14-Jan-22	913
	29-Jan-21	28-Jan-22	3,651
4. AREIT Shares Block Sale 1	05-May-21	04-May-22	1,408
5. AREIT Shares Block Sale 2	02-May-22	01-May-23	3,444
TOTAL			22,216

Copies of Ayala Land's Reinvestment Plans and Progress Reports can be accessed through:
https://ir.ayalaland.com.ph/category/disclosures/other-disclosures/

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in Makati City on 14 April 2023.

By:

Bernard Vincent O. Dy
President and Chief Executive Officer

Solomon M. Hermosura
Corporate Secretary

Augusto D. Bengzon
Chief Finance Officer and Treasurer

Ma. Luisa D. Chiong
Controller

SUBSCRIBED AND SWORN to before me this APR 13 2023 affiants exhibiting to me their respective Passports, as follows:

Names	Passport No.	Date of Issue	Place of Issue
Bernard Vincent O. Dy	P7090533B	July 1, 2021	DFA Manila
Solomon M. Hermosura	P3081434B	October 14, 2019	DFA NCR East
Augusto D. Bengzon	P4323352B	January 8, 2020	DFA NCR East
Ma. Luisa D. Chiong	P6354499B	February 22, 2021	DFA NCR East

Notary Public
MA. FELORA A. MANGAWANG
Notary Public – Makati City
Appt. No. M-257 until December 31, 2023
Roll of Attorneys No. 64804
Lifetime IBP No. 013749 – Makati City
PTR No. MKT9569473 – 01/09/2023 - Makati City
MCLE Compliance No. VII -0006702 – 11/18/2021
28th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City, Philippines

Doc. No. 488;
Page No. 99;
Book No. IV;
Series of 2023.

Notarial DST pursuant to Sec. 188 of the Tax Code Affixed on Notary Public's cop

MA. FELORA A. MANGAWANG NOTARY PUBLIC ROLL NO. 64804 MAKATI CITY, PHILIPPINES

AYALA LAND, INC.

INDEX TO EXHIBITS
Form 17-A – Item 7

<u>No.</u>

(3)	Plan of Acquisition, Reorganization, Arrangement, Liquidation, or Succession	n.a.
(5)	Instruments Defining the Rights of Security Holders, Including Indentures	n.a.
(8)	Voting Trust Agreement	n.a.
(9)	Material Contracts	n.a.
(10)	2022 Consolidated Financial Statements: Ayala Land, Inc. and Subsidiaries (with notarized Statement of Management Responsibility)	
	Attached 2021 Financial Statements of “significant” subsidiaries/affiliates which are not consolidated	n.a.
(13)	Letter re: Change in Certifying Accountant	n.a.
(16)	Report Furnished to Security Holders	n.a.
(18)	Subsidiaries of the Registrant	77
(19)	Published Report Regarding Matters Submitted to Vote of Security Holders	n.a.
(20)	Consent of Experts and Independent Counsel	n.a.
(21)	Power of Attorney	n.a.
(29)	Additional Exhibits	n.a.

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n.a. Not applicable or require no answer.

AYALA LAND, INC. – SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES
(As of December 31, 2022)

The consolidated financial statements represent the consolidation of the financial statements of Ayala Land and the following subsidiaries, associates, and joint ventures as of December 31, 2022:

	Effective Ownership*
Real Estate:	
Alveo Land Corporation (Alveo)	**100%**
Serendra, Inc.	**39**
Solinea, Inc. (Solinea)	**65**
BGSouth Properties, Inc. (BGS)	**50**
Portico Land Corp. (Portico)	**60**
Serendra, Inc.	**28**
Amorsedia Development Corporation	**100**
OLC Development Corporation and Subsidiary	**100**
HLC Development Corporation	**100**
Allysonia International Ltd.	**100**
Avida Land Corporation (Avida)	**100**
Buklod Bahayan Realty and Development Corp.	**100**
Avida Sales Corp. and Subsidiaries	**100**
Amicassa Process Solutions, Inc.	**100**
Avencosouth Corp. (Avencosouth)	**70**
BGNorth Properties, Inc. (BGN)	**50**
Amaia Land Co. (Amaia)	**100**
Amaia Southern Properties, Inc. (ASPI)	**65**
AyalaLand Premier, Inc.	**100**
Ayala Land International Sales, Inc. (ALISI)	**100**
Ayalaland International Marketing, Inc. (AIMI)	**100**
Ayala Land International (Singapore) Pte. Ltd.	**100**
Ayalaland International Marketing (Hong Kong) Limited (ALIM HK)	**100**
Ayala Land International Marketing SRL (ALIM SRL)	**100**
Ayala Land International Marketing London	**100**
Ayala Land Sales, Inc.	**100**
Southportal Properties, Inc.	**100**
Buendia Landholdings, Inc.	**100**
Crans Montana Holdings, Inc.	**100**
Crimson Field Enterprises, Inc.	**100**
Ecoholdings Company, Inc. (ECI)	**100**
NorthBeacon Commercial Corporation NBCC)	**100**
Red Creek Properties, Inc.	**100**
Regent Time International, Limited (Regent Time) (British Virgin Islands)	**100**
North Eastern Commercial Corp. (NECC)	**100**
Westview Commercial Ventures Corp. (Westview)	**100**
North Ventures Commercial Corp. (NVCC)	**100**
Hillsford Property Corporation (HPC)	**100**
Primavera Towncentre, Inc. (PTI)	**100**

Summerhill E-Office Corporation (Summerhill)	**100**
Sunnyfield E-Office Corporation (Sunnyfield)	**100**
Subic Bay Town Centre, Inc.	**100**
Regent Wise Investments Limited (Regent Wise) (Hongkong company)	**100**
AyalaLand Real Estate Investments Inc.	**100**
AyalaLand Advisory Broadway Inc.	**100**
AyalaLand Development (Canada) Inc.	**100**
AyalaLand OpenAsia Holdings PTE, Limited	**100**
Blue Horizons Holdings PTE, Limited	**100**
Modular Construction Technology (MCT) Bhd.	**66**
AREIT Fund Managers, Inc. (formerly AyalaLand Commercial REIT, Inc. (ALCRI))	**100**
Arvo Commercial Corporation (Arvo)	**100**
BellaVita Land Corporation (BellaVita)	**100**
Nuevo Centro, Inc. (Nuevo Centro)	**54**
Alviera Country Club, Inc.	**50**
Cavite Commercial Town Center, Inc.	**100**
AREIT, Inc.	**60**
AyalaLand Offices, Inc. (ALO)	**100**
First Gateway Real Estate Corp.	**100**
Glensworth Development, Inc. (Glensworth)	**100**
UP North Property Holdings, Inc.	**100**
ALO Prime Realty Corporation	**100**
Makati Cornerstone Leasing Corp.	**100**
Capitol Central Commercial Ventures Corp.	**100**
Bay City Commercial Ventures Corp.	**100**
Aurora Properties Incorporated	**81**
Soltea Commercial Corp.	**16**
Vesta Property Holdings, Inc.	**78**
Altaraza Prime Realty Corporation	**100**
Altaraza Development Corporation	**51**
Prow Holdings Inc	**55**
Station Square East Commercial Corporation (SSECC)	**69**
AREIT Property Managers, Inc	**100**
Accendo Commercial Corp. (Accendo)	**67**
Avencosouth Corp.	**20**
Aviana Development Corporation	**7**
Aviana Development Corporation	**50**
Cagayan de Oro Gateway Corp. (CDOGC)	**70**
Ceci Realty, Inc. (Ceci)	**60**
Soltea Commercial Corp.	**12**
Soltea Commercial Corp.	**60**
CMPI Holdings, Inc.	**60**
ALI-CII Development Corporation (ALI-CII)	**50**
Roxas Land Corporation (RLC)	**50**
Adauge Commercial Corporation (Adauge)	**60**
Ayalaland Estates, Inc.	**100**
Prima Gaedi Development Corp	**100**

Redheap Holdings Inc.	**100**
Rookwood Properties, Inc.	**100**
Javantiger, Inc.	**100**
Ayalaland MetroNorth, Inc. (AMNI)	**100**
Verde Golf Development Corporation	**100**
North Triangle Depot Commercial Corporation (NTDCC)	**73**
Ayalaland-Tagle Properties, Inc.	**55**
BGWest Properties, Inc. (BGW)	**50**
Lagdigan Land Corporation	**60**
Central Bloc Hotel Ventures	**100**
Cebu Leisure Company, Inc.	**100**
CBP Theatre Management Inc.	**100**
Taft Punta Engaño Property Inc. (TPEPI)	**55**
Cebu Insular Hotel Company, Inc. (CIHCI)	**37**
Solinea, Inc.	**35**
Amaia Southern Properties, Inc. (ASPI)	**35**
Alabang Commercial Corporation (ACC)	**50**
South Innovative Theater Management (SITMI)	**50**
ALI Commercial Center Inc.	**100**
AMC Japan Concepts, Inc.	**75**
AyalaLand Logistics Holdings Corp.	**71**
A-FLOW LAND I CORP.	**60**
FLT Prime Insurance Corp.	**56**
Orion Solutions, Inc	**71**
Orion I Holdings Philippines, Inc.	**71**
Orion Maxis Inc,	**71**
Orion Land Inc.	**71**
LCI Commercial Ventures, Inc.	**71**
Laguna Technopark, Inc. (LTI)	**71**
Ecozone Power Management, Inc,	**71**
Unity Realty & Development Corp.	**71**
Ayalaland Malls Synergies, Inc.	**100**
Ayala Malls Zing (AMZING), Inc.	**100**
Ayala Land Malls, Inc.	**100**
AyalaLand Malls Vismin, Inc.	**100**
AyalaLand Malls NorthEast, Inc.	**100**
Construction:	
Makati Development Corporation (MDC)	**100**
MDC Subic, Inc.	**100**
MDC Build Plus, Inc.	**100**
MDC Conqrete, Inc. (MCI)	**100**
MDC Equipment Solutions, Inc. (MESI)	**100**
MDBI Construction Corp.	**67**
Hotels and Resorts:	
Ayala Hotels, Inc. (AHI)	**100**
AyalaLand Hotels and Resorts Corporation (AHRC) and Subsidiaries	**100**

ALI Makati Hotel & Residences, Inc.	**80**
ALI Makati Hotel Property, Inc.	**80**
Asian Conservation Company Limited and Subsidiary	**100**
Enjay Hotels, Inc. (Enjay)	**100**
Greenhaven Property Venture, Inc. (GPVI)	**100**
Cebu Insular Hotel Company, Inc. (CIHCI)	**63**
Bonifacio Hotel Ventures, Inc.	**100**
Southcrest Hotel Ventures, Inc.	**67**
Northgate Hotel Ventures, Inc.	**70**
North Triangle Hotel Ventures, Inc.	**100**
Ecosouth Hotel Ventures, Inc.	**100**
Sentera Hotel Ventures Inc.	**100**
Econorth Resorts Ventures, Inc.	**100**
ALI Triangle Hotel Ventures, Inc.	**100**
Circuit Makati Hotel Ventures, Inc.	**100**
Capitol Central Hotel Ventures, Inc.	**100**
Arca South Hotel Ventures, Inc.	**100**
Sicogon Town Hotel, Inc.	**100**
Bay Area Hotel Ventures, Inc.	**100**
Makati North Hotel Ventures, Inc.	**100**
One Makati Hotel Ventures, Inc.	**100**
Sicogon Island Tourism Estate, Corp.	**77**
Asiatown Hotel Ventures, Inc.	**100**
One Makati Residential Ventures, Inc.	**100**
ALI Makati Hotel & Residences, Inc.	**20**
ALI Makati Hotel Property, Inc.	**20**
Ten Knots Phils., Inc. (TKPI)	**60**
Bacuit Bay Development Corporation	**60**
Lio Resort Ventures Inc.	**60**
North Liberty Resort Ventures Inc.	**60**
Paragua Eco-Resort Ventures Inc.	**60**
Lio Tourism Estate Management Corp.	**60**
Ten Knots Development, Corp. (TKDC)	**60**
Chirica Resorts Corp.	**60**
Kingfisher Capital Resources Corp.	**60**
Pangulasian Island Resort Corporation	**60**
Integrated Eco-resort Inc.	**100**
Property Management:	
Ayala Property Management Corporation (APMC)	**100**
Prime Support Services, Inc.	**100**
Ayala Theatres Management, Inc. and Subsidiaries	**100**
DirectPower Services, Inc. (DirectPower)	**100**
Philippine Integrated Energy Solutions, Inc. (PhilEnergy)	**100**
Entertainment:	
Five Star Cinema, Inc.	**100**
Leisure and Allied Industries Philippines, Inc. (LAIP)	**50**

Others:	
ALInet.com, Inc. (ALInet)	**100**
First Longfield Investments Limited (First Longfield) (Hongkong company)	**100**
Green Horizons Holdings Limited	**100**
Aprisa Business Process Solutions, Inc. (Aprisa)	**100**
AyalaLand Club Management, Inc.	**100**
ALI Capital Corp.	**100**
Airswift Transport, Inc.	**100**
Swift Aerodrome Services, Inc.	**100**
Arca South Integrated Terminal, Inc.	**100**
Whiteknight Holdings, Inc. (WHI)	**100**
Ayalaland Medical Facilities Leasing Inc. (Ayala Land Healthcare Leasing Inc.)	**100**
Anvaya Cove Beach and Nature Club, Inc.	**73**
Anvaya Cove Golf and Sports Club, Inc.	**76**

**Includes the Ayala Land group's percentage and effective ownership*

AC owns the other 50.0% of AHI. The Company exercises control over AHI. Likewise, the Company, through its 50.0% effective ownership and by virtue of a management contract or shareholders' agreement, exercises control over the operations and management of ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP. Accordingly, the accounts of AHI, ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP are consolidated to the accounts of the Company.

AYALA LAND, INC.

INDEX TO SUPPLEMENTARY SCHEDULES
Form 17-A, Item 7

Supplementary Schedules ***(For schedules A-H please refer to 83 - 129)***

Report of Independent Public Accountants on Supplementary Schedules

A. Financial Assets
B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
C. Accounts Receivable from Related Parties which are eliminated during the Consolidation Period
D. Long-Term Debt
E. Indebtedness to Related Parties
F. Guarantees of Securities of Other Issuers
G. Capital Stock
H. Schedule of Use of Bond Proceeds

Other Supporting Schedules

Reconciliation of Retain Earnings Available for Dividend Declaration
Financial Soundness Indicators
Corporate Organizational Chart

Sustainability Report

A copy of Ayala Land's 2022 Integrated Report is accessible through the link below and will be available on or before the Annual Stockholders' Meeting on April 26, 2023:
https://ir.ayalaland.com.ph/financials/annual reports/

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT
ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Ayala Land, Inc. and its subsidiaries (the Group) as at December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022, included in this Form 17-A and have issued our report thereon dated February 21, 2023. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The schedules listed in the Index to the Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, the financial information required to be set forth therein in relation to the basic consolidated financial statements taken as a whole, are prepared in all material respects, in accordance with Philippine Financial Reporting Standards, as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission, as described in Note 2 to the consolidated financial statements.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

February 21, 2023

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

**INDEPENDENT AUDITOR'S REPORT ON
COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS**

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Ayala Land, Inc. and Subsidiaries (the Group) as at December 31, 2022 and for each of the three years in the period ended December 31, 2022, and have issued our report thereon dated February 21, 2023. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC), as described in Note 2 to the consolidated financial statements, and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the SEC, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRSs, as modified by the application of the financial reporting reliefs issued and approved by the SEC, as described in Note 2 to the consolidated financial statements. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2022 and for each of the three years in the period ended December 31, 2022 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

February 21, 2023

AYALA LAND, INC. AND SUBSIDIARIES

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

As of December 31, 2022

AYALA LAND, INC. AND SUBSIDIARIES
SCHEDULE A - Financial Assets
As of December 31, 2022

NAME OF ISSUING ENTITY AND ASSOCIATION OF EACH ISSUE	AMOUNT IN THE STATEMENT OF FINANCIAL POSITION	INCOME RECEIVED & ACCRUED
Loans and Receivables		
A. Cash in Bank	**₱10,227,349,771**	**₱110,859,639**
BPI		
Peso	6,008,668,531	48,163,266
Foreign Currency	66,269,795	209,750
Other Banks		
Peso	3,210,342,604	14,750,185
Foreign Currency	942,068,841	47,736,438
B. Cash Equivalents [1/]	**1,590,705,804**	**38,185,298**
BPI		
Special Savings Account		-
Time Deposits	357,928,698	16,384,917
Others		1,656,470
Other Banks		
Special Savings Account		-
Time Deposits	1,232,777,106	10,815,842
Others		9,328,069
C. Loans and receivable	**79,532,622,259**	**2,948,161,282**
Trade	79,532,622,259	2,933,641,210
Advances to other companies		-
Investment in bonds classified as loans and receivables [2/]	-	14,520,072
D . Financial Assets at FVPL	**262,789,293**	**1,076,818**
Investment in UITF	55,593,771	1,076,818
Investment in Funds	207,195,522	
E. AFS Financial assets	1,033,481,232	-
TOTAL :	**₱92,646,948,359**	**₱3,098,283,036**

1/ Cash equivalents are short term, highly liquid investments that are made for varying period of up to three (3) months depending on the immediate cash requirements of the group and earn interest at the respective short term rates.

2/ Investment in bonds classified as loans and receivables pertain to the Company's investment in unsecured subordinated notes of Land Bank of the Philippines and Development Bank of the Philippines and Company's investment in collateralized bonds of First Metro Investment Corp.

AYALA LAND, INC. AND SUBSIDIARIES

SCHEDULE B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)

As of December 31, 2022

NAME AND DESIGNATION OF DEBTOR	BALANCE AT BEGINNING OF PERIOD	ADDITIONS	AMOUNTS COLLECTED	CURRENT	NON-CURRENT	BALANCE AT END OF PERIOD
Employees						
Notes Receivable	₱755,814,593	₱523,888,621	₱351,915,864	₱706,323,323	₱221,464,027	₱927,787,350

AYALA LAND, INC. AND SUBSIDIARIES

Schedule C - Accounts Receivable from Related Parties which are Eliminated during the Consolidation Period

As of December 31, 2022

	Amount Owed by Ayala Land, Inc. (ALI) Subsidiaries to ALI PARENT			
	Receivable Balance per ALI-PARENT	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Accendo Commercial Corp	₱472,433,673	₱472,433,673	₱472,433,673	₱–
Adauge Commercial Corp.	4,436,505	4,436,505	4,436,505	–
Alabang Commercial Corporation (Conso)	22,904,492	22,904,492	22,904,492	–
ALI Capital Corp. (Conso)	384,595,703	384,595,703	384,595,703	–
ALI Commercial Center, Inc. (Conso)	1,213,485,300	1,213,485,300	1,213,485,300	–
ALI-CII Development Corporation	7,856,285	7,856,285	7,856,285	–
ALO Prime Realty Corporation	5,891,378	5,891,378	5,891,378	–
Altaraza Development Corporation	801,159,387	801,159,387	801,159,387	–
Alveo Land Corporation (Conso)	4,490,192,856	4,490,192,856	4,490,192,856	–
Amaia Land Corporation (Conso)	1,933,728,418	1,933,728,418	1,933,728,418	–
Amorsedia Development Corporation (Conso)	528,101,073	528,101,073	528,101,073	–
Anvaya Cove Beach and Nature Club Inc	625	625	625	–
Anvaya Cove Golf and Sports Club Inc.	78,316,634	78,316,634	78,316,634	–
APRISA Business Process Solutions, Inc	1,085,699	1,085,699	1,085,699	–
Arca South Integrated Terminal, Inc	13,895,676	13,895,676	13,895,676	–
Arvo Commercial Corporation	420,872,112	420,872,112	420,872,112	–
Aurora Properties, Inc.	71,820,403	71,820,403	71,820,403	–
Aviana Development Corporation	154,404,367	154,404,367	154,404,367	–
Avida Land Corporation (Conso)	3,976,979,036	3,976,979,036	3,976,979,036	–
Ayala Hotels Inc.	923,247,465	923,247,465	923,247,465	–
Ayala Land International Sales, Inc. (Conso)	157,412,291	157,412,291	157,412,291	–
Ayala Land Sales Inc.	68,100,842	68,100,842	68,100,842	–
Ayala Property Management Corporation (Conso)	180,707,438	180,707,438	180,707,438	–
Ayala Theaters Management, Inc.	726,447	726,447	726,447	–
AyalaLand Club Management, Inc.	25,342,356	25,342,356	25,342,356	–
AREIT Fund Manager, Inc.	39,992,456	39,992,456	39,992,456	–
AyalaLand Estates Inc. (Conso)	4,649,947,076	4,649,947,076	4,649,947,076	–
AyalaLand Hotels and Resorts Corp. (Conso)	1,474,775,101	1,474,775,101	1,474,775,101	–
Ayalaland Logistics Holdings Corp. (Conso)	1,507,488,086	1,507,488,086	1,507,488,086	–
Ayalaland Malls Synergies, Inc.	43,642,251	43,642,251	43,642,251	–
AyalaLand Malls, Inc. (Conso)	31,425,456	31,425,456	31,425,456	–
Ayalaland Medical Facilities Leasing Inc.	14,366,123	14,366,123	14,366,123	–
Ayalaland Metro North, Inc.	5,160,837	5,160,837	5,160,837	–
AyalaLand Offices, Inc. (Conso)	266,642,863	266,642,863	266,642,863	–
Ayalaland Premier, Inc.	21,596	21,596	21,596	–
Bay City Commercial Ventures Corp.	7,668,732,201	7,668,732,201	7,668,732,201	–
BellaVita Land Corp.	1,266,893,706	1,266,893,706	1,266,893,706	–
BG West Properties, Inc	1,280,214,835	1,280,214,835	1,280,214,835	–
Cagayan De Oro Gateway Corporation	166,871,933	166,871,933	166,871,933	–
Capitol Central Commercial Ventures Corp.	1,586,438,845	1,586,438,845	1,586,438,845	–
Cavite Commercial Towncenter Inc.	229,103,769	229,103,769	229,103,769	–
Cebu Leisure Co. Inc.	29,844,212	29,844,212	29,844,212	–
Central Bloc Hotel Ventures	3,813,386	3,813,386	3,813,386	–
CECI Realty Corp.	262,656,962	262,656,962	262,656,962	–
Crans Montana Property Holdings Corporation	72,618,198	72,618,198	72,618,198	–
Crimson Field Enterprises, Inc.	185,736,063	185,736,063	185,736,063	–
Direct Power Services Inc.	2,786,621	2,786,621	2,786,621	–

	Amount Owed by Ayala Land, Inc. (ALI) Subsidiaries to ALI PARENT			
	Receivable Balance per ALI-PARENT	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ecoholdings Company, Inc.	₱702,706	₱702,706	₱702,706	₱–
First Longfield Investments Ltd.	64,753	64,753	64,753	
FIVE STAR Cinema Inc.	65,093	65,093	65,093	
Hillsford Property Corporation	139,237	139,237	139,237	–
Integrated Eco-Resort Inc.	179,862	179,862	179,862	–
Lagdigan Land Corporation	699,526	699,526	699,526	–
Leisure and Allied Industries Phils. Inc.	944,985	944,985	944,985	–
Makati Cornerstone Leasing Corp.	4,359,482,911	4,359,482,911	4,359,482,911	–
Makati Development Corporation (Conso)	221,569,951	221,569,951	221,569,951	–
AREIT Property Managers, Inc.	362,294	362,294	362,294	–
North Eastern Commercial Corp.	641,358,566	641,358,566	641,358,566	–
North Triangle Depot Commercial Corp	94,176,380	94,176,380	94,176,380	–
North Ventures Commercial Corp.	74,127,546	74,127,546	74,127,546	–
NorthBeacon Commercial Corporation	16,845,515	16,845,515	16,845,515	–
Nuevocentro, Inc. (Conso)	2,357,658,780	2,357,658,780	2,357,658,780	–
AREIT, Inc.	983,654,342	983,654,342	983,654,342	–
Philippine Integrated Energy Solutions, Inc.	9,449,896	9,449,896	9,449,896	–
Primavera Towncentre, Inc.	137,321,727	137,321,727	137,321,727	–
Red Creek Properties, Inc.	171,594,697	171,594,697	171,594,697	–
Regent Time International Ltd.	148,839	148,839	148,839	–
Regent Time International, Limited	98,453,320	98,453,320	98,453,320	–
Regent Wise Investments Limited(Conso)	3,197,389,354	3,197,389,354	3,197,389,354	–
Roxas Land Corp.	10,427,727	10,427,727	10,427,727	–
Serendra Inc.	166,780,343	166,780,343	166,780,343	–
Soltea Commercial Corp.	137,320,474	137,320,474	137,320,474	–
Southportal Properties, Inc.	97,089,019	97,089,019	97,089,019	–
Station Square East Commercial Corp	48,127,737	48,127,737	48,127,737	–
Subic Bay Town Center Inc.	12,649,606	12,649,606	12,649,606	–
Summerhill Commercial Ventures Corp.	53,268,087	53,268,087	53,268,087	–
Sunnyfield E-Office Corp	13,387,712	13,387,712	13,387,712	–
Ten Knots Development Corporation(Conso)	22,834,742	22,834,742	22,834,742	–
Taft Punta Engaño Property, Inc.	181,499,670	181,499,670	181,499,670	–
Ten Knots Philippines, Inc.(Conso)	237,643,680	237,643,680	237,643,680	–
Verde Golf Development Corporation	94,614,092	94,614,092	94,614,092	–
Vesta Property Holdings Inc.	31,372,285	31,372,285	31,372,285	–
Westview Commercial Ventures Corp.	23,156,195	23,156,195	23,156,195	–
Whiteknight Holdings, Inc.	33,219,162	33,219,162	33,219,162	–
Sub-Total	**₱50,256,649,848**	**₱50,256,649,848**	**₱50,256,649,848**	**₱–**

	Amount Owed by ALI PARENT to ALI SUBSIDIARIES			
	Receivable Balance per ALI SUBSIDIARIES	Payable Balance per ALI PARENT	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Accendo Commercial Corp	₱14,275,587	₱14,275,587	₱14,275,587	₱–
Alabang Commercial Corporation (Conso)	33,442,760	33,442,760	33,442,760	–
ALI Capital Corp. (Conso)	67,073	67,073	67,073	–
ALI Commercial Center, Inc. (Conso)	34,038,619	34,038,619	34,038,619	–
ALI-CII Development Corporation	–	–	–	–
Alveo Land Corporation (Conso)	2,247,565,734	2,247,565,734	2,247,565,734	–
Amaia Land Corporation (Conso)	2,611,255	2,611,255	2,611,255	–
Amorsedia Development Corporation (Conso)	120,706,662	120,706,662	120,706,662	–
Anvaya Cove Beach and Nature Club Inc	222,143	222,143	222,143	–
Anvaya Cove Golf and Sports Club Inc.	7,368	7,368	7,368	–
APRISA Business Process Solutions, Inc	2,282,902	2,282,902	2,282,902	–
Arvo Commercial Corporation	978,410,844	978,410,844	978,410,844	–
Aurora Properties, Inc.	1,258,848,707	1,258,848,707	1,258,848,707	–
Aviana Development Corporation	306,198,354	306,198,354	306,198,354	–

	Amount Owed by ALI PARENT to ALI SUBSIDIARIES			
	Receivable Balance per ALI SUBSIDIARIES	**Payable Balance per ALI PARENT**	**Current**	**Non-Current**
Avida Land Corporation (Conso)	₱2,313,340,414	₱2,313,340,414	₱2,313,340,414	₱–
Ayala Hotels Inc.	1,893,652,102	1,893,652,102	1,893,652,102	–
Ayala Land International Sales, Inc. (Conso)	24,549,838	24,549,838	24,549,838	–
Ayala Land Sales Inc.	(2,975,703)	(2,975,703)	(2,975,703)	–
Ayala Property Management Corporation (Conso)	40,596,675	40,596,675	40,596,675	–
AyalaLand Club Management, Inc.	231,823	231,823	231,823	–
AREIT Fund Manager, Inc.	(6,850,291)	(6,850,291)	(6,850,291)	–
AyalaLand Estates Inc. (Conso)	4,858,330	4,858,330	4,858,330	–
AyalaLand Hotels and Resorts Corp. (Conso)	25,180,321	25,180,321	25,180,321	–
Ayalaland Logistics Holdings Corp. (Conso)	130,474,050	130,474,050	130,474,050	–
AyalaLand Malls, Inc. (Conso)	12,250,119	12,250,119	12,250,119	–
Ayalaland Medical Facilities Leasing Inc.	(478,272)	(478,272)	(478,272)	–
Ayalaland Metro North, Inc.	1,499,082	1,499,082	1,499,082	–
AyalaLand Offices, Inc. (Conso)	21,552,995	21,552,995	21,552,995	–
Ayalaland Premier, Inc.	29,370,026	29,370,026	29,370,026	–
Bay City Commercial Ventures Corp.	378,798	378,798	378,798	–
BellaVita Land Corp.	1,730,970	1,730,970	1,730,970	–
BG West Properties, Inc	7,253,737	7,253,737	7,253,737	–
Cagayan De Oro Gateway Corporation	5,211,326	5,211,326	5,211,326	–
Cavite Commercial Towncenter Inc.	23,926	23,926	23,926	–
Cebu Leisure Co. Inc.	74,620,732	74,620,732	74,620,732	–
CECI Realty Corp.	9,277,671	9,277,671	9,277,671	–
Crans Montana Property Holdings Corporation	(5,290)	(5,290)	(5,290)	–
Crimson Field Enterprises, Inc.	10,050,000	10,050,000	10,050,000	–
Direct Power Services Inc.	66,300,889	66,300,889	66,300,889	–
First Longfield Investments Ltd.	192,282,680	192,282,680	192,282,680	–
Makati Cornerstone Leasing Corp.	307,633,331	307,633,331	307,633,331	–
Makati Development Corporation (Conso)	4,027,863,047	4,027,863,047	4,027,863,047	–
North Eastern Commercial Corp.	86,255,172	86,255,172	86,255,172	–
North Triangle Depot Commercial Corp	39,095,871	39,095,871	39,095,871	–
North Ventures Commercial Corp.	21,823,255	21,823,255	21,823,255	–
NorthBeacon Commercial Corporation	6,751,133	6,751,133	6,751,133	–
Nuevocentro, Inc. (Conso)	(5,376,792)	(5,376,792)	(5,376,792)	–
AREIT, Inc.	74,301,299	74,301,299	74,301,299	–
Philippine Integrated Energy Solutions, Inc.	2,737,400	2,737,400	2,737,400	–
Primavera Towncentre, Inc.	1,407,328	1,407,328	1,407,328	–
Red Creek Properties, Inc.	18,000,592	18,000,592	18,000,592	–
Regent Time International, Limited	602,164,160	602,164,160	602,164,160	–
Regent Wise Investments Limited(Conso)	326,489,761	326,489,761	326,489,761	–
Serendra Inc.	150,561,890	150,561,890	150,561,890	–
Soltea Commercial Corp.	1,736,013	1,736,013	1,736,013	–
Southportal Properties, Inc.	159,244,878	159,244,878	159,244,878	–
Station Square East Commercial Corp	6,482,354	6,482,354	6,482,354	–
Subic Bay Town Center Inc.	3,081,732	3,081,732	3,081,732	–
Summerhill Commercial Ventures Corp.	51,161	51,161	51,161	–
Ten Knots Development Corporation (Conso)	204,600	204,600	204,600	–
Taft Punta Engaño Property, Inc.	53,532	53,532	53,532	–
Ten Knots Philippines, Inc.(Conso)	1,313,287	1,313,287	1,313,287	–
Verde Golf Development Corporation	142,445	142,445	142,445	–
Vesta Property Holdings Inc.	5,903,188	5,903,188	5,903,188	–
Westview Commercial Ventures Corp.	121,144	121,144	121,144	–
Sub-Total	**₱15,691,096,737**	**₱15,691,096,737**	**₱15,691,096,737**	**₱–**

	Conso Adjustments - Migrated Companies to ALI/ Old CoCodes			
	Receivable Balance	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
JE# 0075	₱61,178,261	₱61,178,261	₱61,178,261	–
JE# 0076	12,283,587	12,283,587	12,283,587	–
JE# 0081	539	539	539	–
Sub-Total	**₱73,462,388**	**₱73,462,388**	**₱73,462,388**	–

	Amount Owed by ALI SUBSIDIARIES TO MAKATI DEVELOPMENT CORP. AND SUBSIDIARIES			
	Receivable Balance per MDC & SUBSIDIARIES	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱1,469,109	₱1,469,109	₱1,469,109	₱–
Ayalaland Medical Facilities Leasing Inc.	2,455,101	2,455,101	2,455,101	–
Bay City Commercial Ventures Corp.	485,534,664	485,534,664	485,534,664	–
BellaVita Land Corp.	50,184,860	50,184,860	50,184,860	–
BG West Properties, Inc	652,081,534	652,081,534	652,081,534	–
Cagayan De Oro Gateway Corporation	193,188,476	193,188,476	193,188,476	–
Capitol Central Commercial Ventures Corp.	43,996,591	43,996,591	43,996,591	–
Cavite Commercial Towncenter Inc.	397,876,447	397,876,447	397,876,447	–
CECI Realty Corp.	137,040,775	137,040,775	137,040,775	–
Crans Montana Property Holdings Corporation	68,401,691	68,401,691	68,401,691	–
Direct Power Services Inc.	357,482	357,482	357,482	–
Lagdigan Land Corporation	17,677,723	17,677,723	17,677,723	–
Makati Cornerstone Leasing Corp.	1,247,133	1,247,133	1,247,133	–
North Eastern Commercial Corp.	255,445	255,445	255,445	–
North Triangle Depot Commercial Corp	152,399,736	152,399,736	152,399,736	–
Nuevocentro, Inc. (Conso)	387,948,700	387,948,700	387,948,700	–
AREIT, Inc.	2,019,459	2,019,459	2,019,459	–
Philippine Integrated Energy Solutions, Inc.	297,959	297,959	297,959	–
Primavera Towncentre, Inc.	69,867,193	69,867,193	69,867,193	–
Roxas Land Corp.	12,045,049	12,045,049	12,045,049	–
Serendra Inc.	84,702,053	84,702,053	84,702,053	–
Soltea Commercial Corp.	32,080,272	32,080,272	32,080,272	–
Southportal Properties, Inc.	59,452,299	59,452,299	59,452,299	–
Summerhill Commercial Ventures Corp.	6,533,257	6,533,257	6,533,257	–
Sunnyfield E-Office Corp	2,261,577	2,261,577	2,261,577	–
Ten Knots Development Corporation(Conso)	12,785,727	12,785,727	12,785,727	–
Taft Punta Engaño Property, Inc.	18,522,686	18,522,686	18,522,686	–
Ten Knots Philippines, Inc.(Conso)	40,002,872	40,002,872	40,002,872	–
Vesta Property Holdings Inc.	25,254,851	25,254,851	25,254,851	–
Westview Commercial Ventures Corp.	4,735	4,735	4,735	–
Accendo Commercial Corp	428,828,161	428,828,161	428,828,161	–
ALI Capital Corp. (Conso)	115,374,897	115,374,897	115,374,897	–
ALI Commercial Center, Inc. (Conso)	185,845,434	185,845,434	185,845,434	–
Altaraza Development Corporation	8,468,017	8,468,017	8,468,017	–
Alveo Land Corporation (Conso)	4,182,355,609	4,182,355,609	4,182,355,609	–
Amaia Land Corporation (Conso)	988,262,764	988,262,764	988,262,764	–
Amorsedia Development Corporation (Conso)	154,218,829	154,218,829	154,218,829	–
Anvaya Cove Golf and Sports Club Inc.	4,184,402	4,184,402	4,184,402	–
Arvo Commercial Corporation	319,012,367	319,012,367	319,012,367	–
Aurora Properties, Inc.	21,796,819	21,796,819	21,796,819	–
Aviana Development Corporation	535,711,009	535,711,009	535,711,009	–
Avida Land Corporation (Conso)	3,462,254,711	3,462,254,711	3,462,254,711	–
Ayala Hotels Inc.	867,630,170	867,630,170	867,630,170	–
Ayala Land International Sales, Inc.(Conso)	2,713	2,713	2,713	–
Ayala Land-Tagle Property Inc.	22,608,010	22,608,010	22,608,010	–
Ayala Property Management Corporation (Conso)	2,034,597	2,034,597	2,034,597	–
AyalaLand Estates Inc. (Conso)	318,719,554	318,719,554	318,719,554	–
AyalaLand Hotels and Resorts Corp. (Conso)	395,580,767	395,580,767	395,580,767	–
Ayalaland Logistics Holdings Corp. (Conso)	448,548,353	448,548,353	448,548,353	–
Sub-Total	**₱15,419,382,637**	**₱15,419,382,637**	**₱15,419,382,637**	–

	Amount Owed by ALI Subsidiaries to ACCENDO COMMERCIAL CORP.			
	Receivable Balance per ACCENDO	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱473,329	₱473,329	₱473,329	₱–
Ayalaland Metro North, Inc.	800	800	800	–
AyalaLand Offices, Inc. (Conso)	19,556	19,556	19,556	–
Bay City Commercial Ventures Corp.	337,901	337,901	337,901	–
Cagayan De Oro Gateway Corporation	177,493	177,493	177,493	–
Capitol Central Commercial Ventures Corp.	44,191	44,191	44,191	–
Cebu Leisure Co. Inc.	5,080	5,080	5,080	–
Leisure and Allied Industries Phils. Inc.	165,226	165,226	165,226	–
Makati Development Corporation (Conso)	199,410	199,410	199,410	–
North Eastern Commercial Corp.	300	300	300	–
North Triangle Depot Commercial Corp	37,985	37,985	37,985	–
North Ventures Commercial Corp.	300	300	300	–
Philippine Integrated Energy Solutions, Inc.	361	361	361	–
Station Square East Commercial Corp	6,050	6,050	6,050	–
Ten Knots Development Corporation(Conso)	21,376	21,376	21,376	–
Ten Knots Philippines, Inc.(Conso)	2,818	2,818	2,818	–
Westview Commercial Ventures Corp.	22,002	22,002	22,002	–
Adauge Commercial Corp.	20,788	20,788	20,788	–
Alabang Commercial Corporation (Conso)	6,865	6,865	6,865	–
ALI Capital Corp. (Conso)	31,397	31,397	31,397	–
ALI Commercial Center, Inc. (Conso)	98,160	98,160	98,160	–
Alveo Land Corporation (Conso)	1,606,109	1,606,109	1,606,109	–
Amaia Land Corporation (Conso)	19,556	19,556	19,556	–
Amorsedia Development Corporation (Conso)	–	–	–	–
Aviana Development Corporation	2,129,949	2,129,949	2,129,949	–
Avida Land Corporation (Conso)	5,540,051	5,540,051	5,540,051	–
Ayala Property Management Corporation (Conso)	414,813	414,813	414,813	–
AyalaLand Estates Inc. (Conso)	19,556	19,556	19,556	–
AyalaLand Hotels and Resorts Corp. (Conso)	1,267,387	1,267,387	1,267,387	–
Ayalaland Logistics Holdings Corp. (Conso)	19,556	19,556	19,556	–
Arvo Commercial Corporation	₱12,688,366	₱12,688,366	₱12,688,366	₱–

	Amount Owed by ALI Subsidiaries to ADAUGE COMMERCIAL CORP.			
	Receivable Balance per ADAUGE	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱21,194	₱21,194	₱21,194	₱–
Ayalaland Metro North, Inc.	1,305	1,305	1,305	–
Bay City Commercial Ventures Corp.	5,521,670	5,521,670	5,521,670	–
Capitol Central Commercial Ventures Corp.	1,581	1,581	1,581	–
Direct Power Services Inc.	2,307	2,307	2,307	–
Soltea Commercial Corp.	4,165,589	4,165,589	4,165,589	–
Sunnyfield E-Office Corp	533,392	533,392	533,392	–
Ten Knots Philippines, Inc.(Conso)	25,190	25,190	25,190	–
ALI Capital Corp. (Conso)	11,058,331	11,058,331	11,058,331	–
ALI Commercial Center, Inc. (Conso)	6,206,143	6,206,143	6,206,143	–
Amaia Land Corporation (Conso)	8,656,265	8,656,265	8,656,265	–
Arvo Commercial Corporation	387,394	387,394	387,394	–
Avida Land Corporation (Conso)	2,025,990	2,025,990	2,025,990	–
Ayala Property Management Corporation (Conso)	4,966	4,966	4,966	–
AyalaLand Hotels and Resorts Corp. (Conso)	29,482,122	29,482,122	29,482,122	–
Ayalaland Logistics Holdings Corp. (Conso)	31,287,480	31,287,480	31,287,480	–
Sub-Total	**₱99,380,919**	**₱99,380,919**	**₱99,380,919**	**₱–**

	Amount Owed by ALI Subsidiaries to ALABANG COMMERCIAL CORP. & SUBSIDIARIES			
	Receivable Balance per ACC & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Offices, Inc. (Conso)	₱5,854,396	₱5,854,396	₱5,854,396	₱–
Bay City Commercial Ventures Corp.	70,517,899	70,517,899	70,517,899	–
Cagayan De Oro Gateway Corporation	10,906	10,906	10,906	–
Capitol Central Commercial Ventures Corp.	18,178,722	18,178,722	18,178,722	–
Cavite Commercial Towncenter Inc.	1,167,604	1,167,604	1,167,604	–
Cebu Leisure Co. Inc.	23,705	23,705	23,705	–
FIVE STAR Cinema Inc.	4,791,113	4,791,113	4,791,113	–
Leisure and Allied Industries Phils. Inc.	(435,709)	(435,709)	(435,709)	–
North Eastern Commercial Corp.	6,600	6,600	6,600	–
North Triangle Depot Commercial Corp	12,504,424	12,504,424	12,504,424	–
North Ventures Commercial Corp.	1,600	1,600	1,600	–
NorthBeacon Commercial Corporation	42,019	42,019	42,019	–
Primavera Towncentre, Inc.	2,035,113	2,035,113	2,035,113	–
Red Creek Properties, Inc.	20,050,476	20,050,476	20,050,476	–
Serendra Inc.	136,338	136,338	136,338	–
Soltea Commercial Corp.	78,153	78,153	78,153	–
Station Square East Commercial Corp	93,720	93,720	93,720	–
Summerhill Commercial Ventures Corp.	900	900	900	–
Ten Knots Philippines, Inc.(Conso)	3,184,892	3,184,892	3,184,892	–
Accendo Commercial Corp	26,329,838	26,329,838	26,329,838	–
Alabang Commercial Corporation (Conso)	11,352,159	11,352,159	11,352,159	–
ALI Capital Corp. (Conso)	587,936	587,936	587,936	–
ALI Commercial Center, Inc. (Conso)	24,073,793	24,073,793	24,073,793	–
Alveo Land Corporation (Conso)	2,426,100	2,426,100	2,426,100	–
Amaia Land Corporation (Conso)	7,135,364	7,135,364	7,135,364	–
Amorsedia Development Corporation (Conso)	106,394	106,394	106,394	–
Arvo Commercial Corporation	37,047,522	37,047,522	37,047,522	–
Avida Land Corporation (Conso)	5,658,591	5,658,591	5,658,591	–
Ayala Land Sales Inc.	159,239	159,239	159,239	–
AyalaLand Hotels and Resorts Corp. (Conso)	27,628,876	27,628,876	27,628,876	–
Ayalaland Logistics Holdings Corp. (Conso)	23,831,134	23,831,134	23,831,134	–
Sub-Total	**₱304,579,814**	**₱304,579,814**	**₱304,579,814**	**₱–**

	Amount Owed by ALI Subsidiaries to ALI CAPITAL CORP.			
	Receivable Balance per ALI CAPITAL CORP. & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Medical Facilities Leasing Inc.	₱225,225	₱225,225	₱225,225	₱–
Bay City Commercial Ventures Corp.	75,085,744	75,085,744	75,085,744	–
Direct Power Services Inc.	885,000	885,000	885,000	–
Makati Development Corporation (Conso)	25,893	25,893	25,893	–
Ten Knots Development Corporation(Conso)	1,813,783	1,813,783	1,813,783	–
Ten Knots Philippines, Inc.(Conso)	35,342,112	35,342,112	35,342,112	–
Whiteknight Holdings, Inc.	(708,680)	(708,680)	(708,680)	–
ALI Capital Corp. (Conso)	45,756,419	45,756,419	45,756,419	–
ALI Commercial Center, Inc. (Conso)	169,943	169,943	169,943	–
Amaia Land Corporation (Conso)	17,197,628	17,197,628	17,197,628	–
Arvo Commercial Corporation	11,244,883	11,244,883	11,244,883	–
AyalaLand Hotels and Resorts Corp. (Conso)	136,061,995	136,061,995	136,061,995	–
Sub-Total	**₱323,099,946**	**₱323,099,946**	**₱323,099,946**	–

	Amount Owed by ALI Subsidiaries to ALI COMMERCIAL CENTER INC.			
	Receivable Balance per ACCI & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱2,879,250	₱2,879,250	₱2,879,250	₱–
AyalaLand Malls, Inc. (Conso)	6,141,102	6,141,102	6,141,102	–
Ayalaland Medical Facilities Leasing Inc.	4,082	4,082	4,082	–
Ayalaland Metro North, Inc.	183,626	183,626	183,626	–
Bay City Commercial Ventures Corp.	126,725,258	126,725,258	126,725,258	–
BellaVita Land Corp.	24,600	24,600	24,600	–
Cagayan De Oro Gateway Corporation	2,864,021	2,864,021	2,864,021	–
Capitol Central Commercial Ventures Corp.	1,375,602	1,375,602	1,375,602	–
Cavite Commercial Towncenter Inc.	612,724	612,724	612,724	–
Cebu Leisure Co. Inc.	319,465	319,465	319,465	–
Crans Montana Property Holdings Corporation	682,469	682,469	682,469	–
Direct Power Services Inc.	12,672	12,672	12,672	–
FIVE STAR Cinema Inc.	18,669	18,669	18,669	–
Leisure and Allied Industries Phils. Inc.	6,893,130	6,893,130	6,893,130	–
Makati Cornerstone Leasing Corp.	1,088,181	1,088,181	1,088,181	–
Makati Development Corporation (Conso)	13,290,491	13,290,491	13,290,491	–
North Eastern Commercial Corp.	2,973,148	2,973,148	2,973,148	–
North Triangle Depot Commercial Corp	7,754,078	7,754,078	7,754,078	–
North Ventures Commercial Corp.	1,404,603	1,404,603	1,404,603	–
NorthBeacon Commercial Corporation	688,076	688,076	688,076	–
AREIT, Inc.	96,702	96,702	96,702	–
Primavera Towncentre, Inc.	191,058	191,058	191,058	–
Serendra Inc.	83,604	83,604	83,604	–
Soltea Commercial Corp.	1,248,874	1,248,874	1,248,874	–
Station Square East Commercial Corp	3,536,654	3,536,654	3,536,654	–
Subic Bay Town Center Inc.	820,340	820,340	820,340	–
Summerhill Commercial Ventures Corp.	1,372,739	1,372,739	1,372,739	–
Ten Knots Philippines, Inc.(Conso)	1,327,851	1,327,851	1,327,851	–
Westview Commercial Ventures Corp.	195,059	195,059	195,059	–
Accendo Commercial Corp	2,658,018	2,658,018	2,658,018	–
Adauge Commercial Corp.	5,378	5,378	5,378	–
Alabang Commercial Corporation (Conso)	3,799,008	3,799,008	3,799,008	–
ALI Capital Corp. (Conso)	1,443,083	1,443,083	1,443,083	–
ALI Commercial Center, Inc. (Conso)	10,138,957	10,138,957	10,138,957	–
ALI-CII Development Corporation	94,147	94,147	94,147	–
Alveo Land Corporation (Conso)	10,761,766	10,761,766	10,761,766	–
Amaia Land Corporation (Conso)	489,215	489,215	489,215	–
Arca South Integrated Terminal, Inc	50,400	50,400	50,400	–
Arvo Commercial Corporation	3,340,136	3,340,136	3,340,136	–
Avida Land Corporation (Conso)	6,943,340	6,943,340	6,943,340	–
Ayala Hotels Inc.	4,050	4,050	4,050	–
Ayala Land Sales Inc.	1,141	1,141	1,141	–
Ayala Property Management Corporation (Conso)	29,912,674	29,912,674	29,912,674	–
Ayala Theaters Management, Inc.	2,973,607	2,973,607	2,973,607	–
AREIT Fund Manager, Inc.	50,400	50,400	50,400	–
AyalaLand Hotels and Resorts Corp. (Conso)	3,111,039	3,111,039	3,111,039	–
Ayalaland Logistics Holdings Corp. (Conso)	441,793	441,793	441,793	–
Sub-Total	**₱261,026,278**	**₱261,026,278**	**₱261,026,278**	**₱–**

	Amount Owed by ALI Subsidiaries to ALI-CII DEVELOPMENT CORP			
	Receivable Balance per ALI-CII	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱82,937,744	₱82,937,744	₱82,937,744	₱–
Cagayan De Oro Gateway Corporation	29,389	29,389	29,389	–
Capitol Central Commercial Ventures Corp.	2,033,659	2,033,659	2,033,659	–
Direct Power Services Inc.	1,500,000	1,500,000	1,500,000	–
Leisure and Allied Industries Phils. Inc.	(29,485)	(29,485)	(29,485)	–
North Triangle Depot Commercial Corp	100	100	100	–
Soltea Commercial Corp.	24,570,150	24,570,150	24,570,150	–
Ten Knots Philippines, Inc.(Conso)	2,043,948	2,043,948	2,043,948	–
Accendo Commercial Corp	4,580,820	4,580,820	4,580,820	–
ALI Commercial Center, Inc. (Conso)	15,821,238	15,821,238	15,821,238	–
Amaia Land Corporation (Conso)	14,813,319	14,813,319	14,813,319	–
Arca South Integrated Terminal, Inc	33,634	33,634	33,634	–
Arvo Commercial Corporation	6,328,400	6,328,400	6,328,400	–
Avida Land Corporation (Conso)	2,896,843	2,896,843	2,896,843	–
AyalaLand Hotels and Resorts Corp. (Conso)	3,129,436	3,129,436	3,129,436	–
Ayalaland Logistics Holdings Corp. (Conso)	20,616,794	20,616,794	20,616,794	–
Sub-Total	**₱181,305,988**	**₱181,305,988**	**₱181,305,988**	**₱–**

	Amount Owed by ALI Subsidiaries to ALO PRIME REALTY CORP.			
	Receivable Balance per ALO PRIME REALTY CORP.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱3,011,458	₱3,011,458	₱3,011,458	₱–
AREIT, Inc.	915,424	915,424	915,424	–
Ayalaland Logistics Holdings Corp. (Conso)	471,547,455	471,547,455	471,547,455	–
Sub-Total	**₱475,474,337**	**₱475,474,337**	**₱475,474,337**	**₱–**

	Amount Owed by ALI Subsidiaries to ALTARAZA PRIME REALTY CORP.			
	Receivable Balance per ALTARAZA PRIME REALTY CORP.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Amaia Land Corporation (Conso)	₱2,509,549	₱2,509,549	₱2,509,549	₱–

	Amount Owed by ALI Subsidiaries to ALVEO LAND CORP. & SUBSIDIARIES			
	Receivable Balance per ALVEO LAND CORP. & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱454,086	₱454,086	₱454,086	₱–
AyalaLand Malls, Inc. (Conso)	54,613	54,613	54,613	–
Ayalaland Medical Facilities Leasing Inc.	273,487	273,487	273,487	–
Bay City Commercial Ventures Corp.	53,069,574	53,069,574	53,069,574	–
BellaVita Land Corp.	931,897,593	931,897,593	931,897,593	–
BG West Properties, Inc	684,020	684,020	684,020	–
Cagayan De Oro Gateway Corporation	26,297	26,297	26,297	–
Crans Montana Property Holdings Corporation	2,158,509	2,158,509	2,158,509	–
Makati Development Corporation (Conso)	39,666,759	39,666,759	39,666,759	–
North Eastern Commercial Corp.	4,987	4,987	4,987	–
Nuevocentro, Inc. (Conso)	276,507,449	276,507,449	276,507,449	–
AREIT, Inc.	22,177	22,177	22,177	–
Primavera Towncentre, Inc.	349,997	349,997	349,997	–
Serendra Inc.	(1,558,304)	(1,558,304)	(1,558,304)	–
Soltea Commercial Corp.	30,431,345	30,431,345	30,431,345	–
Summerhill Commercial Ventures Corp.	12,436,524	12,436,524	12,436,524	–

	Amount Owed by ALI Subsidiaries to ALVEO LAND CORP. & SUBSIDIARIES			
	Receivable Balance per ALVEO LAND CORP. & SUBSIDIARIES	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ten Knots Philippines, Inc.(Conso)	₱28,462,447	₱28,462,447	₱28,462,447	₱–
Vesta Property Holdings Inc.	302,666,668	302,666,668	302,666,668	–
Westview Commercial Ventures Corp.	43,833	43,833	43,833	–
Accendo Commercial Corp	184,856,456	184,856,456	184,856,456	–
Adauge Commercial Corp.	28,238	28,238	28,238	–
ALI Capital Corp. (Conso)	6,645,462	6,645,462	6,645,462	–
ALI Commercial Center, Inc. (Conso)	52,298,370	52,298,370	52,298,370	–
Alveo Land Corporation (Conso)	3,882,935,001	3,882,935,001	3,882,935,001	–
Amaia Land Corporation (Conso)	22,089,440	22,089,440	22,089,440	–
Amorsedia Development Corporation (Conso)	2,886,241	2,886,241	2,886,241	–
Arvo Commercial Corporation	9,552,981	9,552,981	9,552,981	–
Aurora Properties, Inc.	11,416,835	11,416,835	11,416,835	–
Avida Land Corporation (Conso)	6,056,068	6,056,068	6,056,068	–
Ayala Land International Sales, Inc.(Conso)	1,007,391	1,007,391	1,007,391	–
Ayala Property Management Corporation (Conso)	3,056,541	3,056,541	3,056,541	–
AyalaLand Hotels and Resorts Corp. (Conso)	88,337,304	88,337,304	88,337,304	–
Ayalaland Logistics Holdings Corp. (Conso)	9,598,082	9,598,082	9,598,082	–
Sub-Total	**₱5,958,416,471**	**₱5,958,416,471**	**₱5,958,416,471**	**₱–**

	Amount Owed by ALI Subsidiaries to AMAIA LAND INC. & SUBSIDIARIES			
	Receivable Balance per AMAIA LAND INC. & SUBSIDIARIES	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Offices, Inc. (Conso)	(₱1,591)	(₱1,591)	(₱1,591)	₱–
BellaVita Land Corp.	96,465,764	96,465,764	96,465,764	–
Makati Development Corporation (Conso)	3,322,901	3,322,901	3,322,901	–
Alveo Land Corporation (Conso)	150,000	150,000	150,000	–
Amaia Land Corporation (Conso)	1,100,783	1,100,783	1,100,783	–
Avida Land Corporation (Conso)	14,248,681	14,248,681	14,248,681	–
Ayala Property Management Corporation (Conso)	(37,946)	(37,946)	(37,946)	–
Sub-Total	**₱115,248,591**	**₱115,248,591**	**₱115,248,591**	**₱–**

	Amount Owed by ALI Subsidiaries to AMORSEDIA DEVPT. CORP. & SUBSIDIARIES			
	Receivable Balance per AMORSEDIA DEVPT. CORP. & SUBSIDIARIES	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱86,081,933	₱86,081,933	₱86,081,933	₱–
BellaVita Land Corp.	17,836,000	17,836,000	17,836,000	–
BG West Properties, Inc.	781,913,037	781,913,037	781,913,037	–
Cagayan De Oro Gateway Corporation	52,289	52,289	52,289	–
AREIT, Inc.	25,868,733	25,868,733	25,868,733	–
Ten knots Development Corporation (Conso)	5,205	5,205	5,205	–
ALI Commercial Center, Inc. (Conso)	30,289,781	30,289,781	30,289,781	–
Alveo Land Corporation (Conso)	184,216,316	184,216,316	184,216,316	–
Amorsedia Development Corporation (Conso)	(0)	(0)	(0)	–
Avida Land Corporation (Conso)	(74,323)	(74,323)	(74,323)	–
Ayala Land Estates Inc.	1	1	1	–
Sub-Total	**₱1,126,188,972**	**₱1,126,188,972**	**₱1,126,188,972**	**₱–**

	Amount Owed by ALI Subsidiaries to ANVAYA COVE BEACH & NATURE CLUB, INC.			
	Receivable Balance per ANVAYA COVE BEACH	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Makati Development Corporation (Conso)	₱9,911	₱9,911	₱9,911	₱–
ALI Commercial Center, Inc. (Conso)	42,887,264	42,887,264	42,887,264	–
Amaia Land Corporation (Conso)	88,075,364	88,075,364	88,075,364	–
Anvaya Cove Golf and Sports Club Inc.	18,984,835	18,984,835	18,984,835	–
AyalaLand Club Management, Inc..	5,855	5,855	5,855	–
Sub-Total	**₱149,963,230**	**₱149,963,230**	**₱149,963,230**	**₱–**

	Amount Owed by ALI Subsidiaries to ANVAYA COVE GOLF & NATURE CLUB, INC.			
	Receivable Balance per ANVAYA COVE GOLF & NATURE CLUB	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Makati Development Corporation (Conso)	₱4,502	₱4,502	₱4,502	₱–
Amaia Land Corporation (Conso)	45,410,045	45,410,045	45,410,045	–
Anvaya Cove Beach and Nature Club Inc	6,420,351	6,420,351	6,420,351	–
Avida Land Corporation (Conso)	0	0	0	–
Ayala Property Management Corporation (Conso)	6,488	6,488	6,488	–
Sub-Total	**₱51,841,386**	**₱51,841,386**	**₱51,841,386**	**₱–**

	Amount Owed by ALI Subsidiaries to APRISA BUSINESS SOLUTIONS, INC.			
	Receivable Balance per APRISA BUSINESS SOLUTIONS, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Offices, Inc. (Conso)				₱–
Bay City Commercial Ventures Corp.	₱22,440,047	₱22,440,047	₱22,440,047	–
Cagayan De Oro Gateway Corporation	524,958	524,958	524,958	–
Capitol Central Commercial Ventures Corp.				–
Cavite Commercial Towncenter Inc.	376,182	376,182	376,182	–
Cebu Leisure Co. Inc.	67,749	67,749	67,749	–
CECI Realty Corp.	223,138	223,138	223,138	–
Makati Cornerstone Leasing Corp.	1,215,265	1,215,265	1,215,265	–
Makati Development Corporation (Conso)	1,881,612	1,881,612	1,881,612	–
North Eastern Commercial Corp.	323,448	323,448	323,448	–
North Triangle Depot Commercial Corp	54,183	54,183	54,183	–
North Ventures Commercial Corp.	523,746	523,746	523,746	–
Nuevocentro, Inc. (Conso)	158,054	158,054	158,054	–
AREIT, Inc.	415,408	415,408	415,408	–
Serendra Inc.	105,813	105,813	105,813	
Soltea Commercial Corp.	9,323,243	9,323,243	9,323,243	–
Station Square East Commercial Corp	418,318	418,318	418,318	–
Subic Bay Town Center Inc.	178,711	178,711	178,711	–
Summerhill Commercial Ventures Corp.	1,487,221	1,487,221	1,487,221	–
Ten Knots Development Corporation(Conso)	70,821	70,821	70,821	–
Taft Punta Engaño Property, Inc.	83,966	83,966	83,966	–
Ten Knots Philippines, Inc.(Conso)	4,569,910	4,569,910	4,569,910	–
Westview Commercial Ventures Corp.	29,579	29,579	29,579	–
Accendo Commercial Corp	43,582,731	43,582,731	43,582,731	–
Adauge Commercial Corp.	19,107	19,107	19,107	–
Alabang Commercial Corporation (Conso)	422,388	422,388	422,388	–
ALI Capital Corp. (Conso)	12,223,536	12,223,536	12,223,536	–
ALI Commercial Center, Inc. (Conso)	12,586,636	12,586,636	12,586,636	–
ALI-CII Development Corporation	651,269	651,269	651,269	–

	Amount Owed by ALI Subsidiaries to APRISA BUSINESS SOLUTIONS, INC.			
	Receivable Balance per APRISA BUSINESS SOLUTIONS, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
ALO Prime Realty Corporation	131,432	131,432	131,432	–
Amaia Land Corporation (Conso)	11,568,267	11,568,267	11,568,267	–
Arvo Commercial Corporation	3,254,643	3,254,643	3,254,643	–
Aurora Properties, Inc.	165,357	165,357	165,357	–
Aviana Development Corporation	26,466	26,466	26,466	–
Avida Land Corporation (Conso)	2,932,603	2,932,603	2,932,603	–
Ayala Property Management Corporation (Conso)	434,594	434,594	434,594	–
AREIT Fund Manager, Inc.	208,544	208,544	208,544	–
AyalaLand Estates Inc. (Conso)	3,823,765	3,823,765	3,823,765	–
AyalaLand Hotels and Resorts Corp. (Conso)	17,452,231	17,452,231	17,452,231	–
Ayalaland Logistics Holdings Corp. (Conso)	413,995	413,995	413,995	–
Sub-Total	**₱154,368,934**	**₱154,368,934**	**₱154,368,934**	**₱–**

	Amount Owed by ALI Subsidiaries to AREIT FUND MANAGER, INC			
	Receivable Balance per AREIT FUND MANAGER, INC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	₱16,300,000	₱16,300,000	₱16,300,000	₱–
Bay City Commercial Ventures Corp.	280,796,496	280,796,496	280,796,496	–
Cagayan De Oro Gateway Corporation	103,293	103,293	103,293	–
Capitol Central Commercial Ventures Corp.	2,026,567	2,026,567	2,026,567	–
Crans Montana Property Holdings Corporation	(32,508,760)	(32,508,760)	(32,508,760)	–
Direct Power Services Inc.	36,516	36,516	36,516	–
North Triangle Depot Commercial Corp				–
AREIT, Inc.	78,392,713	78,392,713	78,392,713	–
Soltea Commercial Corp.	35,482,937	35,482,937	35,482,937	–
Ten Knots Philippines, Inc.(Conso)	30,453,656	30,453,656	30,453,656	–
Accendo Commercial Corp	(7,446,883)	(7,446,883)	(7,446,883)	–
ALI Capital Corp. (Conso)	7,470,000	7,470,000	7,470,000	–
ALI Commercial Center, Inc. (Conso)	122,543,673	122,543,673	122,543,673	–
Amaia Land Corporation (Conso)	(58,776,177	(58,776,177	(58,776,177	–
Amorsedia Development Corporation (Conso)	(24,885,351)	(24,885,351)	(24,885,351)	–
Arvo Commercial Corporation	10,000,000	10,000,000	10,000,000	–
Ayala Property Management Corporation (Conso)	9,670,292	9,670,292	9,670,292	–
AyalaLand Hotels and Resorts Corp. (Conso)	53,670,000	53,670,000	53,670,000	–
Ayalaland Logistics Holdings Corp. (Conso)	(34,979,097)	(34,979,097)	(34,979,097)	–
Sub-Total	**₱488,349,876**	**₱488,349,876**	**₱488,349,876**	**₱–**

	Amount Owed by ALI Subsidiaries to AREIT PROPERTY MANAGER, INC.			
	Receivable Balance per AREIT PROPERTY MANAGER, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AREIT, Inc.	₱271,308,298	₱271,308,298	₱271,308,298	₱–
Sub-Total	**₱271,308,298**	**₱271,308,298**	**₱271,308,298**	**₱–**

	Amount Owed by ALI Subsidiaries to AREIT, INC.			
	Receivable Balance per AREIT, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱2,464,491	₱2,464,491	₱2,464,491	₱–
AyalaLand Offices, Inc. (Conso)	(776)	(776)	(776)	–
Bay City Commercial Ventures Corp.	349,519,716	349,519,716	349,519,716	–
BellaVita Land Corp.	39,830	39,830	39,830	–
Cagayan De Oro Gateway Corporation	537,083	537,083	537,083	–
Capitol Central Commercial Ventures Corp.	209,193,922	209,193,922	209,193,922	–
Cavite Commercial Towncenter Inc.	40,088,362	40,088,362	40,088,362	–
Crans Montana Property Holdings Corporation	1,246,956	1,246,956	1,246,956	–
Direct Power Services Inc.	6,351	6,351	6,351	–
Makati Cornerstone Leasing Corp.	4,921	4,921	4,921	–
North Eastern Commercial Corp.	975,303,986	975,303,986	975,303,986	–
North Triangle Depot Commercial Corp	1,218,944	1,218,944	1,218,944	–
Soltea Commercial Corp.	307,665	307,665	307,665	–
Sunnyfield E-Office Corp	150	150	150	–
Ten Knots Philippines, Inc.(Conso)	1,163,932	1,163,932	1,163,932	–
Westview Commercial Ventures Corp.	1,958,066	1,958,066	1,958,066	–
Accendo Commercial Corp	575,250	575,250	575,250	–
ALI Capital Corp. (Conso)	19,043,664	19,043,664	19,043,664	–
ALI Commercial Center, Inc. (Conso)	28,938,564	28,938,564	28,938,564	–
Alveo Land Corporation (Conso)	45,959,821	45,959,821	45,959,821	–
Amaia Land Corporation (Conso)	3,102,340	3,102,340	3,102,340	–
Amorsedia Development Corporation (Conso)	18,073,745	18,073,745	18,073,745	–
Arvo Commercial Corporation	39,203,390	39,203,390	39,203,390	–
Avida Land Corporation (Conso)	1,045,181	1,045,181	1,045,181	–
Ayala Property Management Corporation (Conso)	2,512,284	2,512,284	2,512,284	–
AyalaLand Estates Inc. (Conso)	65,694,479	65,694,479	65,694,479	–
AyalaLand Hotels and Resorts Corp. (Conso)	2,296,194,865	2,296,194,865	2,296,194,865	–
Ayalaland Logistics Holdings Corp. (Conso)	93,720,083	93,720,083	93,720,083	–
Sub-Total	**₱4,197,117,267**	**₱4,197,117,267**	**₱4,197,117,267**	**₱–**

	Amount Owed by ALI Subsidiaries to ARVO COMMERCIAL CORP.			
	Receivable Balance per ARVO COMMERCIAL CORP.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱20,307	₱20,307	₱20,307	₱–
Cavite Commercial Towncenter Inc.	807,934	807,934	807,934	–
Leisure and Allied Industries Phils. Inc.	2,908,822	2,908,822	2,908,822	–
North Triangle Depot Commercial Corp	6,520	6,520	6,520	–
North Ventures Commercial Corp.	4,158	4,158	4,158	–
AREIT, Inc.	2,914	2,914	2,914	–
Primavera Towncentre, Inc.	308,275	308,275	308,275	–
Soltea Commercial Corp.	13,450	13,450	13,450	–
Station Square East Commercial Corp	1,670	1,670	1,670	–
Alabang Commercial Corporation (Conso)	1,860	1,860	1,860	–
ALI Commercial Center, Inc. (Conso)	37,330	37,330	37,330	–
Sub-Total	**₱4,113,239**	**₱4,113,239**	**₱4,113,239**	**₱–**

	Amount Owed by ALI to AURORA PROPERTIES, INC.			
	Receivable Balance per AURORA PROPERTIES, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	₱871	₱871	₱871	₱–
Bay City Commercial Ventures Corp.	114,661,462	114,661,462	114,661,462	–

	Amount Owed by ALI to AURORA PROPERTIES, INC.			
	Receivable Balance per AURORA PROPERTIES, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Cagayan De Oro Gateway Corporation	631,906	631,906	631,906	–
Cavite Commercial Towncenter Inc.	637,669	637,669	637,669	–
CECI Realty Corp.	167,851	167,851	167,851	–
Crans Montana Property Holdings Corporation	114,571,126	114,571,126	114,571,126	–
Crimson Field Enterprises, Inc.	5,046,986	5,046,986	5,046,986	–
Makati Development Corporation (Conso)	8,180	8,180	8,180	–
Red Creek Properties, Inc.	9,524,333	9,524,333	9,524,333	–
Ten Knots Development Corporation(Conso)	726	726	726	–
Ten Knots Philippines, Inc.(Conso)	8,621	8,621	8,621	–
Vesta Property Holdings Inc.	27,739	27,739	27,739	–
ALI Capital Corp. (Conso)	559,161	559,161	559,161	–
ALI Commercial Center, Inc. (Conso)	99,903,340	99,903,340	99,903,340	–
Alveo Land Corporation (Conso)	28,443,107	28,443,107	28,443,107	–
Amaia Land Corporation (Conso)	161,039,467	161,039,467	161,039,467	–
Amorsedia Development Corporation (Conso)	185,504,918	185,504,918	185,504,918	–
Arca South Integrated Terminal, Inc	3,007,928	3,007,928	3,007,928	–
Arvo Commercial Corporation	2,113,967	2,113,967	2,113,967	–
Avida Land Corporation (Conso)	192,927,707	192,927,707	192,927,707	–
AyalaLand Hotels and Resorts Corp. (Conso)	65,309,355	65,309,355	65,309,355	–
Sub-Total	**₱984,096,421**	**₱984,096,421**	**₱984,096,421**	**₱–**

	Amount Owed by ALI Subsidiaries to AVIANA DEVELOPMENT CORP.			
	Receivable Balance per AVIANA DEVELOPMEN T CORP.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Makati Development Corporation (Conso)	₱546,293	₱546,293	₱546,293	₱–
Sub-Total	**₱546,293**	**₱546,293**	**₱546,293**	**₱–**

	Amount Owed by ALI Subsidiaries to AVIDA LAND CORP. & SUBSIDIARIES.			
	Receivable Balance per AVIDA LAND CORP. & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱242,413	₱242,413	₱242,413	₱–
AyalaLand Offices, Inc. (Conso)	0	0	0	–
Bay City Commercial Ventures Corp.	1,811,515	1,811,515	1,811,515	–
BellaVita Land Corp.	439,129,363	439,129,363	439,129,363	–
BG West Properties, Inc	1,468,416,572	1,468,416,572	1,468,416,572	–
Cagayan De Oro Gateway Corporation	455,032,278	455,032,278	455,032,278	–
CECI Realty Corp.	140,000	140,000	140,000	–
Crans Montana Property Holdings Corporation	16,175	16,175	16,175	–
Makati Development Corporation (Conso)	18,494,808	18,494,808	18,494,808	–
North Triangle Depot Commercial Corp	12,460	12,460	12,460	–
Nuevocentro, Inc. (Conso)	286,132,257	286,132,257	286,132,257	–
Roxas Land Corp.	535,461	535,461	535,461	–
Serendra Inc.	131,274	131,274	131,274	–
Soltea Commercial Corp.	45,029,554	45,029,554	45,029,554	–
Station Square East Commercial Corp	420,337	420,337	420,337	–
Summerhill Commercial Ventures Corp.	10,180	10,180	10,180	–
Ten Knots Philippines, Inc.(Conso)	1,689,369	1,689,369	1,689,369	–
Vesta Property Holdings Inc.	1,966	1,966	1,966	–
Accendo Commercial Corp	192,322,280	192,322,280	192,322,280	–
ALI Commercial Center, Inc. (Conso)	20,243,539	20,243,539	20,243,539	–
ALI-CII Development Corporation	75,000	75,000	75,000	–
Altaraza Development Corporation				–
Alveo Land Corporation (Conso)	627,356,846	627,356,846	627,356,846	–

	Amount Owed by ALI Subsidiaries to AVIDA LAND CORP. & SUBSIDIARIES.			
	Receivable Balance per AVIDA LAND CORP. & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Amaia Land Corporation (Conso)	20,097,652	20,097,652	20,097,652	–
Amorsedia Development Corporation (Conso)	1,439,905	1,439,905	1,439,905	–
Arvo Commercial Corporation	28,168,158	28,168,158	28,168,158	–
Aurora Properties, Inc.	39,622,567	39,622,567	39,622,567	–
Avida Land Corporation (Conso)	(32,990,438)	(32,990,438)	(32,990,438)	–
Ayala Hotels Inc.	25,702	25,702	25,702	–
Ayala Land International Sales, Inc.(Conso)	12,748,830	12,748,830	12,748,830	–
Ayala Property Management Corporation (Conso)	10,460,476	10,460,476	10,460,476	–
Ayala Theaters Management, Inc.	69,503	69,503	69,503	–
AyalaLand Estates Inc. (Conso)	226,407,445	226,407,445	226,407,445	–
AyalaLand Hotels and Resorts Corp. (Conso)	484,767	484,767	484,767	–
Ayalaland Logistics Holdings Corp. (Conso)	834,269	834,269	834,269	–
Sub-Total	**₱3,864,612,483**	**₱3,864,612,483**	**₱3,864,612,483**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA HOTELS INC.			
	Receivable Balance per AHI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	₱198,822	₱198,822	₱198,822	₱–
Bay City Commercial Ventures Corp.	821,785,612	821,785,612	821,785,612	–
BG West Properties, Inc	140,252,227	140,252,227	140,252,227	–
Cagayan De Oro Gateway Corporation	2,753,681	2,753,681	2,753,681	–
Capitol Central Commercial Ventures Corp.	132,413,408	132,413,408	132,413,408	–
Cavite Commercial Towncenter Inc.	198,907,803	198,907,803	198,907,803	–
Crans Montana Property Holdings Corporation	147,870	147,870	147,870	–
AREIT, Inc.	3,772	3,772	3,772	–
Primavera Towncentre, Inc.	49,744,661	49,744,661	49,744,661	–
Soltea Commercial Corp.	11,610,500	11,610,500	11,610,500	–
Summerhill Commercial Ventures Corp.	695,683	695,683	695,683	–
Ten Knots Development Corporation(Conso)	3,046,778	3,046,778	3,046,778	–
Ten Knots Philippines, Inc.(Conso)	254,430,356	254,430,356	254,430,356	–
Accendo Commercial Corp	182,671,404	182,671,404	182,671,404	–
ALI Capital Corp. (Conso)	247,460,872	247,460,872	247,460,872	–
ALI Commercial Center, Inc. (Conso)	36,359,757	36,359,757	36,359,757	–
Alveo Land Corporation (Conso)	31,505,711	31,505,711	31,505,711	–
Amaia Land Corporation (Conso)	122,160,133	122,160,133	122,160,133	–
Amorsedia Development Corporation (Conso)	16,648,522	16,648,522	16,648,522	–
Arvo Commercial Corporation	105,068,249	105,068,249	105,068,249	–
Avida Land Corporation (Conso)	2,464,484	2,464,484	2,464,484	–
Ayala Land International Sales, Inc.(Conso)	4,500,000	4,500,000	4,500,000	–
AyalaLand Hotels and Resorts Corp. (Conso)	1,033,746,661	1,033,746,661	1,033,746,661	–
Ayalaland Logistics Holdings Corp. (Conso)	57,808,154	57,808,154	57,808,154	–
Sub-Total	**₱3,456,385,122**	**₱3,456,385,122**	**₱3,456,385,122**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA LAND INTERNATIONAL SALES, INC. & SUBS..			
	Receivable Balance per ALISI & SUBSIDIARIES.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱7,094,190	₱7,094,190	₱7,094,190	₱–
BellaVita Land Corp.	1,708,007	1,708,007	1,708,007	–
Capitol Central Commercial Ventures Corp.	15,142,943	15,142,943	15,142,943	–
Crans Montana Property Holdings Corporation	15,200	15,200	15,200	–
North Triangle Depot Commercial Corp	10,408,190	10,408,190	10,408,190	–
Nuevocentro, Inc. (Conso)	6,551,233	6,551,233	6,551,233	–
Primavera Towncentre, Inc.	1,018,268	1,018,268	1,018,268	–

	Amount Owed by ALI Subsidiaries to AYALA LAND INTERNATIONAL SALES, INC. & SUBS..			
	Receivable Balance per ALISI & SUBSIDIARIES.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ten Knots Philippines, Inc.(Conso)	28,329,224	28,329,224	28,329,224	–
ALI Capital Corp. (Conso)	3,614,760	3,614,760	3,614,760	–
Alveo Land Corporation (Conso)	67,076,949	67,076,949	67,076,949	–
Amaia Land Corporation (Conso)	102,204,688	102,204,688	102,204,688	–
Amorsedia Development Corporation (Conso)	(70,115)	(70,115)	(70,115)	–
Avida Land Corporation (Conso)	127,180,611	127,180,611	127,180,611	–
AyalaLand Hotels and Resorts Corp. (Conso)	172,666	172,666	172,666	–
Sub-Total	**₱370,446,814**	**₱370,446,814**	**₱370,446,814**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA LAND SALES, INC.			
	Receivable Balance per ALSI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Premier, Inc.	₱6,322	₱6,322	₱6,322	₱–
Bay City Commercial Ventures Corp.	28,533,808	28,533,808	28,533,808	–
BellaVita Land Corp.	52,832	52,832	52,832	–
Cavite Commercial Towncenter Inc.	10,233,439	10,233,439	10,233,439	–
North Triangle Depot Commercial Corp	5,143,201	5,143,201	5,143,201	–
AREIT, Inc.	465	465	465	–
Soltea Commercial Corp.	29,788,079	29,788,079	29,788,079	–
Summerhill Commercial Ventures Corp.	214,743	214,743	214,743	–
Ten Knots Philippines, Inc.(Conso)	12,958,473	12,958,473	12,958,473	–
Accendo Commercial Corp	8,560,810	8,560,810	8,560,810	–
Alveo Land Corporation (Conso)	501,850	501,850	501,850	–
Amaia Land Corporation (Conso)	439,291	439,291	439,291	–
Arvo Commercial Corporation	2,267,349	2,267,349	2,267,349	–
Avida Land Corporation (Conso)	1,131,287	1,131,287	1,131,287	–
AyalaLand Hotels and Resorts Corp. (Conso)	50,722,796	50,722,796	50,722,796	–
Ayalaland Logistics Holdings Corp. (Conso)	5,200,076	5,200,076	5,200,076	–
Sub-Total	**₱155,754,821**	**₱155,754,821**	**₱155,754,821**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA PROPERTY MANAGEMENT CORP. & Subsidiaries			
	Receivable Balance per APMC& SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱3,792,539	₱3,792,539	₱3,792,539	₱–
Ayalaland Metro North, Inc.	0	0	0	–
AyalaLand Offices, Inc. (Conso)	4,844,380	4,844,380	4,844,380	–
Ayalaland Premier, Inc.	193,498	193,498	193,498	–
Bay City Commercial Ventures Corp.	84,675,932	84,675,932	84,675,932	–
BG West Properties, Inc	1,669,356	1,669,356	1,669,356	–
Cagayan De Oro Gateway Corporation	574,409	574,409	574,409	–
Cavite Commercial Towncenter Inc.	38,381,031	38,381,031	38,381,031	–
CECI Realty Corp.	622,511	622,511	622,511	–
Crans Montana Property Holdings Corporation	276,864	276,864	276,864	–
Hillsford Property Corporation	827,317	827,317	827,317	–
Makati Cornerstone Leasing Corp.	122,265	122,265	122,265	–
Makati Development Corporation (Conso)	2,576,283	2,576,283	2,576,283	–
North Eastern Commercial Corp.	971,259	971,259	971,259	–
North Triangle Depot Commercial Corp	9,860,924	9,860,924	9,860,924	–
North Ventures Commercial Corp.	12,490,965	12,490,965	12,490,965	–
Nuevocentro, Inc. (Conso)	12,934,266	12,934,266	12,934,266	–
AREIT, Inc.	2,992,177	2,992,177	2,992,177	–
Philippine Integrated Energy Solutions, Inc.	111,023,189	111,023,189	111,023,189	–
Roxas Land Corp.	765,610	765,610	765,610	–
Serendra Inc.	24,418,418	24,418,418	24,418,418	–
Soltea Commercial Corp.	65,954,363	65,954,363	65,954,363	–

	Amount Owed by ALI Subsidiaries to AYALA PROPERTY MANAGEMENT CORP. & Subsidiaries			
	Receivable Balance per APMC& SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Southportal Properties, Inc.	(1,259,430)	(1,259,430)	(1,259,430)	–
Ten Knots Development Corporation(Conso)	220,590	220,590	220,590	–
Ten Knots Philippines, Inc.(Conso)	25,423,614	25,423,614	25,423,614	–
Vesta Property Holdings Inc.	473,704	473,704	473,704	–
Westview Commercial Ventures Corp.	175,711	175,711	175,711	–
Accendo Commercial Corp	24,557,404	24,557,404	24,557,404	–
Adauge Commercial Corp.	150,091	150,091	150,091	–
Alabang Commercial Corporation (Conso)	591,385	591,385	591,385	–
ALI Capital Corp. (Conso)	86,492	86,492	86,492	–
ALI Commercial Center, Inc. (Conso)	91,464,345	91,464,345	91,464,345	–
ALI-CII Development Corporation	54,233	54,233	54,233	–
Alveo Land Corporation (Conso)	38,670,436	38,670,436	38,670,436	–
Amaia Land Corporation (Conso)	51,296,731	51,296,731	51,296,731	–
Amorsedia Development Corporation (Conso)	11,199,714	11,199,714	11,199,714	–
APRISA Business Process Solutions, Inc	2,961,607	2,961,607	2,961,607	–
Arvo Commercial Corporation	195,006	195,006	195,006	–
Aurora Properties, Inc.	356,081	356,081	356,081	–
Aviana Development Corporation	5,109,311	5,109,311	5,109,311	–
Avida Land Corporation (Conso)	41,665,017	41,665,017	41,665,017	–
Ayala Land Sales Inc.	300	300	300	–
Ayala Property Management Corporation (Conso)	61,255	61,255	61,255	–
AyalaLand Estates Inc. (Conso)	3,362,550	3,362,550	3,362,550	–
AyalaLand Hotels and Resorts Corp. (Conso)	380,608,040	380,608,040	380,608,040	–
Ayalaland Logistics Holdings Corp. (Conso)	100,540,677	100,540,677	100,540,677	–
Sub-Total	**₱1,157,932,418**	**₱1,157,932,418**	**₱1,157,932,418**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA THEATERS MANAGEMENT, INC.			
	Receivable Balance per ATMI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱6,993	₱6,993	₱6,993	₱–
Ayalaland Metro North, Inc.	45,640	45,640	45,640	–
Capitol Central Commercial Ventures Corp.	104,720	104,720	104,720	–
Makati Cornerstone Leasing Corp.	115,480	115,480	115,480	–
North Eastern Commercial Corp.	36,064	36,064	36,064	–
North Ventures Commercial Corp.	179,984	179,984	179,984	–
ALI Commercial Center, Inc. (Conso)	3,996	3,996	3,996	–
Arvo Commercial Corporation	46,592	46,592	46,592	–
Sub-Total	**₱539,469**	**₱539,469**	**₱539,469**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND CLUB MANAGEMENT, INC.			
	Receivable Balance per ACMI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱500	₱500	₱500	₱–
AyalaLand Offices, Inc. (Conso)	1,500	1,500	1,500	–
Ayalaland Premier, Inc.	319,500	319,500	319,500	–
Verde Golf Development Corporation				–
Anvaya Cove Beach and Nature Club Inc	3,040,897	3,040,897	3,040,897	–
Anvaya Cove Golf and Sports Club Inc.	1,548,093	1,548,093	1,548,093	–
APRISA Business Process Solutions, Inc	4,500	4,500	4,500	–
Ayala Land Sales Inc.	84,000	84,000	84,000	–
AyalaLand Estates Inc. (Conso)	73,500	73,500	73,500	–
Sub-Total	**₱5,072,491**	**₱5,072,491**	**₱5,072,491**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND ESTATES, INC. CONSOLIDATED			
	Receivable Balance per AEI CONSOLIDATED	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱467,009	₱467,009	₱467,009	₱–
Cagayan De Oro Gateway Corporation	276,823	276,823	276,823	–
CECI Realty Corp.	92,668	92,668	92,668	–
Crans Montana Property Holdings Corporation	158,633	158,633	158,633	–
Lagdigan Land Corporation	10,852	10,852	10,852	–
Makati Development Corporation (Conso)	507,285	507,285	507,285	–
North Eastern Commercial Corp.	51,507,486	51,507,486	51,507,486	–
Nuevocentro, Inc. (Conso)	8,485	8,485	8,485	–
Vesta Property Holdings Inc.	10	10	10	–
Accendo Commercial Corp	7,237	7,237	7,237	–
ALI Capital Corp. (Conso)	175,615	175,615	175,615	–
ALI Commercial Center, Inc. (Conso)	311,433	311,433	311,433	–
Altaraza Development Corporation	8,414	8,414	8,414	–
Altaraza Prime Realty Corporation	10	10	10	–
Amaia Land Corporation (Conso)	21,812	21,812	21,812	–
Amorsedia Development Corporation (Conso)	5,902,947	5,902,947	5,902,947	–
Arca South Integrated Terminal, Inc	2,242,825	2,242,825	2,242,825	–
Arvo Commercial Corporation	1,901,922	1,901,922	1,901,922	–
Aurora Properties, Inc.	10	10	10	–
Aviana Development Corporation	3,726	3,726	3,726	–
Avida Land Corporation (Conso)	15,032	15,032	15,032	–
AyalaLand Estates Inc. (Conso)	2,028,943	2,028,943	2,028,943	–
AyalaLand Hotels and Resorts Corp. (Conso)	817,730	817,730	817,730	–
Ayalaland Logistics Holdings Corp. (Conso)	40,891	40,891	40,891	–
Sub-Total	**₱66,507,798**	**₱66,507,798**	**₱66,507,798**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALA HOTELS & RESORTS GROUP			
	Receivable Balance per AHRC & SUBSIDIARIES	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.				₱–
AyalaLand Malls, Inc. (Conso)	₱419,040	₱419,040	₱419,040	–
AyalaLand Offices, Inc. (Conso)	422,070	422,070	422,070	–
Bay City Commercial Ventures Corp.	(973,563)	(973,563)	(973,563)	–
BellaVita Land Corp.	427	427	427	–
Central Bloc Hotel Ventures	18,518,430	18,518,430	18,518,430	–
Integrated Eco-Resort Inc.	29,568	29,568	29,568	–
Makati Development Corporation (Conso)	4,553	4,553	4,553	–
North Triangle Depot Commercial Corp	(5,370,696)	(5,370,696)	(5,370,696)	–
Ten Knots Development Corporation(Conso)	2,114,695	2,114,695	2,114,695	–
Ten Knots Philippines, Inc.(Conso)	50,620	50,620	50,620	–
Accendo Commercial Corp	7,000,000	7,000,000	7,000,000	–
ALI Capital Corp. (Conso)	423,195	423,195	423,195	–
Amaia Land Corporation (Conso)	(2,811)	(2,811)	(2,811)	–
Avida Land Corporation (Conso)	53,771	53,771	53,771	–
Ayala Hotels Inc.	362	362	362	–
Ayala Property Management Corporation (Conso)	370,404	370,404	370,404	–
AyalaLand Hotels and Resorts Corp. (Conso)	32,915,148	32,915,148	32,915,148	–
Ayalaland Logistics Holdings Corp. (Conso)	423,195	423,195	423,195	–
Sub-Total	**₱56,398,407**	**₱56,398,407**	**₱56,398,407**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND LOGISTICS HOLDINGS CORP. (Conso)			
	Receivable Balance per ALLHC & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱269,522	₱269,522	₱269,522	₱–
Ayalaland Metro North, Inc.	3,408,394	3,408,394	3,408,394	–
Bay City Commercial Ventures Corp.	111,716,072	111,716,072	111,716,072	–
BellaVita Land Corp.	0	0	0	–
Cagayan De Oro Gateway Corporation	134,953	134,953	134,953	–
Capitol Central Commercial Ventures Corp.	3,753,774	3,753,774	3,753,774	–
Cavite Commercial Towncenter Inc.	17,141,204	17,141,204	17,141,204	–
Crans Montana Property Holdings Corporation	4,608	4,608	4,608	–
Leisure and Allied Industries Phils. Inc.	(50,600)	(50,600)	(50,600)	–
Makati Development Corporation (Conso)	4,699,310	4,699,310	4,699,310	–
North Eastern Commercial Corp.	90,580	90,580	90,580	–
North Triangle Depot Commercial Corp	601,164	601,164	601,164	–
North Ventures Commercial Corp.	274,320	274,320	274,320	–
Nuevocentro, Inc. (Conso)	4,139,057	4,139,057	4,139,057	–
Primavera Towncentre, Inc.	50,502,605	50,502,605	50,502,605	–
Soltea Commercial Corp.	3,799,105	3,799,105	3,799,105	–
Station Square East Commercial Corp	1,687,120	1,687,120	1,687,120	–
Summerhill Commercial Ventures Corp.	51,726	51,726	51,726	–
Ten Knots Development Corporation(Conso)	8,092,258	8,092,258	8,092,258	–
Ten Knots Philippines, Inc.(Conso)	(219,942)	(219,942)	(219,942)	–
Accendo Commercial Corp	16,047,952	16,047,952	16,047,952	–
Alabang Commercial Corporation (Conso)	35,390	35,390	35,390	–
ALI Capital Corp. (Conso)	37,695,007	37,695,007	37,695,007	–
ALI Commercial Center, Inc. (Conso)	87,635,776	87,635,776	87,635,776	–
Alveo Land Corporation (Conso)	14,160	14,160	14,160	–
Amaia Land Corporation (Conso)	53,453,656	53,453,656	53,453,656	–
Amorsedia Development Corporation (Conso)	84,263	84,263	84,263	–
Arvo Commercial Corporation	28,265,720	28,265,720	28,265,720	–
Avida Land Corporation (Conso)	3,232,493	3,232,493	3,232,493	–
Ayala Property Management Corporation (Conso)	1,233	1,233	1,233	–
AyalaLand Hotels and Resorts Corp. (Conso)	9,080,814	9,080,814	9,080,814	–
Sub-Total	**₱445,641,693**	**₱445,641,693**	**₱445,641,693**	₱–

	Amount Owed by ALI Subsidiaries to AYALALAND MALLS & SYNERGIES, INC.			
	Receivable Balance per AMSI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱5,355,795	₱5,355,795	₱5,355,795	₱–
North Eastern Commercial Corp.	29,864	29,864	29,864	–
Soltea Commercial Corp.	4,155,583	4,155,583	4,155,583	–
Ten Knots Philippines, Inc.(Conso)	8,263,041	8,263,041	8,263,041	–
ALI Commercial Center, Inc. (Conso)	19,252,657	19,252,657	19,252,657	–
AREIT Fund Manager, Inc.	345	345	345	–
Ayalaland Logistics Holdings Corp. (Conso)	6,262,805	6,262,805	6,262,805	–
Sub-Total	**₱43,320,092**	**₱43,320,092**	**₱43,320,092**	₱–

	Amount Owed by ALI Subsidiaries to AYALALAND MALLS, INC. & Subsidiaries			
	Receivable Balance per ALMI & Subsidiaries	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱239,473	₱239,473	₱239,473	₱–
AyalaLand Malls, Inc. (Conso)	6,936,644	6,936,644	6,936,644	–
Ayalaland Metro North, Inc.	1,701,679	1,701,679	1,701,679	–
Bay City Commercial Ventures Corp.	10,547,432	10,547,432	10,547,432	–
Cagayan De Oro Gateway Corporation	1,249,181	1,249,181	1,249,181	–

	Amount Owed by ALI Subsidiaries to AYALALAND MALLS, INC. & Subsidiaries			
	Receivable Balance per ALMI & Subsidiaries	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Capitol Central Commercial Ventures Corp.	1,914,348	1,914,348	1,914,348	–
Cavite Commercial Towncenter Inc.	3,001,719	3,001,719	3,001,719	–
Makati Cornerstone Leasing Corp.	5,213,932	5,213,932	5,213,932	–
North Eastern Commercial Corp.	6,668,708	6,668,708	6,668,708	–
North Triangle Depot Commercial Corp	2,272,041	2,272,041	2,272,041	–
North Ventures Commercial Corp.	9,808,566	9,808,566	9,808,566	–
NorthBeacon Commercial Corporation	24,273	24,273	24,273	–
Nuevocentro, Inc. (Conso)	2,415	2,415	2,415	–
AREIT, Inc.	1,822,698	1,822,698	1,822,698	–
Primavera Towncentre, Inc.	282,887	282,887	282,887	–
Soltea Commercial Corp.	1,574,090	1,574,090	1,574,090	–
Station Square East Commercial Corp	3,431,098	3,431,098	3,431,098	–
Subic Bay Town Center Inc.	1,352,199	1,352,199	1,352,199	–
Summerhill Commercial Ventures Corp.	2,741,866	2,741,866	2,741,866	–
Westview Commercial Ventures Corp.	108,762	108,762	108,762	–
Accendo Commercial Corp	582,168	582,168	582,168	–
Adauge Commercial Corp.	391,583	391,583	391,583	–
Alabang Commercial Corporation (Conso)	1,804,159	1,804,159	1,804,159	–
ALI Capital Corp. (Conso)	947,784	947,784	947,784	–
ALI Commercial Center, Inc. (Conso)	16,101,571	16,101,571	16,101,571	–
Amaia Land Corporation (Conso)	(29,000,000)	(29,000,000)	(29,000,000)	–
Arvo Commercial Corporation	6,692,431	6,692,431	6,692,431	–
Avida Land Corporation (Conso)	(6,000,000)	(6,000,000)	(6,000,000)	–
Ayalaland Logistics Holdings Corp. (Conso)	1,448,491	1,448,491	1,448,491	–
Sub-Total	**₱53,862,198**	**₱53,862,198**	**₱53,862,198**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND MEDICAL FACILITIES LEASING, INC.			
	Receivable Balance per AMFLI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱1,227,692	₱1,227,692	₱1,227,692	₱–
Whiteknight Holdings, Inc.	291	291	291	–
Avida Land Corporation (Conso)	15,958	15,958	15,958	–
Sub-Total	**₱1,243,941**	**₱1,243,941**	**₱1,243,941**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND METRO NORTH, INC.			
	Receivable Balance per AMNI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱177,995,003	₱177,995,003	₱177,995,003	₱–
Cagayan De Oro Gateway Corporation	47,954	47,954	47,954	–
Capitol Central Commercial Ventures Corp.	15,266,173	15,266,173	15,266,173	–
Cavite Commercial Towncenter Inc.	34,585,169	34,585,169	34,585,169	–
North Eastern Commercial Corp.	56,946	56,946	56,946	–
North Triangle Depot Commercial Corp	1,586	1,586	1,586	–
North Ventures Commercial Corp.	1,250	1,250	1,250	–
NorthBeacon Commercial Corporation	1,581	1,581	1,581	–
AREIT, Inc.	808	808	808	–
Soltea Commercial Corp.	10,078,200	10,078,200	10,078,200	–
Station Square East Commercial Corp	34,256	34,256	34,256	–
Subic Bay Town Center Inc.	220	220	220	–
Summerhill Commercial Ventures Corp.	5,136	5,136	5,136	–
Ten Knots Philippines, Inc.(Conso)	32,199,439	32,199,439	32,199,439	–
Accendo Commercial Corp	12,092,148	12,092,148	12,092,148	–
ALI Capital Corp. (Conso)	12,501	12,501	12,501	–
ALI Commercial Center, Inc. (Conso)	13,176,573	13,176,573	13,176,573	–

	Amount Owed by ALI Subsidiaries to AYALALAND METRO NORTH, INC.			
	Receivable Balance per AMNI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Alveo Land Corporation (Conso)	(51,825,108)	(51,825,108)	(51,825,108)	–
Amaia Land Corporation (Conso)	79,258	79,258	79,258	–
Amorsedia Development Corporation (Conso)	4,823	4,823	4,823	–
Arvo Commercial Corporation	3,670,877	3,670,877	3,670,877	–
Avida Land Corporation (Conso)	0	0	0	–
AyalaLand Estates Inc. (Conso)	75,714	75,714	75,714	–
AyalaLand Hotels and Resorts Corp. (Conso)	32,031,264	32,031,264	32,031,264	–
Ayalaland Logistics Holdings Corp. (Conso)	15,225,661	15,225,661	15,225,661	–
Sub-Total	**₱294,817,433**	**₱294,817,433**	**₱294,817,433**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND OFFICES & Subsidiaries			
	Receivable Balance per ALO & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	₱320,731	₱320,731	₱320,731	₱–
AyalaLand Offices, Inc. (Conso)	169,951,387	169,951,387	169,951,387	–
Bay City Commercial Ventures Corp.	1,855,092,774	1,855,092,774	1,855,092,774	–
BellaVita Land Corp.	92,091	92,091	92,091	–
Cagayan De Oro Gateway Corporation	31,352,136	31,352,136	31,352,136	–
Capitol Central Commercial Ventures Corp.	458,328,573	458,328,573	458,328,573	–
Cavite Commercial Towncenter Inc.	109,118,970	109,118,970	109,118,970	–
CECI Realty Corp.	4,905,774	4,905,774	4,905,774	–
Crans Montana Property Holdings Corporation	39,740,699	39,740,699	39,740,699	–
Direct Power Services Inc.	28,234	28,234	28,234	–
Hillsford Property Corporation	95,996	95,996	95,996	–
Makati Cornerstone Leasing Corp.	3,604,136	3,604,136	3,604,136	–
Makati Development Corporation (Conso)	560,464	560,464	560,464	–
North Eastern Commercial Corp.	3,628,823	3,628,823	3,628,823	–
North Triangle Depot Commercial Corp	148,332,044	148,332,044	148,332,044	–
North Ventures Commercial Corp.	343,672	343,672	343,672	–
Nuevocentro, Inc. (Conso)	527,126	527,126	527,126	–
AREIT, Inc.	7,495,152	7,495,152	7,495,152	–
Primavera Towncentre, Inc.	10,297,360	10,297,360	10,297,360	–
Soltea Commercial Corp.	103,658,132	103,658,132	103,658,132	–
Sunnyfield E-Office Corp	3,877,369	3,877,369	3,877,369	–
Ten Knots Development Corporation(Conso)	76,757,896	76,757,896	76,757,896	–
Ten Knots Philippines, Inc.(Conso)	401,822,297	401,822,297	401,822,297	–
Westview Commercial Ventures Corp.	336,073,299	336,073,299	336,073,299	–
Accendo Commercial Corp	132,963,556	132,963,556	132,963,556	–
Alabang Commercial Corporation (Conso)	332,837	332,837	332,837	–
ALI Capital Corp. (Conso)	189,543,921	189,543,921	189,543,921	–
ALI Commercial Center, Inc. (Conso)	205,873,053	205,873,053	205,873,053	–
ALO Prime Realty Corporation	3,021,761	3,021,761	3,021,761	–
Alveo Land Corporation (Conso)	94,633,463	94,633,463	94,633,463	–
Amaia Land Corporation (Conso)	139,705,362	139,705,362	139,705,362	–
Amorsedia Development Corporation (Conso)	1,758	1,758	1,758	–
Arvo Commercial Corporation	315,117,182	315,117,182	315,117,182	–
Avida Land Corporation (Conso)	8,911,805	8,911,805	8,911,805	–
Ayala Land International Sales, Inc.(Conso)	40,320	40,320	40,320	–
Ayala Land Sales Inc.	11,330	11,330	11,330	–
Ayala Property Management Corporation (Conso)	120,156	120,156	120,156	–
AyalaLand Estates Inc. (Conso)	5,632,960	5,632,960	5,632,960	–
AyalaLand Hotels and Resorts Corp. (Conso)	1,016,147,063	1,016,147,063	1,016,147,063	–
Ayalaland Logistics Holdings Corp. (Conso)	408,651,406	408,651,406	408,651,406	–
Sub-Total	**₱6,286,713,067**	**₱6,286,713,067**	**₱6,286,713,067**	**₱–**

	Amount Owed by ALI Subsidiaries to AYALALAND PREMIER, INC.			
	Receivable Balance per AYALALAND PREMIER, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱15,037,857	₱15,037,857	₱15,037,857	₱–
Accendo Commercial Corp	3,053,210	3,053,210	3,053,210	–
ALI Commercial Center, Inc. (Conso)	5,063,069	5,063,069	5,063,069	–
Amaia Land Corporation (Conso)	6,592	6,592	6,592	–
Amorsedia Development Corporation (Conso)	13,882,456	13,882,456	13,882,456	–
Ayala Property Management Corporation (Conso)	176,551	176,551	176,551	–
AyalaLand Hotels and Resorts Corp. (Conso)	3,023,221	3,023,221	3,023,221	–
Sub-Total	**₱40,242,956**	**₱40,242,956**	**₱40,242,956**	**₱–**

	Amount Owed by ALI Subsidiaries to BAY CITY COMMERCIAL VENTURES CORP.			
	Receivable Balance per BAY CITY	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱16,124	₱16,124	₱16,124	₱–
Ayalaland Metro North, Inc.	100,189	100,189	100,189	–
Cagayan De Oro Gateway Corporation	221,030	221,030	221,030	–
Capitol Central Commercial Ventures Corp.	218,133	218,133	218,133	–
Makati Cornerstone Leasing Corp.	10,133,967	10,133,967	10,133,967	–
Makati Development Corporation (Conso)	16,393,615	16,393,615	16,393,615	–
North Eastern Commercial Corp.	631,831	631,831	631,831	–
North Triangle Depot Commercial Corp	79,000	79,000	79,000	–
North Ventures Commercial Corp.	203,581	203,581	203,581	–
NorthBeacon Commercial Corporation	226,214	226,214	226,214	–
Soltea Commercial Corp.	172,900	172,900	172,900	–
Station Square East Commercial Corp	28,730	28,730	28,730	–
Subic Bay Town Center Inc.	145,368	145,368	145,368	–
Summerhill Commercial Ventures Corp.	115,411	115,411	115,411	–
Accendo Commercial Corp	241,471	241,471	241,471	–
Alabang Commercial Corporation (Conso)	73,900	73,900	73,900	–
ALI Commercial Center, Inc. (Conso)	258,280	258,280	258,280	–
Arca South Integrated Terminal, Inc	9,181	9,181	9,181	–
Arvo Commercial Corporation	146,469	146,469	146,469	–
Avida Land Corporation (Conso)	548,874	548,874	548,874	–
Sub-Total	**₱29,964,265**	**₱29,964,265**	**₱29,964,265**	**₱–**

	Amount Owed by ALI Subsidiaries to BELLAVITA LAND CORP.			
	Receivable Balance per BELLAVITA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱153,540	₱153,540	₱153,540	₱–
Makati Development Corporation (Conso)	1,438,318	1,438,318	1,438,318	–
Primavera Towncentre, Inc.	1,486,693	1,486,693	1,486,693	–
Amaia Land Corporation (Conso)	85,351	85,351	85,351	–
Arvo Commercial Corporation	128,800	128,800	128,800	–
Avida Land Corporation (Conso)	846,530	846,530	846,530	–
Ayala Land Sales Inc.	21,375	21,375	21,375	–
Ayalaland Logistics Holdings Corp. (Conso)	78,740	78,740	78,740	–
Sub-Total	**₱4,239,347**	**₱4,239,347**	**₱4,239,347**	**₱–**

	Amount Owed by ALI Subsidiaries to BG WEST PROPERTIES, INC.			
	Receivable Balance per BG WEST	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
BG West Properties, Inc	₱194,500	₱194,500	₱194,500	₱–
Makati Development Corporation (Conso)	41,584,461	41,584,461	41,584,461	–

	Amount Owed by ALI Subsidiaries to BG WEST PROPERTIES, INC.			
	Receivable Balance per BG WEST	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Amorsedia Development Corporation (Conso)	8,342	8,342	8,342	–
Ayala Property Management Corporation (Conso)	60,000	60,000	60,000	–
Sub-Total	**₱41,847,303**	**₱41,847,303**	**₱41,847,303**	**₱–**

	Amount Owed by ALI Subsidiaries to CAGAYAN DE ORO GATEWAY CORP.			
	Receivable Balance per CDOGC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱18,142	₱18,142	₱18,142	₱–
Ayalaland Metro North, Inc.	200	200	200	–
BellaVita Land Corp.	20,000	20,000	20,000	–
Cagayan De Oro Gateway Corporation	78,345	78,345	78,345	–
Lagdigan Land Corporation	1,361,437	1,361,437	1,361,437	–
Leisure and Allied Industries Phils. Inc.	59,794	59,794	59,794	–
Makati Development Corporation (Conso)	24,000	24,000	24,000	–
North Eastern Commercial Corp.	600	600	600	–
North Triangle Depot Commercial Corp	11,520	11,520	11,520	–
North Ventures Commercial Corp.	50	50	50	–
Philippine Integrated Energy Solutions, Inc.	2,611,178	2,611,178	2,611,178	–
Soltea Commercial Corp.	200	200	200	–
Accendo Commercial Corp	48,112	48,112	48,112	–
ALI Commercial Center, Inc. (Conso)	41,505	41,505	41,505	–
Alveo Land Corporation (Conso)	350,432	350,432	350,432	–
Amaia Land Corporation (Conso)	22,000	22,000	22,000	–
Arvo Commercial Corporation	180	180	180	–
Avida Land Corporation (Conso)	860,859	860,859	860,859	–
Ayala Property Management Corporation (Conso)	6,000	6,000	6,000	–
AyalaLand Hotels and Resorts Corp. (Conso)	7,582,597	7,582,597	7,582,597	–
Sub-Total	**₱13,097,151**	**₱13,097,151**	**₱13,097,151**	**₱–**

	Amount Owed by ALI Subsidiaries to CAPITOL CENTRAL COMMERCIAL VENTURES CORP.			
	Receivable Balance per CAPITOL CENTRAL	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱3,500	₱3,500	₱3,500	₱–
Ayalaland Metro North, Inc.	460	460	460	–
Cagayan De Oro Gateway Corporation	6,573	6,573	6,573	–
Cebu Leisure Co. Inc.	2,520	2,520	2,520	–
Makati Development Corporation (Conso)	30,000	30,000	30,000	–
North Eastern Commercial Corp.	520	520	520	–
North Triangle Depot Commercial Corp	7,320	7,320	7,320	–
Station Square East Commercial Corp	870	870	870	–
Westview Commercial Ventures Corp.	17,506	17,506	17,506	–
Accendo Commercial Corp	6,573	6,573	6,573	–
Adauge Commercial Corp.	8,800	8,800	8,800	–
Alabang Commercial Corporation (Conso)	540	540	540	–
ALI Commercial Center, Inc. (Conso)	8,240	8,240	8,240	–
Arvo Commercial Corporation	22,489	22,489	22,489	–
Sub-Total	**₱115,911**	**₱115,911**	**₱115,911**	

	Amount Owed by ALI Subsidiaries to CAVITECOMMERCIAL TOWNCENTER, INC.			
	Receivable Balance per CCTCI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	(₱17,350)	(₱17,350)	(₱17,350)	₱–
AyalaLand Malls, Inc. (Conso)	4,000	4,000	4,000	–
AyalaLand Offices, Inc. (Conso)	24,638	24,638	24,638	–
Bay City Commercial Ventures Corp.	1,199	1,199	1,199	–
Capitol Central Commercial Ventures Corp.	28,644	28,644	28,644	–
Leisure and Allied Industries Phils. Inc.	522,555	522,555	522,555	–
Makati Cornerstone Leasing Corp.	6,116	6,116	6,116	–
Makati Development Corporation (Conso)	63,918	63,918	63,918	–
North Ventures Commercial Corp.	4,690	4,690	4,690	–
Soltea Commercial Corp.	46,750	46,750	46,750	–
Summerhill Commercial Ventures Corp.	137,276	137,276	137,276	–
Ten Knots Development Corporation(Conso)	24,638	24,638	24,638	–
Alveo Land Corporation (Conso)	(45,967)	(45,967)	(45,967)	–
Amaia Land Corporation (Conso)	465,635	465,635	465,635	–
Avida Land Corporation (Conso)	156,132	156,132	156,132	–
Ayala Property Management Corporation (Conso)	589,158	589,158	589,158	–
AyalaLand Estates Inc. (Conso)	24,638	24,638	24,638	–
Ayalaland Logistics Holdings Corp. (Conso)	24,638	24,638	24,638	–
Sub-Total	**₱2,061,308**	**₱2,061,308**	**₱2,061,308**	**₱–**

	Amount Owed by ALI Subsidiaries to CEBU LEISURE CO, INC.			
	Receivable Balance per CEBU LEISURE CO., INC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Medical Facilities Leasing Inc.	₱162,600	₱162,600	₱162,600	₱–
Ayalaland Metro North, Inc.	460	460	460	–
Bay City Commercial Ventures Corp.	77,620,041	77,620,041	77,620,041	–
Cagayan De Oro Gateway Corporation	(1,143)	(1,143)	(1,143)	–
Capitol Central Commercial Ventures Corp.	400	400	400	–
Cebu Leisure Co. Inc.	1,786	1,786	1,786	–
Leisure and Allied Industries Phils. Inc.	142,835	142,835	142,835	–
North Triangle Depot Commercial Corp	862,069	862,069	862,069	–
North Ventures Commercial Corp.	200	200	200	–
Soltea Commercial Corp.	3,229	3,229	3,229	–
Summerhill Commercial Ventures Corp.	600	600	600	–
Ten Knots Philippines, Inc.(Conso)	29,572,045	29,572,045	29,572,045	–
Accendo Commercial Corp	34,029	34,029	34,029	–
Alabang Commercial Corporation (Conso)	38,864	38,864	38,864	–
ALI Capital Corp. (Conso)	2,811,507	2,811,507	2,811,507	–
ALI Commercial Center, Inc. (Conso)	9,485,755	9,485,755	9,485,755	–
Alveo Land Corporation (Conso)	106,118	106,118	106,118	–
Amaia Land Corporation (Conso)	38,559,933	38,559,933	38,559,933	–
Amorsedia Development Corporation (Conso)	(0)	(0)	(0)	–
APRISA Business Process Solutions, Inc	638	638	638	–
Arvo Commercial Corporation	48,857	48,857	48,857	–
Avida Land Corporation (Conso)	127,263	127,263	127,263	–
Ayala Land International Sales, Inc.(Conso)	29,587	29,587	29,587	–
Sub-Total	**₱159,607,673**	**₱159,607,673**	**₱159,607,673**	**₱–**

	Amount Owed by ALI Subsidiaries to CECI REALTY, INC.			
	Receivable Balance per CECI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱55,211	₱55,211	₱55,211	₱–
AyalaLand Offices, Inc. (Conso)	12,262,722	12,262,722	12,262,722	–

	Amount Owed by ALI Subsidiaries to CECI REALTY, INC.			
	Receivable Balance per CECI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Bay City Commercial Ventures Corp.	6,976,307	6,976,307	6,976,307	–
Cagayan De Oro Gateway Corporation	8,697	8,697	8,697	–
Capitol Central Commercial Ventures Corp.	7,768	7,768	7,768	–
Cavite Commercial Towncenter Inc.	4,407,457	4,407,457	4,407,457	–
Crans Montana Property Holdings Corporation	910,630,520	910,630,520	910,630,520	–
Crimson Field Enterprises, Inc.	17,045,278	17,045,278	17,045,278	–
Direct Power Services Inc.	15,459	15,459	15,459	–
Leisure and Allied Industries Phils. Inc.	108,300	108,300	108,300	–
Makati Development Corporation (Conso)	4,634,938	4,634,938	4,634,938	–
North Triangle Depot Commercial Corp	108,627	108,627	108,627	–
Nuevocentro, Inc. (Conso)	9,094	9,094	9,094	–
AREIT, Inc.	36,948,490	36,948,490	36,948,490	–
Soltea Commercial Corp.	3,108,198	3,108,198	3,108,198	–
Ten Knots Philippines, Inc.(Conso)	20,794,980	20,794,980	20,794,980	–
Vesta Property Holdings Inc.	17,991,937	17,991,937	17,991,937	–
ALI Capital Corp. (Conso)	5,868,971	5,868,971	5,868,971	–
ALI Commercial Center, Inc. (Conso)	1,641,682	1,641,682	1,641,682	–
Alveo Land Corporation (Conso)	165,763	165,763	165,763	–
Amaia Land Corporation (Conso)	11,662,193	11,662,193	11,662,193	–
Amorsedia Development Corporation (Conso)	918,934,052	918,934,052	918,934,052	–
Arca South Integrated Terminal, Inc	55,584,671	55,584,671	55,584,671	–
Arvo Commercial Corporation	27,118,453	27,118,453	27,118,453	–
Aurora Properties, Inc.	14,882,016	14,882,016	14,882,016	–
Avida Land Corporation (Conso)	5,517,946	5,517,946	5,517,946	–
AyalaLand Estates Inc. (Conso)	31,103,970	31,103,970	31,103,970	–
AyalaLand Hotels and Resorts Corp. (Conso)	11,727,236	11,727,236	11,727,236	–
Ayalaland Logistics Holdings Corp. (Conso)	10,809,094	10,809,094	10,809,094	–
Sub-Total	**₱2,130,130,028**	**₱2,130,130,028**	**₱2,130,130,028**	**₱–**

	Amount Owed by ALI Subsidiaries to CENTRAL BLOC HOTEL VENTURES.			
	Receivable Balance per CENTRAL BLOC HOTEL VENTURES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Central Bloc Hotel Ventures	(₱21,732,292)	(₱21,732,292)	(₱21,732,292)	₱–
Avida Land Corporation (Conso)	7,509,203	7,509,203	7,509,203	–
AyalaLand Hotels and Resorts Corp. (Conso)	27,301,000	27,301,000	27,301,000	–
Sub-Total	**₱13,077,911**	**₱13,077,911**	**₱13,077,911**	**₱–**

	Amount Owed by ALI Subsidiaries to CRANS MONTANA PROPERTY HOLDINGSCORP.			
	Receivable Balance per CRANS MONTANA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Medical Facilities Leasing Inc.	₱627,421	₱627,421	₱627,421	₱–
Alveo Land Corporation (Conso)	143,100	143,100	143,100	–
Ayala Property Management Corporation (Conso)	68,750	68,750	68,750	–
AyalaLand Estates Inc. (Conso)	63,686	63,686	63,686	–
Sub-Total	**₱902,958**	**₱902,958**	**₱902,958**	**₱–**

	Amount Owed by ALI to DIRECT POWER SERVICES, INC..			
	Receivable Balance per DPSI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				

	Amount Owed by ALI to DIRECT POWER SERVICES, INC..			
	Receivable Balance per DPSI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayalaland Metro North, Inc.	(₱39,290)	(₱39,290)	(₱39,290)	₱–
AyalaLand Offices, Inc. (Conso)	26,092,156	26,092,156	26,092,156	–
Bay City Commercial Ventures Corp.	15,659,322	15,659,322	15,659,322	–
Cagayan De Oro Gateway Corporation	30,070	30,070	30,070	–
Capitol Central Commercial Ventures Corp.	5,234,228	5,234,228	5,234,228	–
Cavite Commercial Towncenter Inc.	3,364,190	3,364,190	3,364,190	–
Crans Montana Property Holdings Corporation	(3,342)	(3,342)	(3,342)	–
Makati Cornerstone Leasing Corp.	219,958	219,958	219,958	–
Makati Development Corporation (Conso)	954,603	954,603	954,603	–
North Eastern Commercial Corp.	10,129,452	10,129,452	10,129,452	–
North Triangle Depot Commercial Corp	14,058,263	14,058,263	14,058,263	–
North Ventures Commercial Corp.	6,487,862	6,487,862	6,487,862	–
NorthBeacon Commercial Corporation	5,796,458	5,796,458	5,796,458	–
AREIT, Inc.	25,324,403	25,324,403	25,324,403	–
Philippine Integrated Energy Solutions, Inc.	19,212,983	19,212,983	19,212,983	–
Primavera Towncentre, Inc.	4,109,339	4,109,339	4,109,339	–
Serendra Inc.	3,219,627	3,219,627	3,219,627	–
Soltea Commercial Corp.	4,120,361	4,120,361	4,120,361	–
Station Square East Commercial Corp	15,023,801	15,023,801	15,023,801	–
Subic Bay Town Center Inc.	2,924,929	2,924,929	2,924,929	–
Summerhill Commercial Ventures Corp.	7,716,238	7,716,238	7,716,238	–
Ten Knots Philippines, Inc.(Conso)	5,440,706	5,440,706	5,440,706	–
Westview Commercial Ventures Corp.	327,121	327,121	327,121	–
Accendo Commercial Corp	11,042	11,042	11,042	–
Alabang Commercial Corporation (Conso)	11,083,597	11,083,597	11,083,597	–
ALI Commercial Center, Inc. (Conso)	38,905,913	38,905,913	38,905,913	–
ALI-CII Development Corporation	1,753,235	1,753,235	1,753,235	–
Alveo Land Corporation (Conso)	7,867	7,867	7,867	–
Amaia Land Corporation (Conso)	30,056,553	30,056,553	30,056,553	–
Arvo Commercial Corporation	4,698,468	4,698,468	4,698,468	–
Avida Land Corporation (Conso)	9,492	9,492	9,492	–
AyalaLand Hotels and Resorts Corp. (Conso)	14,401,348	14,401,348	14,401,348	–
Ayalaland Logistics Holdings Corp. (Conso)	10,036,034	10,036,034	10,036,034	–
Sub-Total	**₱286,366,987**	**₱286,366,987**	**₱286,366,987**	₱–

	Amount Owed by ALI to ECOHOLDING & COMPANY, INC.			
	Receivable Balance per ECI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ten Knots Development Corporation(Conso)	₱5,040,142	₱5,040,142	₱5,040,142	₱–
Ten Knots Philippines, Inc.(Conso)	119,376,471	119,376,471	119,376,471	–
Sub-Total	**₱124,416,613**	**₱124,416,613**	**₱124,416,613**	₱–

	Amount Owed by ALI to FIRST LONGFIELD INVESTMENTS LTD.			
	Receivable Balance per FLIL	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱2,210,503	₱2,210,503	₱2,210,503	₱–
ALI Capital Corp. (Conso)	81,881,250	81,881,250	81,881,250	–
Arca South Integrated Terminal, Inc	10,798,555	10,798,555	10,798,555	–
Sub-Total	**₱94,890,308**	**₱94,890,308**	**₱94,890,308**	₱–

	Amount Owed by ALI to FIVE STAR CINEMA, INC.			
	Receivable Balance per FSCI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱3,179,703	₱3,179,703	₱3,179,703	₱–

	Amount Owed by ALI to FIVE STAR CINEMA, INC.			
	Receivable Balance per FSCI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Cebu Leisure Co. Inc.	400	400	400	–
Makati Cornerstone Leasing Corp.	800	800	800	–
North Eastern Commercial Corp.	4,750	4,750	4,750	–
North Triangle Depot Commercial Corp	2,280	2,280	2,280	–
Soltea Commercial Corp.	3,390	3,390	3,390	–
Station Square East Commercial Corp	2,000	2,000	2,000	–
Summerhill Commercial Ventures Corp.	(49,420)	(49,420)	(49,420)	–
Alabang Commercial Corporation (Conso)	583,109	583,109	583,109	–
ALI Commercial Center, Inc. (Conso)	11,996,624	11,996,624	11,996,624	–
Sub-Total	**₱15,723,636**	**₱15,723,636**	**₱15,723,636**	**₱–**

	Amount Owed by ALI to HILLSFORD PROPERTY, CORP.			
	Receivable Balance per HILLSFORD	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱74,510,438	₱74,510,438	₱74,510,438	₱–
Cavite Commercial Towncenter Inc.	35,075,430	35,075,430	35,075,430	–
North Eastern Commercial Corp.	1,550	1,550	1,550	–
NorthBeacon Commercial Corporation	1,391	1,391	1,391	–
Ten Knots Philippines, Inc.(Conso)	9,840	9,840	9,840	–
ALI Commercial Center, Inc. (Conso)	14,172,667	14,172,667	14,172,667	–
Amorsedia Development Corporation (Conso)	14,199,698	14,199,698	14,199,698	–
Avida Land Corporation (Conso)	19	19	19	–
AyalaLand Hotels and Resorts Corp. (Conso)	4,109,148	4,109,148	4,109,148	–
Sub-Total	**₱142,080,181**	**₱142,080,181**	**₱142,080,181**	**₱–**

	Amount Owed by ALI to INTEGRATED ECO-RESORT, INC.			
	Receivable Balance per INTEGRATED ECO-RESORT, INC.	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱112,341	₱112,341	₱112,341	₱–
Ten Knots Development Corporation(Conso)	22,680,637	22,680,637	22,680,637	–
Ten Knots Philippines, Inc.(Conso)	517,179,699	517,179,699	517,179,699	–
AyalaLand Hotels and Resorts Corp. (Conso)	15,186,467	15,186,467	15,186,467	–
Sub-Total	**₱555,159,143**	**₱555,159,143**	**₱555,159,143**	**₱–**

	Amount Owed by ALI to LAGDIGAN LAND CORP.			
	Receivable Balance per LAGDIGAN	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱15,474,545	₱15,474,545	₱15,474,545	₱–
Cagayan De Oro Gateway Corporation	1,044,854	1,044,854	1,044,854	–
Summerhill Commercial Ventures Corp.	128,037	128,037	128,037	–
Sub-Total	**₱16,647,435**	**₱16,647,435**	**₱16,647,435**	**₱–**

	Amount Owed by ALI to LEISURE AND ALLIED INDUSTRIES PHILS., INC.			
	Receivable Balance per LAIP	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱105,000	₱105,000	₱105,000	₱–
Cavite Commercial Towncenter Inc.	30,000	30,000	30,000	–
North Eastern Commercial Corp.	6,000	6,000	6,000	–

	Amount Owed by ALI to LEISURE AND ALLIED INDUSTRIES PHILS., INC.			
	Receivable Balance per LAIP	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
NorthBeacon Commercial Corporation	15,000	15,000	15,000	–
Soltea Commercial Corp.	90,000	90,000	90,000	–
Accendo Commercial Corp	30,000	30,000	30,000	–
Alabang Commercial Corporation (Conso)	60,000	60,000	60,000	–
ALI Commercial Center, Inc. (Conso)	51,000	51,000	51,000	–
Sub-Total	**₱387,000**	**₱387,000**	**₱387,000**	**₱–**

	Amount Owed by ALI to MAKATI CORNERSTONE LEASING CORP.			
	Receivable Balance per MAKATI CORNERSTONE	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	(₱2,530)	(₱2,530)	(₱2,530)	₱–
Bay City Commercial Ventures Corp.	5,594,540	5,594,540	5,594,540	–
BellaVita Land Corp.	192,665	192,665	192,665	–
Cagayan De Oro Gateway Corporation	3,415	3,415	3,415	–
Capitol Central Commercial Ventures Corp.	26,375	26,375	26,375	–
Cavite Commercial Towncenter Inc.	6,830	6,830	6,830	–
Cebu Leisure Co. Inc.	4,800	4,800	4,800	–
Makati Development Corporation (Conso)	9,154,918	9,154,918	9,154,918	–
North Eastern Commercial Corp.	4,415	4,415	4,415	–
North Triangle Depot Commercial Corp	4,144,304	4,144,304	4,144,304	–
North Ventures Commercial Corp.	27,195	27,195	27,195	–
NorthBeacon Commercial Corporation	3,415	3,415	3,415	–
Soltea Commercial Corp.	201,053	201,053	201,053	–
Station Square East Commercial Corp	14,730	14,730	14,730	–
Ten Knots Philippines, Inc.(Conso)	9,068,986	9,068,986	9,068,986	–
Accendo Commercial Corp	24,509	24,509	24,509	–
Alabang Commercial Corporation (Conso)	5,715	5,715	5,715	–
ALI Capital Corp. (Conso)	2,467,846	2,467,846	2,467,846	–
ALI Commercial Center, Inc. (Conso)	37,236,789	37,236,789	37,236,789	–
Alveo Land Corporation (Conso)	40,470	40,470	40,470	–
Amaia Land Corporation (Conso)	155,066	155,066	155,066	–
Amorsedia Development Corporation (Conso)	(0)	(0)	(0)	–
Arvo Commercial Corporation	258,968	258,968	258,968	–
Avida Land Corporation (Conso)	595,276	595,276	595,276	–
Ayala Theaters Management, Inc.	2,250	2,250	2,250	–
AyalaLand Hotels and Resorts Corp. (Conso)	5,071,290	5,071,290	5,071,290	–
Ayalaland Logistics Holdings Corp. (Conso)	354,802	354,802	354,802	–
Sub-Total	**₱74,658,092**	**₱74,658,092**	**₱74,658,092**	**₱–**

	Amount Owed by ALI to NORTH EASTERN COMMERCIAL CORP.			
	Receivable Balance per NECC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱747,004	₱747,004	₱747,004	₱–
AyalaLand Malls, Inc. (Conso)	41,899	41,899	41,899	–
Ayalaland Metro North, Inc.	6,516	6,516	6,516	–
Bay City Commercial Ventures Corp.	282,620,833	282,620,833	282,620,833	–
Cagayan De Oro Gateway Corporation	2,970,533	2,970,533	2,970,533	–
Capitol Central Commercial Ventures Corp.	39,203,417	39,203,417	39,203,417	–
Cavite Commercial Towncenter Inc.	16,156	16,156	16,156	–
Cebu Leisure Co. Inc.	3,593	3,593	3,593	–
CECI Realty Corp.	1,067	1,067	1,067	–
Crans Montana Property Holdings Corporation	21,828	21,828	21,828	–
Direct Power Services Inc.	23,047	23,047	23,047	–
Hillsford Property Corporation	3,778	3,778	3,778	–
Leisure and Allied Industries Phils. Inc.	396,792	396,792	396,792	–

	Amount Owed by ALI to NORTH EASTERN COMMERCIAL CORP.			
	Receivable Balance per NECC	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Makati Cornerstone Leasing Corp.	1,067	1,067	1,067	–
Makati Development Corporation (Conso)	50,205,970	50,205,970	50,205,970	–
North Eastern Commercial Corp.	3,260	3,260	3,260	–
North Triangle Depot Commercial Corp	10,515,687	10,515,687	10,515,687	–
North Ventures Commercial Corp.	13,378	13,378	13,378	–
NorthBeacon Commercial Corporation	8,617	8,617	8,617	–
AREIT, Inc.	106,832,507	106,832,507	106,832,507	–
Serendra Inc.	1,207	1,207	1,207	–
Soltea Commercial Corp.	106,926,519	106,926,519	106,926,519	–
Station Square East Commercial Corp	16,683	16,683	16,683	–
Subic Bay Town Center Inc.	15,243	15,243	15,243	–
Summerhill Commercial Ventures Corp.	1,639,901	1,639,901	1,639,901	–
Ten Knots Philippines, Inc.(Conso)	66,593,504	66,593,504	66,593,504	–
Westview Commercial Ventures Corp.	819	819	819	–
Accendo Commercial Corp	12,221,682	12,221,682	12,221,682	–
Alabang Commercial Corporation (Conso)	13,027	13,027	13,027	–
ALI Capital Corp. (Conso)	65,543,278	65,543,278	65,543,278	–
ALI Commercial Center, Inc. (Conso)	178,563,418	178,563,418	178,563,418	–
ALI-CII Development Corporation	470	470	470	–
Alveo Land Corporation (Conso)	699,583	699,583	699,583	–
Amaia Land Corporation (Conso)	109,149,329	109,149,329	109,149,329	–
Amorsedia Development Corporation (Conso)	329,999	329,999	329,999	–
Arvo Commercial Corporation	77,731,389	77,731,389	77,731,389	–
Avida Land Corporation (Conso)	2,790,045	2,790,045	2,790,045	–
AyalaLand Estates Inc. (Conso)	2,818,158	2,818,158	2,818,158	–
AyalaLand Hotels and Resorts Corp. (Conso)	268,060,291	268,060,291	268,060,291	–
Ayalaland Logistics Holdings Corp. (Conso)	16,882,686	16,882,686	16,882,686	–
Sub-Total	**₱1,403,634,180**	**₱1,403,634,180**	**₱1,403,634,180**	**₱–**

	Amount Owed by ALI to NORTH TRIANGLE DEPOT COMMERCIAL CORP.			
	Receivable Balance per NTDCC	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱29,770	₱29,770	₱29,770	₱–
Ayalaland Medical Facilities Leasing Inc.	119,340	119,340	119,340	–
Ayalaland Metro North, Inc.	19,099	19,099	19,099	–
Bay City Commercial Ventures Corp.	314,016	314,016	314,016	–
Cagayan De Oro Gateway Corporation	105,344	105,344	105,344	–
Capitol Central Commercial Ventures Corp.	1,400	1,400	1,400	–
Cebu Leisure Co. Inc.	29,881	29,881	29,881	–
Crans Montana Property Holdings Corporation	145,428	145,428	145,428	–
Leisure and Allied Industries Phils. Inc.	567,580	567,580	567,580	–
Makati Development Corporation (Conso)	4,662,145	4,662,145	4,662,145	–
North Eastern Commercial Corp.	552,343	552,343	552,343	–
North Ventures Commercial Corp.	147,706	147,706	147,706	–
NorthBeacon Commercial Corporation	3,381	3,381	3,381	–
Nuevocentro, Inc. (Conso)	115,145	115,145	115,145	–
Soltea Commercial Corp.	417,555	417,555	417,555	–
Station Square East Commercial Corp	113,202	113,202	113,202	–
Subic Bay Town Center Inc.	1,942	1,942	1,942	–
Summerhill Commercial Ventures Corp.	684,724	684,724	684,724	–
Ten Knots Development Corporation(Conso)	19,019	19,019	19,019	–
Ten Knots Philippines, Inc.(Conso)	160,214	160,214	160,214	–
Accendo Commercial Corp	8,067	8,067	8,067	–
Alabang Commercial Corporation (Conso)	118,960	118,960	118,960	–
ALI Capital Corp. (Conso)	875,769	875,769	875,769	–
ALI Commercial Center, Inc. (Conso)	3,477,560	3,477,560	3,477,560	–
Alveo Land Corporation (Conso)	(30,281)	(30,281)	(30,281)	–
Amaia Land Corporation (Conso)	223,794	223,794	223,794	–

	Amount Owed by ALI to NORTH TRIANGLE DEPOT COMMERCIAL CORP.			
	Receivable Balance per NTDCC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Amorsedia Development Corporation (Conso)	33,689	33,689	33,689	–
Arvo Commercial Corporation	1,862,992	1,862,992	1,862,992	–
Avida Land Corporation (Conso)	709,674	709,674	709,674	–
AyalaLand Hotels and Resorts Corp. (Conso)	115,415	115,415	115,415	–
Ayalaland Logistics Holdings Corp. (Conso)	865,280	865,280	865,280	–
Sub-Total	**₱16,470,155**	**₱16,470,155**	**₱16,470,155**	**₱–**

	Amount Owed by ALI to NORTH VENTURES COMMERCIAL CORP.			
	Receivable Balance per NVCC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱845	₱845	₱845	₱–
AyalaLand Malls, Inc. (Conso)	10,160	10,160	10,160	–
Ayalaland Medical Facilities Leasing Inc.	193,932	193,932	193,932	–
Ayalaland Metro North, Inc.	2,642	2,642	2,642	–
Bay City Commercial Ventures Corp.	374,112,372	374,112,372	374,112,372	–
Cagayan De Oro Gateway Corporation	5,800	5,800	5,800	–
Capitol Central Commercial Ventures Corp.	107,729,382	107,729,382	107,729,382	–
Cavite Commercial Towncenter Inc.	40,438,725	40,438,725	40,438,725	–
Crans Montana Property Holdings Corporation	228,867	228,867	228,867	–
Leisure and Allied Industries Phils. Inc.	804,063	804,063	804,063	–
Makati Development Corporation (Conso)	2,742,315	2,742,315	2,742,315	–
North Eastern Commercial Corp.	137,572	137,572	137,572	–
North Triangle Depot Commercial Corp	308,881	308,881	308,881	–
NorthBeacon Commercial Corporation	1,600	1,600	1,600	–
Soltea Commercial Corp.	18,907,644	18,907,644	18,907,644	–
Station Square East Commercial Corp	20,130	20,130	20,130	–
Summerhill Commercial Ventures Corp.	282,084	282,084	282,084	–
Ten Knots Development Corporation(Conso)	2,294	2,294	2,294	–
Ten Knots Philippines, Inc.(Conso)	3,424	3,424	3,424	–
Accendo Commercial Corp	21,635,866	21,635,866	21,635,866	–
Alabang Commercial Corporation (Conso)	14,690	14,690	14,690	–
ALI Capital Corp. (Conso)	75,284,587	75,284,587	75,284,587	–
ALI Commercial Center, Inc. (Conso)	55,544,368	55,544,368	55,544,368	–
Alveo Land Corporation (Conso)	160,479	160,479	160,479	–
Amaia Land Corporation (Conso)	48,966,855	48,966,855	48,966,855	–
Amorsedia Development Corporation (Conso)	98,944	98,944	98,944	–
Arca South Integrated Terminal, Inc	187,211	187,211	187,211	–
Arvo Commercial Corporation	129,551,171	129,551,171	129,551,171	–
Avida Land Corporation (Conso)	832,955	832,955	832,955	–
Ayala Property Management Corporation (Conso)	1,790,801	1,790,801	1,790,801	–
AyalaLand Hotels and Resorts Corp. (Conso)	105,767,801	105,767,801	105,767,801	–
Ayalaland Logistics Holdings Corp. (Conso)	668,490	668,490	668,490	–
Sub-Total	**₱986,436,950**	**₱986,436,950**	**₱986,436,950**	**₱–**

	Amount Owed by ALI to NORTH BEACON COMMERCIAL CORP.			
	Receivable Balance per NBCC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱18,256	₱18,256	₱18,256	₱–
Ayalaland Metro North, Inc.	9,622	9,622	9,622	–
Bay City Commercial Ventures Corp.	243,372,103	243,372,103	243,372,103	–
Cagayan De Oro Gateway Corporation	27,852	27,852	27,852	–
Capitol Central Commercial Ventures Corp.	7,078,486	7,078,486	7,078,486	–
Cavite Commercial Towncenter Inc.	84,536,394	84,536,394	84,536,394	–
Hillsford Property Corporation	5,898	5,898	5,898	–
Leisure and Allied Industries Phils. Inc.	75,154	75,154	75,154	–
Makati Cornerstone Leasing Corp.	106,486	106,486	106,486	–

	Amount Owed by ALI to NORTH BEACON COMMERCIAL CORP.			
	Receivable Balance per NBCC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
North Eastern Commercial Corp.	99,735	99,735	99,735	–
North Triangle Depot Commercial Corp	107,185	107,185	107,185	–
North Ventures Commercial Corp.	44,716	44,716	44,716	–
Nuevocentro, Inc. (Conso)	4,993,431	4,993,431	4,993,431	–
Soltea Commercial Corp.	36,941,552	36,941,552	36,941,552	–
Station Square East Commercial Corp	17,048	17,048	17,048	–
Subic Bay Town Center Inc.	16,200	16,200	16,200	–
Summerhill Commercial Ventures Corp.	3,900	3,900	3,900	–
Accendo Commercial Corp	123,379,886	123,379,886	123,379,886	–
Alabang Commercial Corporation (Conso)	13,272	13,272	13,272	–
ALI Capital Corp. (Conso)	49,450,284	49,450,284	49,450,284	–
ALI Commercial Center, Inc. (Conso)	818,960	818,960	818,960	–
Alveo Land Corporation (Conso)	1,586,622	1,586,622	1,586,622	–
Amaia Land Corporation (Conso)	297,499	297,499	297,499	–
APRISA Business Process Solutions, Inc	1,200	1,200	1,200	–
Arvo Commercial Corporation	26,107,019	26,107,019	26,107,019	–
Avida Land Corporation (Conso)	414,243	414,243	414,243	–
AyalaLand Hotels and Resorts Corp. (Conso)	15,286,173	15,286,173	15,286,173	–
Ayalaland Logistics Holdings Corp. (Conso)	16,459,627	16,459,627	16,459,627	–
Sub-Total	**₱611,268,805**	**₱611,268,805**	**₱611,268,805**	**₱–**

	Amount Owed by ALI to NUEVOCENTRO INC., (Conso)			
	Receivable Balance per NUEVOCENTRO	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱381,944	₱381,944	₱381,944	₱–
CECI Realty Corp.	154,209	154,209	154,209	–
Crans Montana Property Holdings Corporation	151,580	151,580	151,580	–
Nuevocentro, Inc. (Conso)	4,141,799	4,141,799	4,141,799	–
Prow Holdings, Inc.	199,255,639	199,255,639	199,255,639	–
Vesta Property Holdings Inc.	26,154	26,154	26,154	–
ALI Commercial Center, Inc. (Conso)	102,461	102,461	102,461	–
Alveo Land Corporation (Conso)	25,930	25,930	25,930	–
Amaia Land Corporation (Conso)	82,099	82,099	82,099	–
Arvo Commercial Corporation	158,428	158,428	158,428	–
Avida Land Corporation (Conso)	517,412	517,412	517,412	–
AyalaLand Estates Inc. (Conso)	67,189	67,189	67,189	–
AyalaLand Hotels and Resorts Corp. (Conso)	496,136	496,136	496,136	–
Ayalaland Logistics Holdings Corp. (Conso)	196,258	196,258	196,258	–
Sub-Total	**₱205,757,240**	**₱205,757,240**	**₱205,757,240**	**₱–**

	Amount Owed by ALI to PHILIPPINE INTEGRATED ENERGY SOLUTIONS, INC.			
	Receivable Balance per PHIL. ENERGY	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱29,410,363	₱29,410,363	₱29,410,363	₱–
Cagayan De Oro Gateway Corporation	17,787,736	17,787,736	17,787,736	–
Capitol Central Commercial Ventures Corp.	122,149	122,149	122,149	–
Cavite Commercial Towncenter Inc.	61,590,128	61,590,128	61,590,128	–
North Triangle Depot Commercial Corp	5,829,331	5,829,331	5,829,331	–
Ten Knots Philippines, Inc.(Conso)	-	-	-	–
Westview Commercial Ventures Corp.	2,650,250	2,650,250	2,650,250	–
Accendo Commercial Corp	13,418,284	13,418,284	13,418,284	–
Alabang Commercial Corporation (Conso)	(199,312)	(199,312)	(199,312)	–
ALI Capital Corp. (Conso)	667,140	667,140	667,140	–
ALI Commercial Center, Inc. (Conso)	90,290,901	90,290,901	90,290,901	–

	Amount Owed by ALI to PHILIPPINE INTEGRATED ENERGY SOLUTIONS, INC.			
	Receivable Balance per PHIL. ENERGY	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Alveo Land Corporation (Conso)	56,149,784	56,149,784	56,149,784	–
Amaia Land Corporation (Conso)	6,244,459	6,244,459	6,244,459	–
Arvo Commercial Corporation	648	648	648	–
Avida Land Corporation (Conso)	(50,120,000)	(50,120,000)	(50,120,000)	–
AyalaLand Hotels and Resorts Corp. (Conso)	6,528,820	6,528,820	6,528,820	–
Ayalaland Logistics Holdings Corp. (Conso)	3,273,372	3,273,372	3,273,372	–
Sub-Total	**₱243,644,054**	**₱243,644,054**	**₱243,644,054**	**₱–**

	Amount Owed by ALI to PRIMAVERA TOWNCENTRE, INC.			
	Receivable Balance per PRIMAVERA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱5,705	₱5,705	₱5,705	₱–
AyalaLand Offices, Inc. (Conso)	837,584	837,584	837,584	–
Cavite Commercial Towncenter Inc.	4,554,045	4,554,045	4,554,045	–
North Ventures Commercial Corp.	3,749	3,749	3,749	–
Amaia Land Corporation (Conso)	127,183	127,183	127,183	–
Arvo Commercial Corporation	401,906	401,906	401,906	–
Avida Land Corporation (Conso)	93,317	93,317	93,317	–
Sub-Total	**₱6,023,489**	**₱6,023,489**	**₱6,023,489**	**₱–**

	Amount Owed by ALI to RED CREEK PROPERTIES, INC.			
	Receivable Balance per RCPI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Crimson Field Enterprises, Inc.	₱250,000	₱250,000	₱250,000	₱–
Sub-Total	**₱250,000**	₱250,000	**₱250,000**	**₱–**

	Amount Owed by ALI to REGENT WISE INVESTMENTS, LTD. & Subsidiaries			
	Receivable Balance per RWIL & SUBSIDIARIES	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Regent Wise Investments Limited(Conso)	(₱140,551,818)	(₱140,551,818)	(₱140,551,818)	₱–
Sub-Total	**(₱140,551,818)**	**(₱140,551,818)**	**(₱140,551,818)**	**₱–**

	Amount Owed by ALI to ROXAS LAND CORP.			
	Receivable Balance per RLC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayala Property Management Corporation (Conso)	₱ 60,000	₱60,000	₱60,000	₱–
Sub-Total	**₱60,000**	**₱60,000**	**₱60,000**	**₱–**

	Amount Owed by ALI to SERENDRA			
	Receivable Balance per SERENDRA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱67,099	₱67,099	₱67,099	₱–
BellaVita Land Corp.	958	958	958	–
BG West Properties, Inc	17,001,618	17,001,618	17,001,618	–
Cagayan De Oro Gateway Corporation	37,862	37,862	37,862	–

	Amount Owed by ALI to SERENDRA			
	Receivable Balance per SERENDRA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Crans Montana Property Holdings Corporation	980	980	980	–
Leisure and Allied Industries Phils. Inc.	355,950	355,950	355,950	–
Makati Development Corporation (Conso)	183,195	183,195	183,195	–
Ten Knots Philippines, Inc.(Conso)	3,375,839	3,375,839	3,375,839	–
Alveo Land Corporation (Conso)	4,792,162	4,792,162	4,792,162	–
Amaia Land Corporation (Conso)	1,852,783	1,852,783	1,852,783	–
Amorsedia Development Corporation (Conso)	2,106	2,106	2,106	–
Avida Land Corporation (Conso)	3,591,329	3,591,329	3,591,329	–
Ayala Property Management Corporation (Conso)	15,171,401	15,171,401	15,171,401	–
AyalaLand Hotels and Resorts Corp. (Conso)	5,176,745	5,176,745	5,176,745	–
Sub-Total	**₱51,610,026**	**₱51,610,026**	**₱51,610,026**	**₱–**

	Amount Owed by ALI to SOLTEA COMMERCIAL CORP.			
	Receivable Balance per SOLTEA	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱151,065	₱151,065	₱151,065	₱–
AyalaLand Malls, Inc. (Conso)	410	410	410	–
Bay City Commercial Ventures Corp.	15,294	15,294	15,294	–
Cagayan De Oro Gateway Corporation	15,294	15,294	15,294	–
Cavite Commercial Towncenter Inc.	88,030	88,030	88,030	–
Cebu Leisure Co. Inc.	19,300	19,300	19,300	–
Makati Cornerstone Leasing Corp.	15,294	15,294	15,294	–
North Eastern Commercial Corp.	52,382	52,382	52,382	–
North Triangle Depot Commercial Corp	93,854	93,854	93,854	–
North Ventures Commercial Corp.	16,794	16,794	16,794	–
NorthBeacon Commercial Corporation	16,164	16,164	16,164	–
Serendra Inc.	15,294	15,294	15,294	–
Station Square East Commercial Corp	61,640	61,640	61,640	–
Summerhill Commercial Ventures Corp.	21,044	21,044	21,044	–
Accendo Commercial Corp	15,294	15,294	15,294	–
Alabang Commercial Corporation (Conso)	28,624	28,624	28,624	–
ALI Commercial Center, Inc. (Conso)	1,075,554	1,075,554	1,075,554	–
Alveo Land Corporation (Conso)	2,064,306	2,064,306	2,064,306	–
Amaia Land Corporation (Conso)	107,736	107,736	107,736	–
Arvo Commercial Corporation	36,154	36,154	36,154	–
Avida Land Corporation (Conso)	2,189,428	2,189,428	2,189,428	–
Sub-Total	**₱6,098,957**	**₱6,098,957**	**₱6,098,957**	**₱–**

	Amount Owed by ALI to SOUTHPORTAL PROPERTIES, INC.			
	Receivable Balance per SOUTHPORTAL	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	₱3,452	₱3,452	₱3,452	₱–
Bay City Commercial Ventures Corp.	295,140,041	295,140,041	295,140,041	–
Cagayan De Oro Gateway Corporation	150,538	150,538	150,538	–
Capitol Central Commercial Ventures Corp.	10,434,850	10,434,850	10,434,850	–
Cavite Commercial Towncenter Inc.	5,087,018	5,087,018	5,087,018	–
Soltea Commercial Corp.	25,271,040	25,271,040	25,271,040	–
Summerhill Commercial Ventures Corp.	543,740	543,740	543,740	–
Ten Knots Development Corporation(Conso)	90,346	90,346	90,346	–
Ten Knots Philippines, Inc.(Conso)	2,015,349	2,015,349	2,015,349	–
Accendo Commercial Corp	151,769,466	151,769,466	151,769,466	–
ALI Capital Corp. (Conso)	16,260,606	16,260,606	16,260,606	–
ALI Commercial Center, Inc. (Conso)	118,715	118,715	118,715	–
Alveo Land Corporation (Conso)	58,370	58,370	58,370	–
Amaia Land Corporation (Conso)	2,114,944	2,114,944	2,114,944	–
Amorsedia Development Corporation (Conso)	266	266	266	–
Arvo Commercial Corporation	10,203,426	10,203,426	10,203,426	–

	Amount Owed by ALI to SOUTHPORTAL PROPERTIES, INC.			
	Receivable Balance per SOUTHPORTAL	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Avida Land Corporation (Conso)	525,904	525,904	525,904	–
AyalaLand Estates Inc. (Conso)	10,048,810	10,048,810	10,048,810	–
AyalaLand Hotels and Resorts Corp. (Conso)	52,699,681	52,699,681	52,699,681	–
Ayalaland Logistics Holdings Corp. (Conso)	22,019,712	22,019,712	22,019,712	–
Sub-Total	**₱604,556,271**	**₱604,556,271**	**₱604,556,271**	**₱–**

	Amount Owed by ALI to STATION SQUARE EAST COMMERCIAL CORP.			
	Receivable Balance per SSECC	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱19,118	₱19,118	₱19,118	₱–
Bay City Commercial Ventures Corp.	126,902,044	126,902,044	126,902,044	–
BellaVita Land Corp.	323,323	323,323	323,323	–
Cagayan De Oro Gateway Corporation	39,595,523	39,595,523	39,595,523	–
Capitol Central Commercial Ventures Corp.	6,465,151	6,465,151	6,465,151	–
Cavite Commercial Towncenter Inc.	113,158,779	113,158,779	113,158,779	–
Cebu Leisure Co. Inc.	18,375	18,375	18,375	–
Crans Montana Property Holdings Corporation	2,025,453	2,025,453	2,025,453	–
Leisure and Allied Industries Phils. Inc.	3,018,873	3,018,873	3,018,873	–
Makati Development Corporation (Conso)	983,593	983,593	983,593	–
North Eastern Commercial Corp.	2,053,858	2,053,858	2,053,858	–
North Triangle Depot Commercial Corp	5,336,160	5,336,160	5,336,160	–
North Ventures Commercial Corp.	8,279	8,279	8,279	–
NorthBeacon Commercial Corporation	14,396	14,396	14,396	–
Primavera Towncentre, Inc.	89,298	89,298	89,298	–
Red Creek Properties, Inc.	55,235,769	55,235,769	55,235,769	–
Serendra Inc.	955,432	955,432	955,432	–
Soltea Commercial Corp.	9,456,724	9,456,724	9,456,724	–
Subic Bay Town Center Inc.	1,500	1,500	1,500	–
Ten Knots Philippines, Inc.(Conso)	3,695,640	3,695,640	3,695,640	–
Accendo Commercial Corp	7,013	7,013	7,013	–
Alabang Commercial Corporation (Conso)	7,630	7,630	7,630	–
ALI Capital Corp. (Conso)	2,029,670	2,029,670	2,029,670	–
ALI Commercial Center, Inc. (Conso)	138,240,351	138,240,351	138,240,351	–
Alveo Land Corporation (Conso)	1,234,655	1,234,655	1,234,655	–
Amaia Land Corporation (Conso)	2,629,247	2,629,247	2,629,247	–
APRISA Business Process Solutions, Inc	365,416	365,416	365,416	–
Arca South Integrated Terminal, Inc	37,398	37,398	37,398	–
Arvo Commercial Corporation	5,228,123	5,228,123	5,228,123	–
Avida Land Corporation (Conso)	3,170,696	3,170,696	3,170,696	–
AyalaLand Hotels and Resorts Corp. (Conso)	86,705,317	86,705,317	86,705,317	–
Ayalaland Logistics Holdings Corp. (Conso)	21,686,243	21,686,243	21,686,243	–
Sub-Total	**₱630,875,834**	**₱630,875,834**	**₱630,875,834**	**₱–**

	Amount Owed by ALI to SUBIC BAY TOWN CENTER, INC.			
	Receivable Balance per SBTCI	**Payable Balance per ALI SUBSIDIARIES**	**Current**	**Non-Current**
Ayala Land, Inc. (ALI) Subsidiaries:				
Bay City Commercial Ventures Corp.	₱709,131	₱709,131	₱709,131	₱–
Capitol Central Commercial Ventures Corp.	41,725	41,725	41,725	–
Cavite Commercial Towncenter Inc.	16,957,197	16,957,197	16,957,197	–
Leisure and Allied Industries Phils. Inc.	(331,506)	(331,506)	(331,506)	–
North Eastern Commercial Corp.	1,400	1,400	1,400	–
North Triangle Depot Commercial Corp	24,403,808	24,403,808	24,403,808	–
North Ventures Commercial Corp.	1,500	1,500	1,500	–
NorthBeacon Commercial Corporation	1,050	1,050	1,050	–
Primavera Towncentre, Inc.	160,234	160,234	160,234	–
Soltea Commercial Corp.	1,205,053	1,205,053	1,205,053	–

	Amount Owed by ALI to SUBIC BAY TOWN CENTER, INC.			
	Receivable Balance per SBTCI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Station Square East Commercial Corp	1,000	1,000	1,000	−
Ten Knots Philippines, Inc.(Conso)	13,304	13,304	13,304	−
Accendo Commercial Corp	47,548	47,548	47,548	−
Alabang Commercial Corporation (Conso)	1,740	1,740	1,740	−
ALI Commercial Center, Inc. (Conso)	35,911,601	35,911,601	35,911,601	−
Amaia Land Corporation (Conso)	225,222	225,222	225,222	−
Arvo Commercial Corporation	14,598,937	14,598,937	14,598,937	−
AyalaLand Hotels and Resorts Corp. (Conso)	53,201,728	53,201,728	53,201,728	−
Ayalaland Logistics Holdings Corp. (Conso)	868,966	868,966	868,966	−
Sub-Total	**₱148,019,638**	**₱148,019,638**	**₱148,019,638**	**₱−**

	Amount Owed by ALI to SUMMERHILL COMMERCIAL VENTURES CORP.			
	Receivable Balance per SUMMERHILL	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Malls Synergies, Inc.	₱420,527	₱420,527	₱420,527	₱−
Ayalaland Metro North, Inc.	1,200	1,200	1,200	−
AyalaLand Offices, Inc. (Conso)	1,394	1,394	1,394	−
Bay City Commercial Ventures Corp.	270,678,092	270,678,092	270,678,092	−
BellaVita Land Corp.	535,618	535,618	535,618	−
Cagayan De Oro Gateway Corporation	11,435	11,435	11,435	−
Cavite Commercial Towncenter Inc.	67,645,733	67,645,733	67,645,733	−
Direct Power Services Inc.	162,011	162,011	162,011	−
Leisure and Allied Industries Phils. Inc.	402,093	402,093	402,093	−
Makati Development Corporation (Conso)	843,050	843,050	843,050	−
North Eastern Commercial Corp.	38,859	38,859	38,859	−
North Triangle Depot Commercial Corp	81,696,163	81,696,163	81,696,163	−
North Ventures Commercial Corp.	10,490	10,490	10,490	−
NorthBeacon Commercial Corporation	5,160	5,160	5,160	−
Soltea Commercial Corp.	18,755,636	18,755,636	18,755,636	−
Station Square East Commercial Corp	37,290	37,290	37,290	−
Subic Bay Town Center Inc.	1,380	1,380	1,380	−
Ten Knots Philippines, Inc.(Conso)	64,821,932	64,821,932	64,821,932	−
Accendo Commercial Corp	37,634,319	37,634,319	37,634,319	−
Alabang Commercial Corporation (Conso)	13,850	13,850	13,850	−
ALI Capital Corp. (Conso)	31,981,030	31,981,030	31,981,030	−
ALI Commercial Center, Inc. (Conso)	281,633,476	281,633,476	281,633,476	−
Alveo Land Corporation (Conso)	15,263,332	15,263,332	15,263,332	−
Amaia Land Corporation (Conso)	35,346,822	35,346,822	35,346,822	−
Arvo Commercial Corporation	173,783,594	173,783,594	173,783,594	−
Avida Land Corporation (Conso)	397,694,888	397,694,888	397,694,888	−
AyalaLand Hotels and Resorts Corp. (Conso)	16,117,281	16,117,281	16,117,281	−
Ayalaland Logistics Holdings Corp. (Conso)	4,491,921	4,491,921	4,491,921	−
Sub-Total	**₱1,500,028,575**	**₱1,500,028,575**	**₱1,500,028,575**	**₱−**

	Amount Owed by ALI to SUNNYFIELD E-OFFICE CORP.			
	Receivable Balance per SUNNYFIELD	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ten Knots Philippines, Inc.(Conso)	₱28,255,139	₱28,255,139	₱28,255,139	₱−
Alveo Land Corporation (Conso)	5,019,739	5,019,739	5,019,739	−
Amaia Land Corporation (Conso)	18,698,147	18,698,147	18,698,147	−
Avida Land Corporation (Conso)	301,277	301,277	301,277	−
Sub-Total	**₱52,274,302**	**₱52,274,302**	**₱52,274,302**	**₱−**

	Amount Owed by ALI to TAFT PUNTA ENGANO PROPERTY, INC.			
	Receivable Balance per TPEPI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Metro North, Inc.	(₱0)	(₱0)	(₱0)	₱–
Bay City Commercial Ventures Corp.	139,258,582	139,258,582	139,258,582	–
Capitol Central Commercial Ventures Corp.	4,480,831	4,480,831	4,480,831	–
Cavite Commercial Towncenter Inc.	67,816,755	67,816,755	67,816,755	–
Soltea Commercial Corp.	2,017	2,017	2,017	–
Ten Knots Philippines, Inc.(Conso)	25,163,104	25,163,104	25,163,104	–
Accendo Commercial Corp	63,520,510	63,520,510	63,520,510	–
ALI Capital Corp. (Conso)	7,145,941	7,145,941	7,145,941	–
ALI Commercial Center, Inc. (Conso)	9,959,865	9,959,865	9,959,865	–
Amaia Land Corporation (Conso)	70,007	70,007	70,007	–
Arvo Commercial Corporation	12,312,587	12,312,587	12,312,587	–
Avida Land Corporation (Conso)	188,174	188,174	188,174	–
AyalaLand Hotels and Resorts Corp. (Conso)	5,039,552	5,039,552	5,039,552	–
Ayalaland Logistics Holdings Corp. (Conso)	1,230,923	1,230,923	1,230,923	–
Sub-Total	**₱336,188,850**	**₱336,188,850**	**₱336,188,850**	**₱–**

	Amount Owed by ALI to TEN KNOTS DEVELOPMENT CORP.			
	Receivable Balance per TKDC	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Direct Power Services Inc.	₱9,458	₱9,458	₱9,458	₱–
Ecoholdings Company, Inc.	500	500	500	–
Integrated Eco-Resort Inc.	55,293	55,293	55,293	–
Makati Development Corporation (Conso)	103,021	103,021	103,021	–
Soltea Commercial Corp.	94,511	94,511	94,511	–
Ten Knots Development Corporation(Conso)	0	0	0	–
Ten Knots Philippines, Inc.(Conso)	247,324,355	247,324,355	247,324,355	–
ALI Commercial Center, Inc. (Conso)	10,382	10,382	10,382	–
Avida Land Corporation (Conso)	551,544	551,544	551,544	–
AyalaLand Hotels and Resorts Corp. (Conso)	359,520,362	359,520,362	359,520,362	–
Sub-Total	**₱607,669,425**	**₱607,669,425**	**₱607,669,425**	**₱–**

	Amount Owed by ALI to TEN KNOTS PHILIPPINES, INC.			
	Receivable Balance per TKPI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
AyalaLand Malls, Inc. (Conso)	₱3,000	₱3,000	₱3,000	₱–
Ecoholdings Company, Inc.	645,491	645,491	645,491	–
Integrated Eco-Resort Inc.	4,174,551	4,174,551	4,174,551	–
Integrated Eco-Resort Inc.	60,215	60,215	60,215	–
Philippine Integrated Energy Solutions, Inc.	2,350	2,350	2,350	–
Ten Knots Development Corporation(Conso)	11,298,471	11,298,471	11,298,471	–
Ten Knots Philippines, Inc.(Conso)	363,309	363,309	363,309	–
Adauge Commercial Corp.	9,105	9,105	9,105	–
ALI Capital Corp. (Conso)	13,356,734	13,356,734	13,356,734	–
Ayala Land Sales Inc.	11,085	11,085	11,085	–
AyalaLand Hotels and Resorts Corp. (Conso)	2,387,503	2,387,503	2,387,503	–
Sub-Total	**₱32,311,814**	**₱32,311,814**	**₱32,311,814**	**₱–**

	Amount Owed by ALI to VESTA PROPERTY HOLDINGS, INC.			
	Receivable Balance per VPHI	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Medical Facilities Leasing Inc.	₱2,795,983	₱2,795,983	₱2,795,983	₱–
Bay City Commercial Ventures Corp.	169,451,784	169,451,784	169,451,784	–
Cagayan De Oro Gateway Corporation	10,639	10,639	10,639	–
Cavite Commercial Towncenter Inc.	39,794,733	39,794,733	39,794,733	–
Crans Montana Property Holdings Corporation	123,355,929	123,355,929	123,355,929	–
Makati Development Corporation (Conso)	18,000	18,000	18,000	–
North Eastern Commercial Corp.	35,150	35,150	35,150	–
North Triangle Depot Commercial Corp	18,342,320	18,342,320	18,342,320	–
Red Creek Properties, Inc.	211,532,524	211,532,524	211,532,524	–
Soltea Commercial Corp.	3,309,060	3,309,060	3,309,060	–
Summerhill Commercial Ventures Corp.	21,690,714	21,690,714	21,690,714	–
Ten Knots Development Corporation(Conso)	3,018,902	3,018,902	3,018,902	–
Ten Knots Philippines, Inc.(Conso)	122,505,424	122,505,424	122,505,424	–
ALI Capital Corp. (Conso)	74,565,391	74,565,391	74,565,391	–
ALI Commercial Center, Inc. (Conso)	47,302,268	47,302,268	47,302,268	–
Alveo Land Corporation (Conso)	81,049,911	81,049,911	81,049,911	–
Amaia Land Corporation (Conso)	62,921,995	62,921,995	62,921,995	–
Amorsedia Development Corporation (Conso)	456,049,258	456,049,258	456,049,258	–
Arvo Commercial Corporation	119,737,197	119,737,197	119,737,197	–
Avida Land Corporation (Conso)	12,441,854	12,441,854	12,441,854	–
Ayala Land International Sales, Inc.(Conso)	188,476	188,476	188,476	–
AyalaLand Hotels and Resorts Corp. (Conso)	67,314,744	67,314,744	67,314,744	–
Ayalaland Logistics Holdings Corp. (Conso)	13,591,744	13,591,744	13,591,744	–
Sub-Total	**₱1,651,024,002**	**₱1,651,024,002**	**₱1,651,024,002**	**₱–**

	Amount Owed by ALI to WESTVIEW COMMERCIAL VENTURES CORP.			
	Receivable Balance per WESTVIEW	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Capitol Central Commercial Ventures Corp.	₱154,518	₱154,518	₱154,518	₱–
North Triangle Depot Commercial Corp	5,210	5,210	5,210	–
AREIT, Inc.	6,424,401	6,424,401	6,424,401	–
Subic Bay Town Center Inc.	9,983	9,983	9,983	–
Adauge Commercial Corp.	2,900	2,900	2,900	–
Amaia Land Corporation (Conso)	577,624	577,624	577,624	–
Avida Land Corporation (Conso)	326,282	326,282	326,282	–
Sub-Total	**₱7,500,918**	**₱7,500,918**	**₱7,500,918**	**₱–**

	Amount Owed by ALI to WHITEKNIGHT HOLDINGS, INC.			
	Receivable Balance per WHITEKNIGHT	Payable Balance per ALI SUBSIDIARIES	Current	Non-Current
Ayala Land, Inc. (ALI) Subsidiaries:				
Ayalaland Medical Facilities Leasing Inc.	₱2,928,214	₱2,928,214	₱2,928,214	₱–
Bay City Commercial Ventures Corp.	10,814,555	10,814,555	10,814,555	–
Soltea Commercial Corp.	3,032,961	3,032,961	3,032,961	–
Summerhill Commercial Ventures Corp.	556,880	556,880	556,880	–
ALI Commercial Center, Inc. (Conso)	32,335,052	32,335,052	32,335,052	–
Sub-Total	**₱49,667,661**	**₱49,667,661**	**₱49,667,661**	**₱–**

TOTAL ELIMINATED RECEIVABLES	**₱125,617,899,564**	**₱125,617,899,564**	**₱125,617,899,564**	**₱–**

AYALA LAND, INC. AND SUBSIDIARIES

SCHEDULE D - Long-Term Debt

As of December 31, 2022

TITLE OF ISSUE & TYPE OF OBLIGATION	AMOUNT AUTHORIZED BY INDENTURE/ FACILITY AGREEMENT	CURRENT PORTION OF LONG-TERM DEBT (in '000)	LONG-TERM DEBT (NET OF CURRENT PORTION) (in '000)	Interest Rate	No. of Periodic Installment	Maturity Date
Ayala Land, Inc.:						
Bonds						
Philippine Peso	₱7,000,000	₱6,990,957	₱–	3.892%	N/A, Bullet	October 07, 2023
Philippine Peso	12,000,000	–	11,897,142	4.397%	N/A, Bullet	July 04, 2024
Philippine Peso	3,000,000	–	2,985,944	4.758%	N/A, Bullet	September 30, 2024
Philippine Peso	10,000,000	–	9,931,347	3.626%	N/A, Bullet	May 04, 2025
Philippine Peso	6,250,000	–	6,207,139	3.862%	N/A, Bullet	September 29, 2025
Philippine Peso	7,000,000	–	6,976,738	4.750%	N/A, Bullet	October 25, 2025
Philippine Peso	8,000,000	–	7,970,112	4.850%	N/A, Bullet	March 23, 2026
Philippine Peso	8,000,000	–	7,947,809	6.369%	N/A, Bullet	May 06, 2026
Philippine Peso	1,000,000	–	969,971	4.990%	N/A, Bullet	February 06, 2027
Philippine Peso	7,000,000	–	6,982,556	5.262%	N/A, Bullet	May 02, 2027
Philippine Peso	7,000,000	–	6,927,960	6.211%	N/A, Bullet	July 04, 2027
Philippine Peso	10,000,000	–	9,927,761	5.920%	N/A, Bullet	April 27, 2028
Philippine Peso	12,000,000	–	11,918,358	5.809%	N/A, Bullet	May 05, 2028
Philippine Peso	14,000,000	–	13,851,289	6.805%	N/A, Bullet	July 04, 2029
Philippine Peso	3,000,000	–	2,979,655	4.078%	N/A, Bullet	October 26, 2031
Philippine Peso	2,000,000	–	1,987,589	6.000%	N/A, Bullet	October 10, 2033
Fixed rate corporate notes (FXCNs)						
Philippine Peso	5,000,000	4,500,000		4.500%	30	March 10, 2023
Bank loan -US Dollar						
Bank Loan (MBTC)	2,641,265	–	3,066,525	Various floating rates	N/A, Bullet	November 06, 2024
Bank loan -Peso						
Bank Loan (BDO)	9,900,000	–	9,836,829	Various fixed rates	Various	Various from 2026 to 2031
Bank Loan (BPI)	1,442,875	799,227	288,261	Various fixed/ floating rates	Various	Various from 2023 to 2027
Bank Loan (CBC)	17,100,000	–	16,986,873	Various fixed rates	Various	Various from 2029 to 2031
Bank Loan (LBP)	15,000,000	100,000	14,540,730	Various fixed rates	Various	Various from 2028 to 2031
Bank Loan (MBTC)	15,000,000	300,000	13,817,306	Various fixed rates	Various	Various from 2027 to 2030

(Forward)

TITLE OF ISSUE & TYPE OF OBLIGATION	AMOUNT AUTHORIZED BY INDENTURE/ FACILITY AGREEMENT	CURRENT PORTION OF LONG-TERM DEBT (in '000)	LONG-TERM DEBT (NET OF CURRENT PORTION) (in '000)	Interest Rate	No. of Periodic Installment	Maturity Date
Bank Loan (PNB)	₱10,000,000	₱208,000	₱9,313,901	4.000%	39	December 18, 2030
Bank Loan (RCBC)	1,900,000	1,672,000		4.500%	26	March 30, 2023
Sub-Total	**₱195,234,140,000**	**₱14,570,184**	**₱177,311,795**			
Subsidiaries:						
Bonds						
Philippine Peso	₱3,000,000	₱–	₱2,978,824	3.045%	N/A, Bullet	December 28, 2023
Bank loan -Peso						
Bank Loan (BDO)	23,955,000	82,000	23,684,896	Various fixed rates	Various	Various from 2022 to 2031
Bank Loan (BPI)	6,958,769	1,582,423	1,953,325	Various fixed and floating rates	Various	Various from 2022 to 2028
Bank Loan (LandBank of the Phil)	6,930,000	44,500	6,841,165	Various fixed rates	Various	Various from 2030 to 2032
Bank loan -MYR	Various	441	442,029	Various	Various	Various
Sub-Total	**₱**	**₱1,709,364**	**₱35,900,23**			
Total	**₱229,491,579,828**	**₱16,279,548**	**₱213,212,034**			

AYALA LAND, INC. AND SUBSIDIARIES

SCHEDULE E - Indebtedness to Related Parties (Long-Term Loans from Related Parties)

As of December 31, 2022

NAME OF RELATED PARTY	BALANCE AT BEGINNING OF PERIOD (in '000)	BALANCE AT END OF PERIOD (in '000)
Bank of the Philippine Islands	₱6,366,922	₱4,297,350

AYALA LAND, INC. AND SUBSIDIARIES

SCHEDULE F - Guarantees Of Securities Of Other Issuers

As of December 31, 2022

NAME OF ISSUING ENTITY OF SECURITIES GUARANTEED BY THE COMPANY FOR W/C THIS STATEMENT IS FILED	TITLE OF ISSUE OF EACH CLASS OF SECURITIES GUARANTEED	TOTAL AMOUNT GUARANTEED & OUTSTANDING	AMOUNT OWNED BY PERSON FOR W/C STATEMENT IS FILED	NATURE OFGUARANTEE
	NOT APPLICABLE			

AYALA LAND, INC. AND SUBSIDIARIES

SCHEDULE G- Capital Stock

As of December 31, 2022

TITLE OF ISSUE	NUMBER OF SHARES AUTHORIZED	NUMBER OF SHARES ISSUED AND OUTSTANDING AT SHOWN UNDER RELATED STATEMENT OF FINANCIAL POSITION CAPTION				NUMBER OF SHARES RESERVED FOR OPTIONS, WARRANTS, CONVERSION AND OTHER RIGHTS	NUMBER OF SHARES HELD BY RELATED PARTIES	DIRECTORS, OFFICERS AND EMPLOYEES	OTHERS
		ISSUED	SUBSCRIBED	TREASURY SHARES	TOTAL				
Common	20,000,000,000	15,580,698,760	126,247,777	(642,283,806)	15,064,662,731	–	7,624,318,979	158,390,848	–
Preferred	15,000,000,000	13,066,494,760	–	(623,970,536)	12,442,524,224	–	12,163,180,640	2,157,932	–

AYALA LAND, INC. AND SUBSIDIARIES

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

As of December 31, 2022

	Amount (In ‘000s)
Unappropriated Retained Earnings, beginning	**₱60,197,372,483**
Less adjustments:	
Treasury shares	
Deferred tax assets	(3,406,716,256)
Fair Value adjustment	(593,852,588)
Unappropriated Retained Earnings, as adjusted, beginning	56,196,803,639
Net Income based on the face of AFS	18,987,610,104
Less: Non-actual/unrealized income net of tax	
Amount of provision for deferred tax during the year	958,877,032
Unrealized foreign exchange gain - net (except those attributable to Cash and Cash Equivalents)	–
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	–
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)	–
Net Income Actual/Realized	19,946,487,136
Less: Other adjustments	
Dividend declarations during the period	(4,062,008,309)
Effects of prior period adjustments	–
Related to merger	–
Treasury Shares	(19,080,713,530)
	(839,562,937)
Unappropriated Retained Earnings, as adjusted, ending	**₱55,000,568,936**

AYALA LAND, INC. AND SUBSIDIARIES

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

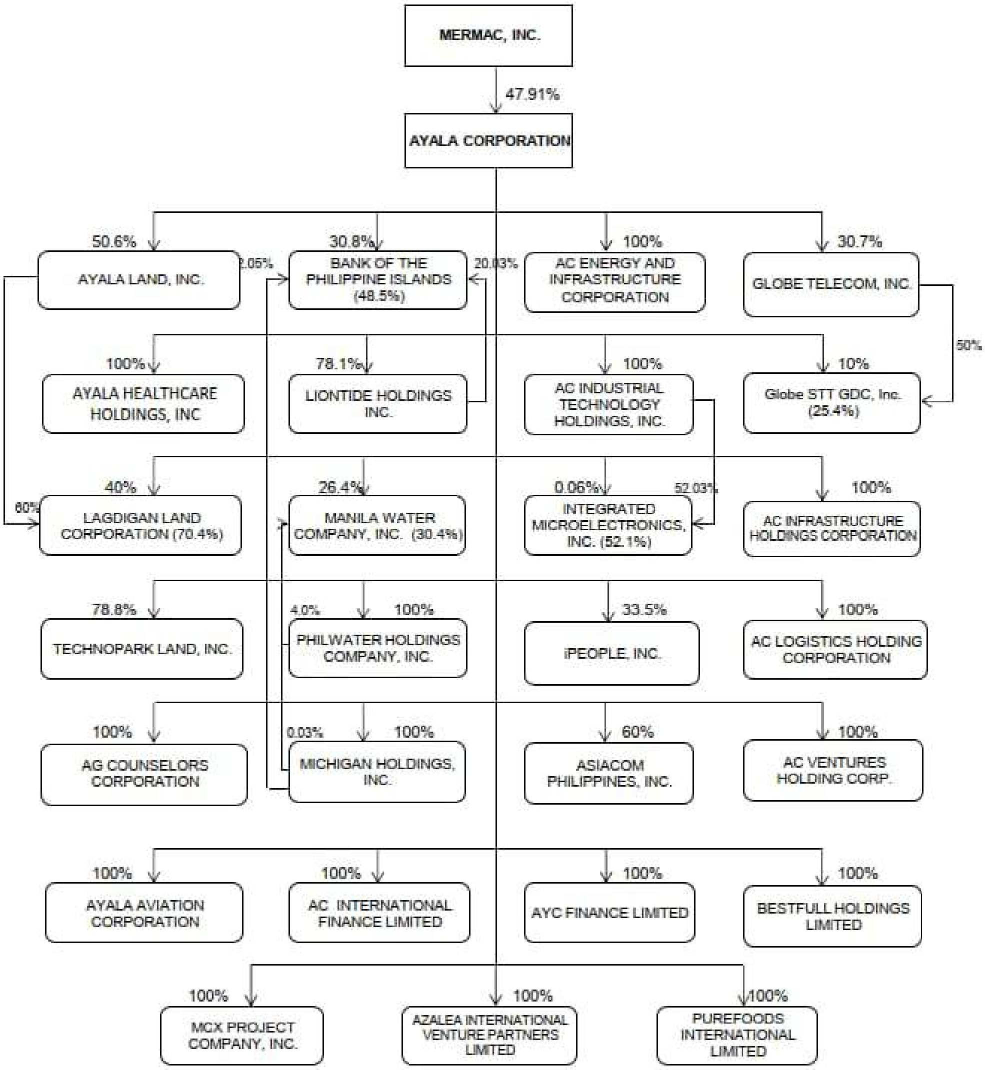
As of December 31, 2022

Ratio	Formula	Current Year	Prior Year
Current ratio	Current assets / Current liabilities	1.78	1.58
Acid test ratio	Quick assets (Total current assets excluding inventory)/ Current liabilities	0.89	0.87
Solvency ratio	EBITDA / Total debt (Total debt includes short-term debt, long-term debt and current portion of long-term debt)	0.20	0.16
Debt-to-equity ratio	Total debt / Consolidated stockholders' equity	0.80	0.82
Asset-to-equity ratio	Total assets / Consolidated stockholders' equity	2.65	2.76
Interest rate coverage ratio	EBITDA / Interest expense	4.83	4.01
Return on equity	Net income attributable to equity holders of the company / Average total stockholders' equity	0.08	0.05
Return on assets	Net income after tax / Average total assets	0.03	0.02
Net profit margin	Net income attributable to equity holders of the company / Total consolidated revenue	0.15	0.12

AYALA LAND, INC. AND SUBSIDIARIES

Corporate Organizational Chart

As of December 31, 2022



Legend:

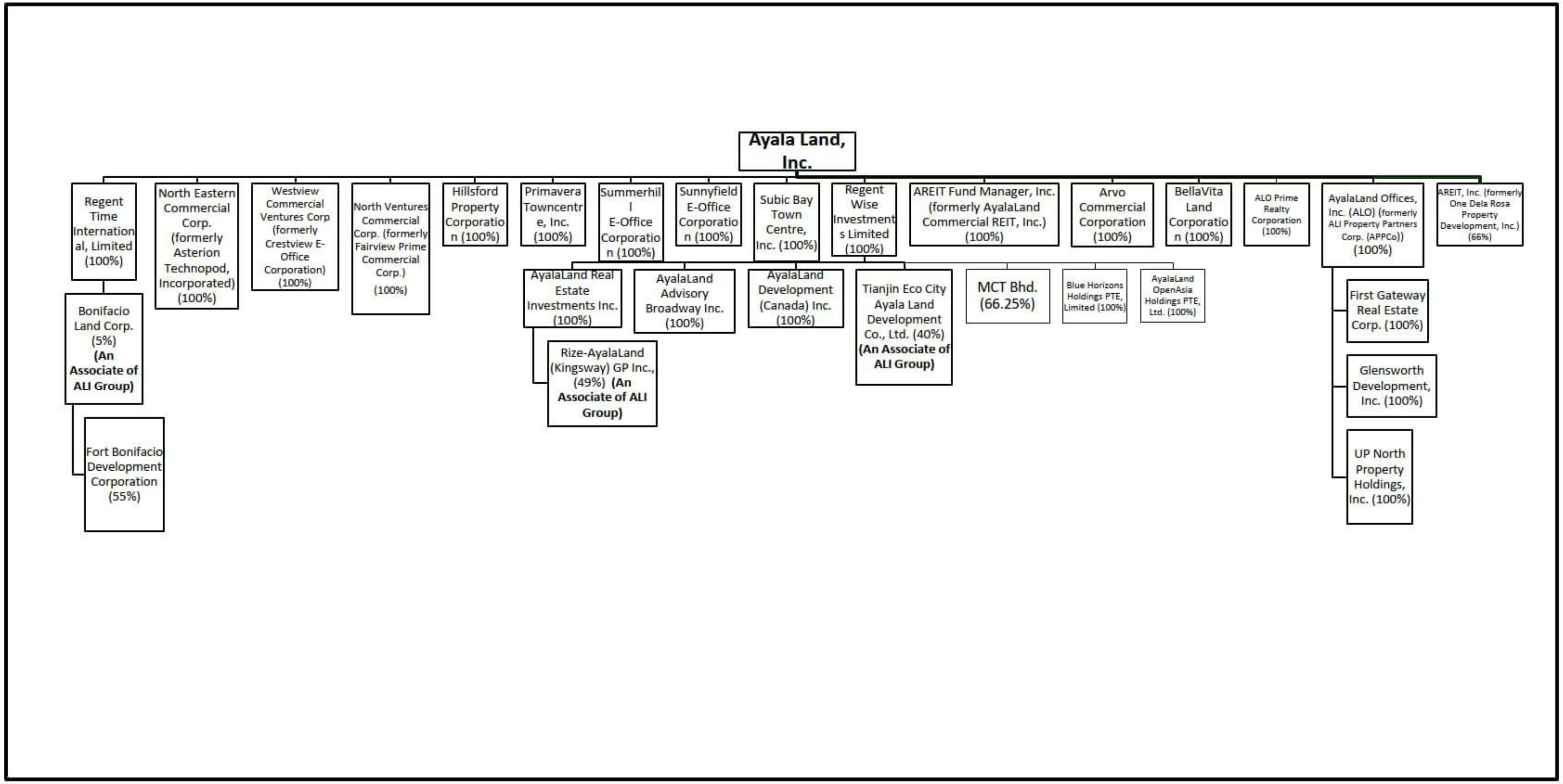
% of ownership appearing outside the box - direct % of economic ownership

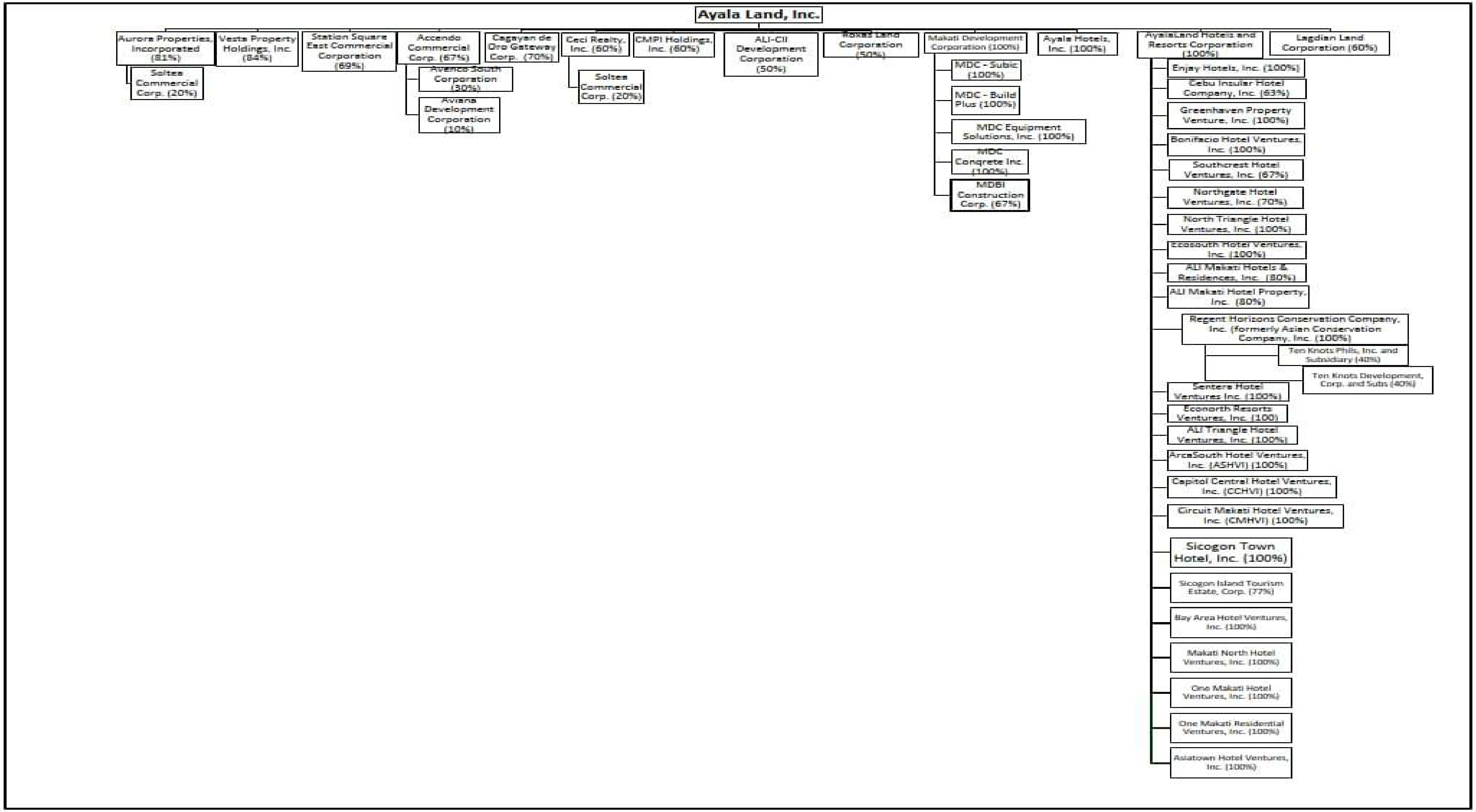
% of ownership appearing inside the box - effective % of economic ownership

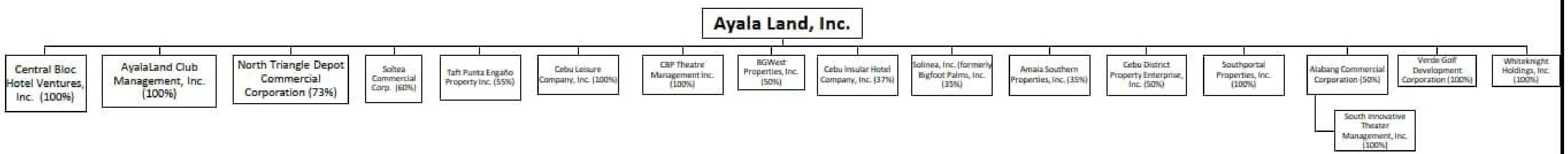
Subsidiaries

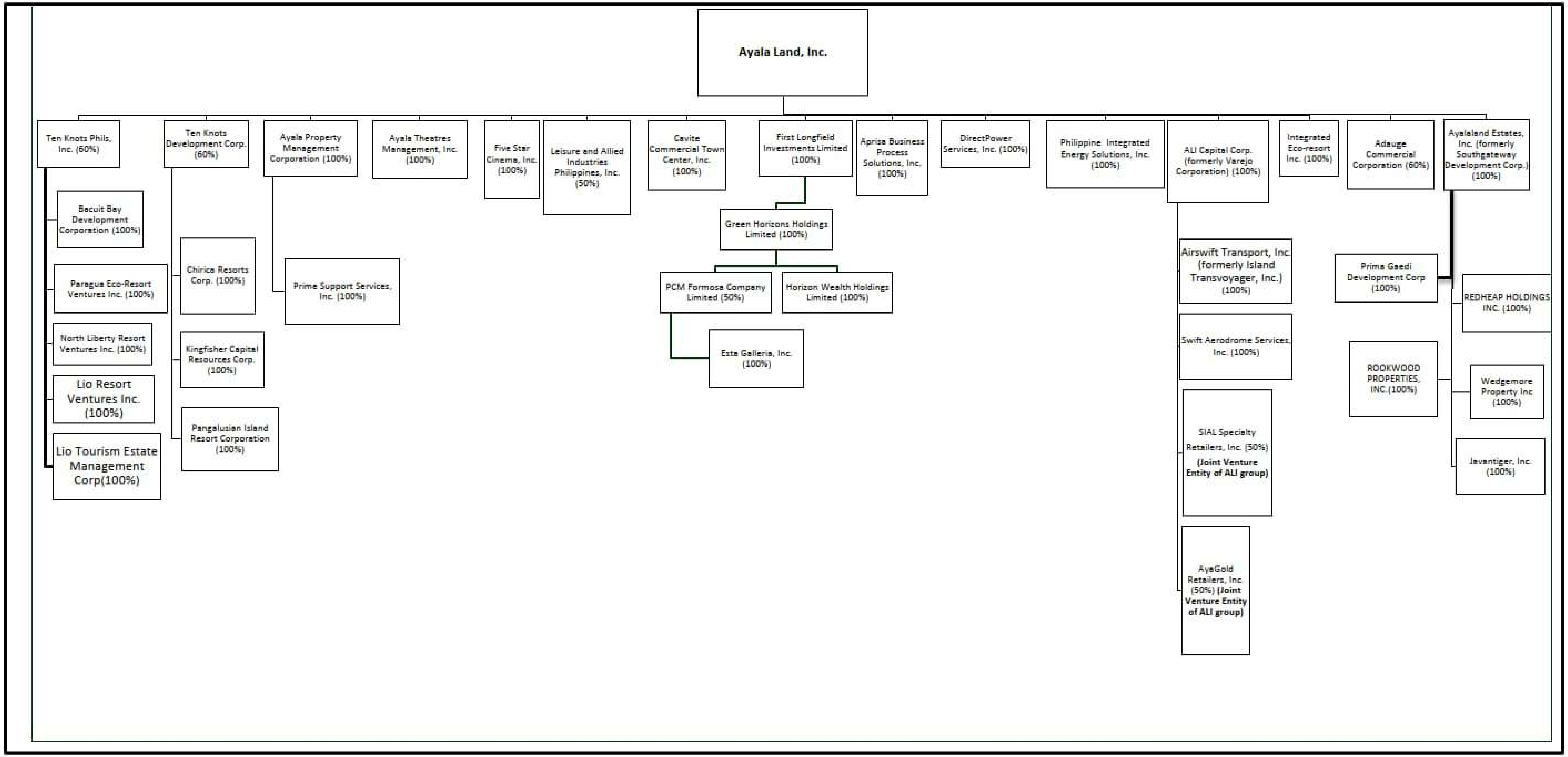
Ayala Land, Inc.

- Alveo Land Corporation (100%)
  - Serendra, Inc. (39%)
  - Solinea, Inc. (formerly Bigfoot Palms, Inc.) (65%)
  - BGSouth Properties, Inc. (50%)
  - Portico Land Corp. (60%)
  - Alveo-Federal Land Communities, Inc. (50%)
- Serendra, Inc. (28%)
- Amorsedia Development Corporation (100%)
  - OLC Development Corporation (100%)
    - Ayala Greenfield Development Corp. (50%)
  - HLC Development Corporation (100%)
  - Allysonia International Ltd (100%)
- Avida Land Corporation (100%)
  - Buklod Bahayan Realty and Development Corp. (100%)
  - Avida Sales Corp. (100%)
  - Amicassa Process Solutions, Inc. (100%)
  - BGNorth Properties, Inc. (50%)
  - Avenco South Corporation (70%)
- Buendia Landholdings, Inc. (100%)
- Ayala Land Sales, Inc. (100%)
- Amaia Land Co. (formerly First Realty Communities, Inc.) (100%)
  - Amaia Southern Properties, Inc. (65%)
- Ayala Land International Sales, Inc. (100%)
  - Ayalaland International Marketing, Inc. (AIMI) (100%)
  - Ayala Land International (Singapore) Pte. Ltd. (100%)
  - Ayalaland International Marketing (Hong Kong) Limited (100%)
  - Ayala Land International Marketing , SRL (100%)
  - Ayala Land International Marketing London (100%)
- Crans Montana Holdings, Inc. (100%)
- Crimson Field Enterprises, Inc. (100%)
- Ecoholdings Company, Inc. (100%)
- NorthBeacon Commercial Corporation (100%)
- Red Creek Properties, Inc. (100%)

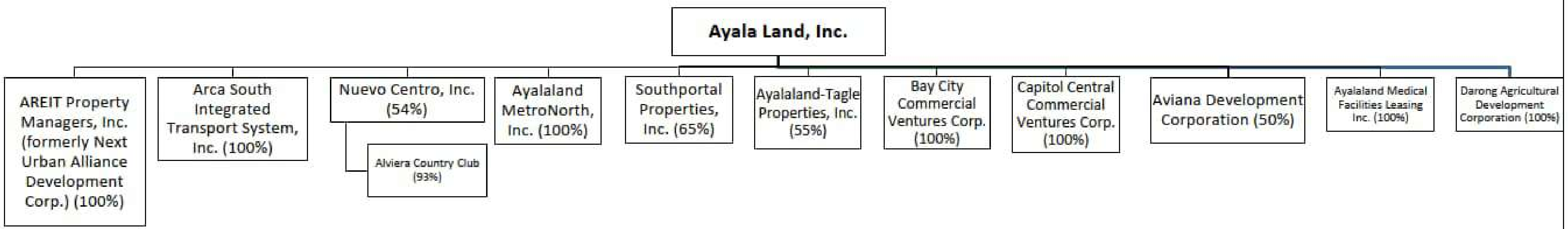

Ayala Land, Inc.
Regent Time International, Limited (100%)
Bonifacio Land Corp. (5%) (An Associate of ALI Group)
Fort Bonifacio Development Corporation (55%)
North Eastern Commercial Corp. (formerly Asterion Technopod, Incorporated) (100%)
Westview Commercial Ventures Corp (formerly Crestview E-Office Corporation) (100%)
North Ventures Commercial Corp. (formerly Fairview Prime Commercial Corp.) (100%)
Hillsford Property Corporation (100%)
Primavera Towncentre, Inc. (100%)
Summerhill E-Office Corporation (100%)
Sunnyfield E-Office Corporation (100%)
Subic Bay Town Centre, Inc. (100%)
Regent Wise Investments Limited (100%)
AyalaLand Real Estate Investments Inc. (100%)
Rize-AyalaLand (Kingsway) GP Inc., (49%) (An Associate of ALI Group)
AyalaLand Advisory Broadway Inc. (100%)
AyalaLand Development (Canada) Inc. (100%)
Tianjin Eco City Ayala Land Development Co., Ltd. (40%) (An Associate of ALI Group)
MCT Bhd. (66.25%)
Blue Horizons Holdings PTE, Limited (100%)
AyalaLand OpenAsia Holdings PTE, Ltd. (100%)
AREIT Fund Manager, Inc. (formerly AyalaLand Commercial REIT, Inc.) (100%)
Arvo Commercial Corporation (100%)
BellaVita Land Corporation (100%)
ALO Prime Realty Corporation (100%)
AyalaLand Offices, Inc. (ALO) (formerly ALI Property Partners Corp. (APPCo)) (100%)
First Gateway Real Estate Corp. (100%)
Glensworth Development, Inc. (100%)
UP North Property Holdings, Inc. (100%)
AREIT, Inc. (formerly One Dela Rosa Property Development, Inc.) (66%)

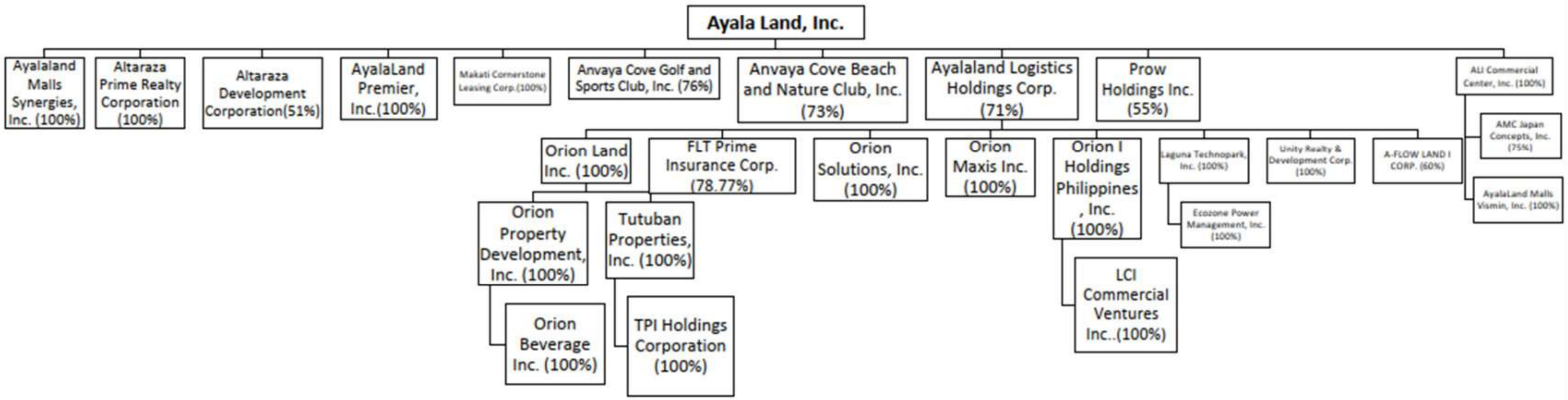

Ayala Land, Inc.
Aurora Properties, Incorporated (81%)
Soltea Commercial Corp. (20%)
Vesta Property Holdings, Inc. (84%)
Station Square East Commercial Corporation (69%)
Accendo Commercial Corp. (67%)
Avenco South Corporation (30%)
Aviana Development Corporation (10%)
Cagayan de Oro Gateway Corp. (70%)
Ceci Realty, Inc. (60%)
Soltea Commercial Corp. (20%)
CMPI Holdings, Inc. (60%)
ALI-CII Development Corporation (50%)
Roxas Land Corporation (50%)
Makati Development Corporation (100%)
MDC - Subic (100%)
MDC - Build Plus (100%)
MDC Equipment Solutions, Inc. (100%)
MDC Conqrete Inc. (100%)
MDBI Construction Corp. (67%)
Ayala Hotels, Inc. (100%)
AyalaLand Hotels and Resorts Corporation (100%)
Enjay Hotels, Inc. (100%)
Cebu Insular Hotel Company, Inc. (63%)
Greenhaven Property Venture, Inc. (100%)
Bonifacio Hotel Ventures, Inc. (100%)
Southcrest Hotel Ventures, Inc. (67%)
Northgate Hotel Ventures, Inc. (70%)
North Triangle Hotel Ventures, Inc. (100%)
Ecosouth Hotel Ventures, Inc. (100%)
ALI Makati Hotels & Residences, Inc. (80%)
ALI Makati Hotel Property, Inc. (80%)
Regent Horizons Conservation Company, Inc. (formerly Asian Conservation Company, Inc. (100%)
Ten Knots Phils, Inc. and Subsidiary (40%)
Ten Knots Development, Corp. and Subs (40%)
Sentera Hotel Ventures Inc. (100%)
Econorth Resorts Ventures, Inc. (100)
ALI Triangle Hotel Ventures, Inc. (100%)
ArcaSouth Hotel Ventures, Inc. (ASHVI) (100%)
Capitol Central Hotel Ventures, Inc. (CCHVI) (100%)
Circuit Makati Hotel Ventures, Inc. (CMHVI) (100%)
Sicogon Town Hotel, Inc. (100%)
Sicogon Island Tourism Estate, Corp. (77%)
Bay Area Hotel Ventures, Inc. (100%)
Makati North Hotel Ventures, Inc. (100%)
One Makati Hotel Ventures, Inc. (100%)
One Makati Residential Ventures, Inc. (100%)
Asiatown Hotel Ventures, Inc. (100%)
Lagdian Land Corporation (60%)


Ayala Land, Inc.
Central Bloc Hotel Ventures, Inc. (100%)
AyalaLand Club Management, Inc. (100%)
North Triangle Depot Commercial Corporation (73%)
Soltea Commercial Corp. (60%)
Taft Punta Engaño Property Inc. (55%)
Cebu Leisure Company, Inc. (100%)
CBP Theatre Management Inc. (100%)
BGWest Properties, Inc. (50%)
Cebu Insular Hotel Company, Inc. (37%)
Solinea, Inc. (formerly Bigfoot Palms, Inc. (35%)
Amaia Southern Properties, Inc. (35%)
Cebu District Property Enterprise, Inc. (50%)
Southportal Properties, Inc. (100%)
Alabang Commercial Corporation (50%)
South Innovative Theater Management, Inc. (100%)
Verde Golf Development Corporation (100%)
Whiteknight Holdings, Inc. (100%)

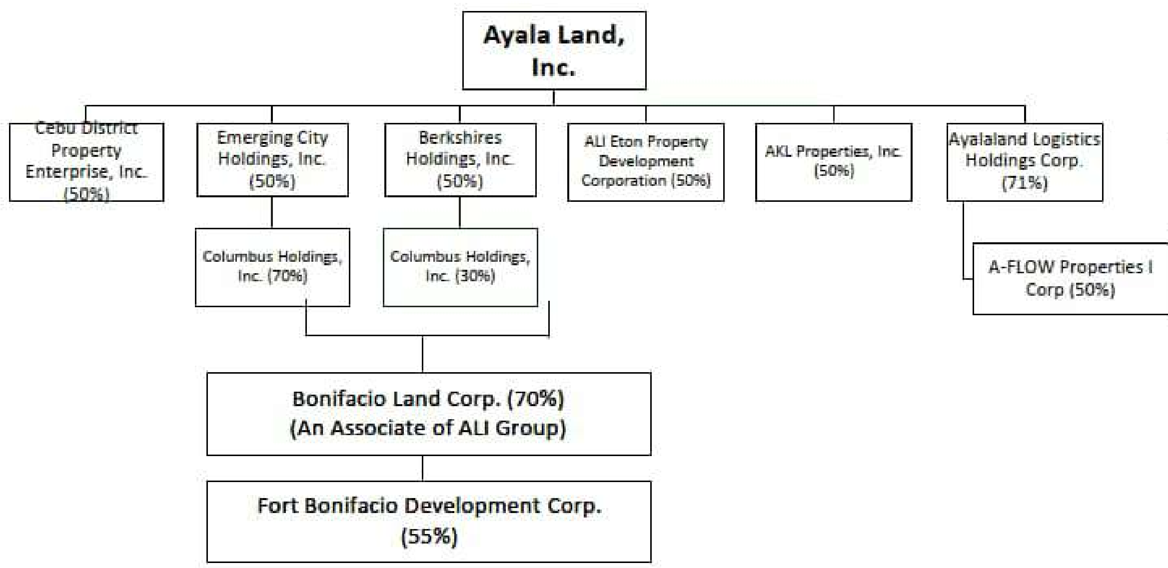


Ayala Land, Inc.
Ten Knots Phils, Inc. (60%)
Bacuit Bay Development Corporation (100%)
Paragua Eco-Resort Ventures Inc. (100%)
North Liberty Resort Ventures Inc. (100%)
Lio Resort Ventures Inc. (100%)
Lio Tourism Estate Management Corp(100%)
Ten Knots Development Corp. (60%)
Chirica Resorts Corp. (100%)
Kingfisher Capital Resources Corp. (100%)
Pangalusian Island Resort Corporation (100%)
Ayala Property Management Corporation (100%)
Prime Support Services, Inc. (100%)
Ayala Theatres Management, Inc. (100%)
Five Star Cinema, Inc. (100%)
Leisure and Allied Industries Philippines, Inc. (50%)
Cavite Commercial Town Center, Inc. (100%)
First Longfield Investments Limited (100%)
Green Horizons Holdings Limited (100%)
PCM Formosa Company Limited (50%)
Horizon Wealth Holdings Limited (100%)
Esta Galleria, Inc. (100%)
Aprisa Business Process Solutions, Inc. (100%)
DirectPower Services, Inc. (100%)
Philippine Integrated Energy Solutions, Inc. (100%)
ALI Capital Corp. (formerly Varejo Corporation) (100%)
Airswift Transport, Inc. (formerly Island Transvoyager, Inc.) (100%)
Swift Aerodrome Services, Inc. (100%)
SIAL Specialty Retailers, Inc. (50%) (Joint Venture Entity of ALI group)
AyaGold Retailers, Inc. (50%) (Joint Venture Entity of ALI group)
Integrated Eco-resort Inc. (100%)
Adauge Commercial Corporation (60%)
Prima Gaedi Development Corp (100%)
ROOKWOOD PROPERTIES, INC.(100%)
Ayalaland Estates, Inc. (formerly Southgateway Development Corp.) (100%)
REDHEAP HOLDINGS INC. (100%)
Wedgemore Property Inc (100%)
Javantiger, Inc. (100%)

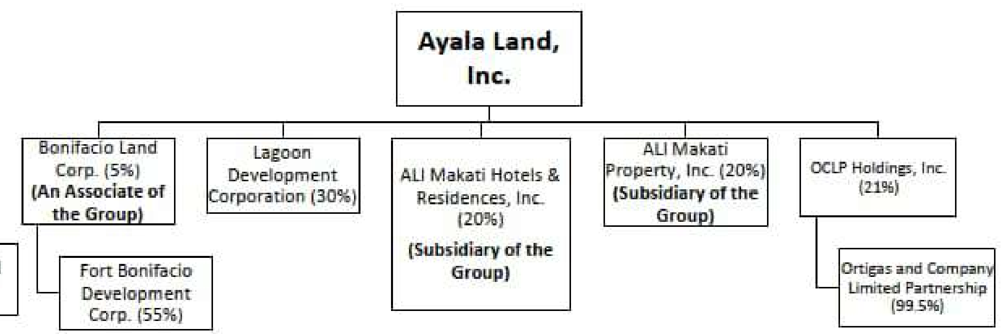

Ayala Land, Inc.
AREIT Property Managers, Inc. (formerly Next Urban Alliance Development Corp.) (100%)
Arca South Integrated Transport System, Inc. (100%)
Nuevo Centro, Inc. (54%)
Alviera Country Club (93%)
Ayalaland MetroNorth, Inc. (100%)
Southportal Properties, Inc. (65%)
Ayalaland-Tagle Properties, Inc. (55%)
Bay City Commercial Ventures Corp. (100%)
Capitol Central Commercial Ventures Corp. (100%)
Aviana Development Corporation (50%)
Ayalaland Medical Facilities Leasing Inc. (100%)
Darong Agricultural Development Corporation (100%)


Ayala Land, Inc.
Ayalaland Malls Synergies, Inc. (100%)
Altaraza Prime Realty Corporation (100%)
Altaraza Development Corporation(51%)
AyalaLand Premier, Inc.(100%)
Makati Cornerstone Leasing Corp.(100%)
Anvaya Cove Golf and Sports Club, Inc. (76%)
Anvaya Cove Beach and Nature Club, Inc. (73%)
Ayalaland Logistics Holdings Corp. (71%)
Prow Holdings Inc. (55%)
ALI Commercial Center, Inc. (100%)
AMC Japan Concepts, Inc. (75%)
AyalaLand Malls Vismin, Inc. (100%)
Orion Land Inc. (100%)
FLT Prime Insurance Corp. (78.77%)
Orion Solutions, Inc. (100%)
Orion Maxis Inc. (100%)
Orion I Holdings Philippines, Inc. (100%)
Laguna Technopark, Inc. (100%)
Unity Realty & Development Corp. (100%)
A-FLOW LAND I CORP. (60%)
Ecozone Power Management, Inc. (100%)
Orion Property Development, Inc. (100%)
Tutuban Properties, Inc. (100%)
Orion Beverage Inc. (100%)
TPI Holdings Corporation (100%)
LCI Commercial Ventures Inc..(100%)

Direct Investments in Joint Ventures



Direct Investments in Associates



AYALA LAND, INC. AND SUBSIDIARIES

Bond Proceeds

As of December 31, 2022

₱3.0 Billion Fixed Rate Bonds due 2023

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱3,000,000,000**	**₱3,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	1,325,625	1,325,625
Documentary Stamp Tax	22,500,000	22,500,000
Underwriting Fee	11,250,000	11,250,000
PDEX Listing Fee	100,000	100,000
Accounting	3,200,000	2,509,500
Legal	1,620,000	1,877,286
Credit Rating	1,280,000	1,280,000
Registry and Paying Agency	187,500	–
Trusteeship	240,000	–
Out-of-pocket expenses	1,000,000	177,694
Total Estimated Upfront Expenses	42,703,125	41,020,105
	₱2,957,296,875	**₱2,958,979,895**
Balance of Proceeds as of 12.31.2022		

AREIT, Inc. raised from the Bonds gross proceeds of ₱3.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱2.96 billion. Net proceeds were used to partially refinance the Philippine peso-denominated 2.0% per annum ₱4.0 billion short term loan drawn from Rizal Commercial Banking Corporation, an external counterparty bank not related to any of the JLUBs and their related parties, to partially finance the acquisition of The 30th.

₱3.0 Billion Fixed Rate Bonds due 2031

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱2,750,000,000**	**₱3,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	1,262,500	1,956,875
Documentary Stamp Tax	20,625,000	22,500,000
Underwriting Fee	10,312,500	11,250,000
Estimated Professional Expenses & Agency fees	7,300,000	5,733,151
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	334,004
Listing Fee	100,000	100,000
Total Expenses	40,600,000	41,874,030
Net Proceeds	**₱2,709,400,000**	**₱2,958,125,970**
Balance of Proceeds as of 12.31.2022		

Ayala Land raised from the Bonds gross proceeds of ₱3.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱2.96 billion. Net proceeds were used to refinance the short-term loan drawn to finance the early redemption of the Company's 7.0239% per annum ₱8.00 billion fixed-rate bonds due 2023 issued in 2018 on October 5, 2021 (the "7.0239% p.a. 2018 Bonds") and partially finance the Company's capital expenditures.

₱10.0 Billion Fixed Rate Bonds due 2025

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱10,000,000,000**	**₱10,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	2,525,030	2,525,030
Documentary Stamp Tax	75,000,000	75,000,000
Underwriting Fee	37,500,000	37,500,000
Estimated Professional Expenses & Agency fees	5,000,000	4,758,330
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	176,791
Listing Fee	100,000	100,000
Total Expenses	121,125,030	120,060,151
Net Proceeds	**₱9,878,874,970**	**₱9,879,939,849**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately P9.88 billion. Net proceeds were used to refinance any short-term loans that will be drawn to finance the early redemption of the Company's 5.625% per annum ₱8.0 billion fixed-rate bonds due 2025 issued in 2014, and partially finance the Company's general corporate requirements.

₱6.3 Billion Fixed Rate Bonds due 2025

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱6,250,000,000**	**₱6,250,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	1,578,155	1,578,155
Documentary Stamp Tax	46,875,000	46,875,000
Underwriting Fee	23,437,500	23,437,500
Estimated Professional Expenses & Agency fees	5,000,000	5,520,092
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	274,183
Listing Fee	100,000	100,000
Total Expenses	77,990,655	77,784,930
Net Proceeds	**₱6,172,009,345**	**₱6,172,215,070**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱6.3 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱6.17 billion. Net proceeds were used to refinance the Company's 4.725% per annum ₱1.8 billion term loan maturity on September 29, 2020, 4.625% per annum ₱4.0 billion bond maturity on October 10, 2020 and a portion of its existing short-term loans.

₱10.0 Billion Fixed Rate Bonds due 2022

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱10,000,000,000**	**₱10,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	3,093,125	1,578,155
Documentary Stamp Tax	75,000,000	46,875,000
Underwriting Fee	37,500,000	23,437,500
Estimated Professional Expenses & Agency fees	9,000,000	5,478,301
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	428,993
Listing Fee	150,000	100,000
Total Expenses	125,743,125	77,897,949
Net Proceeds	**₱9,874,256,875**	**₱9,922,102,051**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱9.92 billion. Net proceeds were used to partially finance the Company's general corporate requirements.

₱9.0 Billion Fixed Rate Bonds due 2021 and ₱1.0 Billion Fixed Rate Bonds due 2027

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱10,000,000,000**	**₱10,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	3,093,125	3,093,125
Documentary Stamp Tax	75,000,000	75,000,000
Underwriting Fee	37,500,000	37,500,000
Estimated Professional Expenses & Agency fees	9,000,000	4,206,571
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	118,285
Listing Fee	150,000	253,611
Total Expenses	125,743,125	124,378,164
Net Proceeds	**₱9,874,256,875**	**₱9,875,621,836**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱9.88 billion. Net proceeds were used to partially finance various projects.

₱3.0 Billion Fixed Rate Bonds due 2024

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱3,000,000,000**	**₱3,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	757,500	757,500
Documentary Stamp Tax	22,500,000	22,500,000
Underwriting Fee	11,250,000	11,025,000
Estimated Professional Expenses & Agency fees	9,000,000	3,965,235
Marketing/Printing/Photocopying Costs and OPEs	1,000,000	69,300
Listing Fee	150,000	151,708
Total Expenses	44,657,500	42,433,978
Net Proceeds	**₱2,955,342,500**	**₱2,957,566,022**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱3.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱2.96 billion. Net proceeds were used to partially finance various projects.

₱8.0 Billion Fixed Rate Bonds due 2026

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱8,000,000,000**	**₱8,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	2,588,125	2,588,125
Documentary Stamp Tax	60,000,000	60,000,000
Underwriting Fee	30,000,000	30,000,000
Estimated Professional Expenses & Agency fees	9,000,000	6,066,185
Marketing/Printing/Photocopying Costs and OPEs	5,000,000	338,659
Listing Fee	150,000	218,167
Total Expenses	106,738,125	99,211,136
Net Proceeds	**₱7,893,261,875**	**₱7,900,788,864**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱8.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱7.90 billion. Net proceeds were used to partially finance various projects.

₱10.0 Billion Fixed Rate Bonds due 2028

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱10,000,000,000**	**₱10,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	2,525,000	2,525,000
Documentary Stamp Tax	75,000,000	75,000,000
Underwriting Fee	37,500,000	37,500,000
Estimated Professional Expenses & Agency fees	9,000,000	4,901,843
Marketing/Printing/Photocopying Costs and OPEs	5,000,000	622,938
Listing Fee	200,000	200,000
Total Expenses	129,225,000	120,749,781
Net Proceeds	**₱9,870,775,000**	**₱9,879,250,219**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱9.88 billion. Net proceeds were used to partially finance various projects.

₱7.0 Billion Fixed Rate Bonds due 2027

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱7,000,000,000**	**₱7,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	1,767,500	1,767,500
Documentary Stamp Tax	35,000,000	35,000,000
Underwriting Fee	26,250,000	26,250,000
Estimated Professional Expenses & Agency fees	9,000,000	3,161,187
Marketing/Printing/Photocopying Costs and OPEs	5,000,000	990,430
Listing Fee	100,000	100,000
Total Expenses	74,617,500	67,269,117
Net Proceeds	**₱6,925,382,500**	**₱6,932,730,883**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱6.92 billion. Net proceeds were used to partially finance various projects.

₱7.0 Billion Fixed Rate Bonds due 2023 and ₱3.0 Billion Homestarter Bonds due 2019

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱10,000,000,000**	**₱10,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	2,525,000	2,525,000
Documentary Stamp Tax	50,000,000	50,000,000
Underwriting Fee	44,250,000	26,250,000
Estimated Professional Expenses & Agency fees	9,000,000	2,960,000
Marketing/Printing/Photocopying Costs and OPEs	5,000,000	201,849
Listing Fee	200,000	200,000
Total Expenses	110,975,000	82,136,849
Net Proceeds	**₱9,889,025,000**	**₱9,917,863,151**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱10.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱9.9 billion. Net proceeds were used to partially finance various projects.

₱7.0 Billion Fixed Rate Bonds due 2025

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱7,000,000,000**	**₱8,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	1,767,500	1,767,500
Documentary Stamp Tax	35,000,000	35,000,000
Underwriting Fee	26,250,000	26,250,000
Estimated Professional Expenses & Agency fees	7,500,000	2,301,963
Marketing/Printing/Photocopying Costs and OPEs	2,500,000	248,847
Listing Fee	100,000	100,000
Total Expenses	73,117,500	65,668,310
Net Proceeds	**₱6,926,882,500**	**₱6,934,331,690**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱7.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱6.9 billion. Net proceeds were used to partially finance various projects.

₱8.0 Billion Fixed Rate Bonds due 2026

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱8,000,000,000**	**₱8,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	2,588,125	2,588,125
Documentary Stamp Tax	40,000,000	40,000,000
Underwriting Fee	30,000,000	30,000,000
Estimated Professional Expenses & Agency fees	7,500,000	3,651,246
Marketing/Printing/Photocopying Costs and OPEs	2,500,000	398,937.60
Listing Fee	100,000	100,000.00
Total Expenses	82,688,125	76,738,308.60
Net Proceeds	**₱7,917,311,875**	**₱7,923,261,691.40**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱8.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱7.9 billion. Net proceeds were used to partially finance various projects.

₱7.0 Billion Fixed Rate Bonds due 2022

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱7,000,000,000**	**₱7,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	-	–
Documentary Stamp Tax	35,000,000	35,000,000
Underwriting Fee	26,250,000	25,725,000
Estimated Professional Expenses & Agency fees	5,740,000	3,058,763
Marketing/Printing/Photocopying Costs and OPEs	2,500,000	19,308
Listing Fee	100,000	100,000
Total Expenses	69,590,000	63,903,071
Net Proceeds	**₱6,930,410,000**	**₱6,936,096,929**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱7.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱6.9 billion. Net proceeds were used to partially finance various projects.

₱4.0 Billion in Fixed Rate Bonds due 2020 and ₱2.0 Billion Fixed Rate Bonds due 2033

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱6,000,000,000**	**₱6,000,000,000**
Expenses		
Documentary Stamp Tax	30,000,000	30,000,000
Upfront Fees		
Underwriting Fee (375 bps + GRT)	22,500,000	22,500,000
Professional Expenses	1,457,500	2,517,808
Listing Fee	100,000	100,000
Out of Pocket Expenses (publication, printing etc.)	1,000,000	5,530
Total Expenses	**55,057,500**	**55,123,338**
Net Proceeds	**₱5,944,942,500**	**₱5,944,876,662**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱6.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱5.9 billion. Net proceeds were used to partially finance various projects.

₱9.35 Billion Fixed Rate Callable Bonds due 2019 and ₱5.65 Billion Fixed Rate Callable Bonds due 2022

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱15,000,000,000**	**₱15,000,000,000**
Expenses		
Documentary Stamp Tax	75,000,000	75,000,000
Underwriting Fee	54,035,000	54,035,000
Rating Fee	5,040,000	4,125,000
SEC Registration		
SEC Registration Fee	4,312,500	4,312,500
SEC Legal Research Fee	43,125	43,125
Professional Expenses	1,960,000	3,064,146
Marketing/Printing/Photocopying Costs and OPEs	500,000	383,756
Registry and Paying Agency Fee	337,500	1,056,315
Trustee Fees	112,500	20,000
Listing Fee	100,000	443,667
Total Expenses	**141,440,625**	**142,483,508**
Net Proceeds	**₱14,858,559,375**	**₱14,857,516,492**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱15.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱14.9 billion. Net proceeds were used to partially finance various projects.

₱33.0 Billion Fixed Rate Bonds due 2024 (Series A- ₱12.0 Billion), 2027 (Series B- ₱7.0 Billion) and 2029 (Series C- ₱14.0 Billion)

(In pesos)	Estimated per prospectus	Actual
Issue Amount	**₱3,000,000,000**	**₱3,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	8,332,530	8,332,530
Documentary Stamp Tax	247,500,000	247,500,000
Underwriting Fee	123,750,000	123,750,000
PDEX Listing Fee	100,000	585,200
Accounting	2,000,000	1,800,000
Legal	80,000	633,408
Credit Rating	6,600,000	3,780,000
Registry and Paying Agency	300,000	300,000
Trusteeship	150,000	150,000
Out-of-pocket expenses	500,000	186,924
Total Estimated Upfront Expenses	389,312,530	387,018,062
Net Proceeds	**₱32,610,687,470**	**₱32,612,981,938**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱33.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱32.61 billion were used to partially refinance various short-term Philippine peso-denominated obligations amounting to ₱22.10 billion and approximately ₱10.52 billion to fund general corporate requirements, including but not limited to expenses in the ordinary course of business including the ₱1.20 billion worth of various capital expenditures.

₱12.0 Billion Fixed Rate Bonds due 2028

(In pesos)	**Estimated per prospectus**	**Actual**
Issue Amount	**₱12,000,000,000**	**₱12,000,000,000**
Less: Estimated Upfront Expenses		
SEC Registration & Legal Research Fee	3,030,060	3,030,060
Documentary Stamp Tax	90,000,000	90,000,000
Underwriting Fee	45,000,000	45,000,000
PDEX Listing Fee	100,000	222,600
Accounting	2,500,000	2,500,000
Legal	562,768	1,012,996
Credit Rating	2,402,232	2,462,500
Registry and Paying Agency	285,000	285,000
Trusteeship	150,000	150,000
Out-of-pocket expenses	500,000	92,656
Total Estimated Upfront Expenses	144,530,060	144,755,812
Net Proceeds	**₱11,855,469,940**	**₱11,855,244,188**
Balance of Proceeds as of 12.31.2022		**NIL**

Ayala Land raised from the Bonds gross proceeds of ₱12.0 billion. After issue-related expenses, actual net proceeds amounted to approximately ₱11.86 billion were used to partially refinance short-term loans that were drawn to finance the full settlement of the Company’s 6.0% per annum ₱5.65 billion fixed-rate bonds issued in 20124 (“6.0% ALI 2022 Bonds”) and the balance to partially fund the settlement of the 4.5% per annum ₱7.00 billion fixed-rate bonds issued in 20155 (“4.5% ALI 2022 Bonds”, together, the “ALI 04-2022 Bonds”) that matured on April 27 and 29, 2022, respectively, and approximately ₱1.00 billion to fund general corporate requirements, including but not limited to expenses in the ordinary course of business including capital expenditures.

AyalaLand

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS

The management of Ayala Land, Inc. (the Company) is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein for the years ended December 31, 2022, 2021 and 2020, 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 the 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 Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

JAIME AUGUSTO ZOBEL DE AYALA
Chairman, Board of Directors

BERNARD VINCENT O. DY
President & Chief Executive Officer

AUGUSTO D. BENGZON
Chief Finance Officer

SUBSCRIBED AND SWORN to before me this FEB 21 2023 at Makati City, affiants exhibiting to me their respective Passports, to wit:

Name	Passport No.	Date & Place of Issue
Jaime Augusto Zobel de Ayala		2018 – D
Bernard Vincent O. Dy		1 – DFA
Augusto D. Bengzon		0 – DFA

Doc. No. 83 ;
Page No. 18 ;
Book No. XXXVII ;
Series of 2023.

MARIA PAULA G. ROMERO-BAUTISTA
NOTARY PUBLIC
ROLL NO. 58335
MAKATI CITY PHILS.

MARIA PAULA G. ROMERO-BAUTISTA
Notary Public - Makati City
Appt. No. M-079 until December 31, 2023
Roll of Attorneys No. 58335
IBP No. 264594 - 01/03/2023 - Makati City
PTR No. 9566341MM - 01/03/2023 - Makati City
MCLE Compliance No. VII-0020268 - 06/02/2022
4th Floor Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

... DST pursuant to Sec. 61 of the TRAIN Act (amending Sec. 188 of the NIRC) affixed on Notary Public's copy.

C O V E R   S H E E T
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

1	5	2	7	4	7					

COMPANY NAME

AYALA LAND, INC. AND SUBSIDIARIES

PRINCIPAL OFFICE *(No. / Street / Barangay / City / Town / Province)*

31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

Form Type	Department requiring the report	Secondary License Type, If Applicable
AAFS		

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
iru@ayalaland.com.ph	**7 908-3677**	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
13,181	**04/27**	**12/31**

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ma. Luisa D. Chiong	**chiong.malou@ayalaland.com.ph**	**7 908-3681**	

CONTACT PERSON's ADDRESS

30th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

NOTE1 : *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.*

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

Opinion

We have audited the accompanying consolidated financial statements of Ayala Land, Inc. and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2022 and 2021, 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, 2022, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements of the Group as at December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022 are prepared in all material respects, in accordance with Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC) as described in Note 2 to the consolidated financial statements.

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.

Emphasis of Matter

We draw attention to Note 2 to the consolidated financial statements which indicates that the consolidated financial statements have been prepared in accordance with PFRSs, as modified by the application of the financial reporting reliefs as issued and approved by the SEC in response to the COVID-19 pandemic. The impact of the application of the financial reporting reliefs on the 2022 consolidated financial statements are discussed in detail in Note 2. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

Real Estate Revenue Recognition

The Group's revenue recognition process, policies and procedures are significant to our audit because these involve the application of significant judgment and estimation on the following: (1) assessment of the probability that the entity will collect the consideration from the buyer; (2) determination of the transaction price; and (3) application of the output method as the measure of progress in determining real estate revenue.

In evaluating whether collectability of the amount of consideration is probable, the Group considers the significance of the buyer's initial payments (buyer's equity) in relation to the total contract price. Collectability is also assessed by considering factors such as past history with buyers, age of residential and office development receivables and pricing of the property. Management regularly evaluates the historical sales cancellations and back-outs, after considering the impact of coronavirus pandemic, if it would still support its current threshold of buyers' equity before commencing revenue recognition.

In measuring the progress of its performance obligation over time, the Group uses the output method. This method measures progress based on physical proportion of work done on the real estate project which requires technical determination by the Group's specialists (project engineers). This is based on the monthly project accomplishment report prepared by the third party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the Group itself.

In determining the actual costs incurred to be recognized as cost of sales, the Group estimates costs incurred on materials, labor and overhead which have not yet been billed by the contractor.

The Group identifies sales commission after contract inception as the cost of obtaining the contract. For contracts which qualified for revenue recognition, the Group capitalizes the total sales commission due to sales agent as cost to obtain contract and recognizes the related commission payable. The Group uses percentage of completion (POC) method in amortizing sales commission consistent with the Group's revenue recognition policy.

The disclosures related to real estate revenue are included in Notes 2 and 3 to the consolidated financial statements.

Audit Response

We obtained an understanding of the Group's real estate revenue recognition process, policies and procedures.

For the buyers' equity, we evaluated management's basis of the buyer's equity by comparing this to the historical analysis of sales cancellations from buyers with accumulated payments above the collection threshold. We also considered the impact of the coronavirus pandemic to the level of cancellations during the year. We traced the analysis to supporting documents such as deed of cancellations.

For the determination of the transaction price, we obtained an understanding of the nature of other fees charged to the buyers. For selected contracts, we compared the amounts excluded from the transaction price against the expected amounts required to be remitted to the government based on existing tax rules and regulations (e.g., documentary stamp taxes, transfer taxes and real property taxes).

For the application of the output method, in determining real estate revenue, we obtained an understanding of the Group's processes for determining the POC, and performed tests of the relevant controls. We obtained the certified POC reports prepared by the project engineers and assessed their competence and objectivity by reference to their qualifications, experience and reporting responsibilities. For selected projects, we conducted ocular inspections, made relevant inquiries, including inquiries on how the coronavirus pandemic affected the POC during the period and obtained the supporting details of POC reports showing the completion of the major activities of project construction.

For the cost of real estate sales, we obtained an understanding of the Group's cost accumulation process and performed tests of the relevant controls. For selected projects, we traced costs accumulated, including those incurred but not yet billed, to supporting documents such as invoices and accomplishment reports from the contractors and official receipts.

For the recognition of cost to obtain a contract, we obtained an understanding of the sales commission process. For selected contracts, we agreed the basis for calculating the sales commission capitalized and the portion recognized in profit or loss, particularly the following: (a) the percentage of commission due against contracts with sales agents, (b) the total commissionable amount (i.e., net contract price) against the related contract to sell, and (c) the POC against the POC used in recognizing the related revenue from real estate sales.

Consolidation Process

The consolidated financial statements of the Group represents the consolidation of the financial statements of Ayala Land, Inc. and its various direct and indirect subsidiaries. We consider the Group's consolidation process as a key audit matter because of the complexity arising from the numerous component entities within the Group requiring layers of consolidation, voluminous intercompany transactions within the Group that require elimination, monitoring of fair value adjustments arising from business combinations, and adjustments to non-controlling interests. Note 1 to the consolidated financial statements provides the relevant information on the Group's subsidiaries.

Audit Response

We obtained an understanding of the Group's consolidation process and the Group's process for identifying related parties and related party transactions and the reconciliation of intercompany balances. We tested significant consolidation adjustments, including elimination, deferral and realization of profit or recoveries from intercompany transactions and balances, amortization/depreciation/reversal of fair value adjustments arising from business combinations, the currency translation adjustments, movements in non-controlling interests and other equity adjustments. We evaluated whether the accounting policies of the Group has been consistently applied.

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, 2022, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20 IS (Definitive Information Statement), SEC Form 17 A and Annual Report for the year ended December 31, 2022 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, as modified by the application of financial reporting relief issued and approved by the SEC as described in Note 2 to the consolidated financial statements, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the 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 accordance with PFRSs, as modified by the application of financial reporting relief issued and approved by the SEC as described in Note 2 to the consolidated financial statements.

- 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 Michael C. Sabado.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

February 21, 2023

AYALA LAND, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Amounts in Thousands)

	December 31	
	2022	2021
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4 and 29)	**₱11,885,329**	₱13,971,437
Short-term investments (Notes 5 and 29)	**330,500**	325,641
Financial assets at fair value through profit or loss (Notes 6 and 29)	**291,989**	700,803
Accounts and notes receivable (Notes 7 and 29)	**102,151,267**	100,097,451
Inventories (Note 8)	**180,348,474**	148,156,725
Other current assets (Note 9)	**64,849,846**	65,300,897
Total Current Assets	**359,857,405**	328,552,954
Noncurrent Assets		
Noncurrent accounts and notes receivable (Notes 7 and 29)	**49,032,711**	43,663,620
Financial assets at fair value through other comprehensive income (FVOCI) (Notes 10 and 29)	**1,033,481**	981,270
Investments in associates and joint ventures (Note 11)	**31,917,095**	28,152,733
Right-of-use assets (Note 33)	**12,418,841**	12,156,240
Investment properties (Note 12)	**245,525,507**	243,397,632
Property and equipment (Note 13)	**36,153,839**	41,778,353
Deferred tax assets - net (Note 23)	**13,889,287**	12,890,122
Other noncurrent assets (Notes 14, 26 and 29)	**29,826,354**	33,891,439
Total Noncurrent Assets	**419,797,115**	416,911,409
	₱779,654,520	₱745,464,363
LIABILITIES AND EQUITY		
Current Liabilities		
Short-term debt (Notes 16 and 29)	**₱6,547,272**	₱16,782,500
Accounts and other payables (Notes 15 and 29)	**143,952,127**	136,690,396
Income tax payable	**845,073**	506,638
Current portion of lease liabilities (Note 33)	**710,160**	599,363
Current portion of long-term debt (Notes 16 and 29)	**19,258,289**	26,173,997
Deposits and other current liabilities (Notes 17 and 29)	**31,211,023**	27,471,315
Total Current Liabilities	**202,523,944**	208,224,209
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 16 and 29)	**210,233,290**	180,140,242
Pension liabilities (Note 26)	**1,871,186**	2,103,735
Lease liabilities - net of current portion (Note 33)	**17,992,406**	17,237,991
Deferred tax liabilities - net (Note 23)	**5,849,288**	6,520,263
Deposits and other noncurrent liabilities (Notes 18 and 29)	**47,519,881**	60,735,602
Total Noncurrent Liabilities	**283,466,051**	266,737,833
Total Liabilities	**485,989,995**	474,962,042

(Forward)

	December 31	
	2022	2021
Equity (Note 19)		
Equity attributable to equity holders of Ayala Land, Inc.		
Paid-in capital	**₱97,636,864**	₱79,897,468
Retained earnings	**183,535,858**	168,980,632
Remeasurement loss on defined benefit plans (Note 26)	**106,942**	(33,279)
Fair value reserve of financial assets at FVOCI (Note 10)	**(877,913)**	(880,895)
Cumulative translation adjustments	**437,996**	261,612
Equity reserves (Note 1)	**(6,506,845)**	1,289,611
Treasury stock	**(19,080,714)**	(16,894,380)
	255,252,188	232,620,769
Non-controlling interests (Note 19)	**38,412,337**	37,881,552
Total Equity	**293,664,525**	270,502,321
	₱779,654,520	₱745,464,363

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME

(Amounts in Thousands, Except Earnings Per Share Figures)

	Years Ended December 31		
	2022	2021	2020
REVENUE (Note 20)			
Real estate sales (Notes 20 and 30)	**₱116,356,382**	₱96,144,850	₱85,965,453
Interest income from real estate sales (Notes 7 and 20)	**6,694,930**	6,801,012	8,602,775
Equity in net earnings of associates and joint ventures (Notes 11 and 20)	**1,429,795**	842,565	586,502
	124,481,107	103,788,427	95,154,730
Interest and investment income (Notes 6, 21 and 25)	**387,083**	253,107	394,701
Other income (Note 21)	**1,687,624**	2,101,071	723,268
	2,074,707	2,354,178	1,117,969
	126,555,814	106,142,605	96,272,699
COSTS AND EXPENSES			
Cost of real estate sales (Note 22)	**75,628,711**	64,641,519	56,673,184
General and administrative expenses (Notes 22, 26 and 28)	**7,264,339**	6,538,859	8,011,813
Interest and other financing charges (Note 22)	**11,446,669**	11,037,772	12,745,720
Other expenses (Note 22)	**3,996,044**	3,636,915	3,788,771
	98,335,763	85,855,065	81,219,488
INCOME BEFORE INCOME TAX	**28,220,051**	20,287,540	15,053,211
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 23)			
Current	**6,943,074**	5,984,642	4,687,956
Deferred	**(1,247,276)**	(1,356,465)	(628,983)
	5,695,798	4,628,177	4,058,973
NET INCOME	**₱22,524,253**	₱15,659,363	₱10,994,238
Net income attributable to:			
Equity holders of Ayala Land, Inc. (Note 27)	**₱18,617,234**	₱12,228,148	₱8,727,155
Non-controlling interests	**3,907,019**	3,431,215	2,267,083
	₱22,524,253	₱15,659,363	₱10,994,238
Earnings Per Share (Note 27)			
Net income attributable to equity holders of Ayala Land, Inc.:			
Basic and diluted	**₱1.25**	**₱0.83**	₱0.59

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousands)

	Years Ended December 31		
	2022	2021	2020
NET INCOME	**₱22,524,253**	₱15,659,363	₱10,994,238
Other comprehensive income (loss)			
Item that will be reclassified to profit or loss in subsequent years:			
Cumulative translation adjustment	**229,224**	265,284	(237,531)
Items that will not be reclassified to profit or loss in subsequent years:			
Fair value reserve of financial assets at FVOCI (Note 10)	**(16,905)**	(97,378)	(426,088)
Remeasurement gain (loss) on pension liabilities (Note 26)	**186,961**	1,099,585	(686,987)
Income tax effect	**(46,740)**	(274,896)	206,096
	352,540	992,595	(1,144,510)
TOTAL COMPREHENSIVE INCOME	**₱22,876,793**	₱16,651,958	₱9,849,728
Total comprehensive income attributable to:			
Equity holders of Ayala Land, Inc.	**₱18,936,821**	₱13,049,676	₱7,872,357
Non-controlling interests	**3,939,972**	3,602,282	1,977,371
	₱22,876,793	₱16,651,958	₱9,849,728

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(Amounts in Thousands)

	Attributable to equity holders of Ayala Land, Inc.												
	Capital Stock (Note 19)	Additional Paid-in Capital (Note 19)	Subscriptions Receivable	Appropriated Retained Earnings (Note 19)	Unappropriated Retained Earnings (Note 19)	Remeasurement Gain (Loss) on Defined Benefit Plans (Note 26)	Fair value reserve of financial assets at FVOCI (Note 10)	Cumulative Translation Adjustments (Note 19)	Equity Reserves (Note 19)	Treasury Stocks (Note 19)	Total	Non-Controlling Interests	Total Equity
As of January 1, 2022	**₱16,687,844**	**₱65,494,263**	**(₱2,284,639)**	**₱25,000,000**	**₱143,980,632**	**(₱33,279)**	**(₱880,895)**	**₱261,612**	**₱1,289,611**	**(₱16,894,380)**	**₱232,620,769**	**₱37,881,552**	**₱270,502,321**
Net income	–	–	–	–	18,617,234	–	–	–	–	–	18,617,234	3,907,019	22,524,253
Other comprehensive income (loss)	–	–	–	–	–	140,221	2,982	176,384	–	–	319,587	32,953	352,540
Total comprehensive income	–	–	–	–	18,617,234	140,221	2,982	176,384	–	–	18,936,821	3,939,972	22,876,793
Cost of stock options	–	78,860	–	–	–	–	–	–	–	–	78,860	–	78,860
Collection of subscription receivable	–	–	200,365	–	–	–	–	–	–	–	200,365	–	200,365
Stock options exercised	14,172	451,829	(391,994)	–	–	–	–	–	–	–	74,007	–	74,007
Stock issuance for properties	75,046	4,112,495	–	–	–	–	–	–	–	–	4,187,541	–	4,187,541
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	(2,186,334)	(2,186,334)	–	(2,186,334)
Acquisition of non-controlling interest	236,534	12,962,089	–	–	–	–	–	–	(7,796,456)	–	5,402,167	–	5,402,167
Net change in non-controlling interest	–	–	–	–	–	–	–	–	–	–	–	(1,755,347)	(1,755,347)
Cash dividends declared	–	–	–	–	(4,062,008)	–	–	–	–	–	(4,062,008)	(1,653,840)	(5,715,848)
As of December 31, 2022	**₱17,013,596**	**₱83,099,536**	**(₱2,476,268)**	**₱25,000,000**	**₱158,535,858**	**₱106,942**	**(₱877,913)**	**₱437,996**	**(₱6,506,845)**	**(₱19,080,714)**	**₱255,252,188**	**₱38,412,337**	**₱293,664,525**

	Capital Stock (Note 19)	Additional Paid-in Capital (Note 19)	Subscriptions Receivable	Appropriated Retained Earnings (Note 19)	Unappropriated Retained Earnings (Note 19)	Remeasurement Gain (Loss) on Defined Benefit Plans (Note 26)	Fair value reserve of financial assets at FVOCI (Note 10)	Cumulative Translation Adjustments (Note 19)	Equity Reserves (Note 19)	Treasury Stocks (Note 19)	Total	Non-Controlling Interests	Total Equity
As of January 1, 2021	₱16,066,829	₱49,149,512	(₱2,262,756)	₱8,000,000	₱150,822,683	(₱818,101)	(₱748,220)	₱167,395	₱585,256	(₱1,260,780)	₱219,701,818	₱37,623,175	₱257,324,993
Net income	–	–	–	–	14,221,177	–	–	–	–	–	14,221,177	3,431,215	17,652,392
Other comprehensive income (loss)	–	–	–	–	–	824,689	(97,378)	94,217	–	–	821,528	171,067	992,595
Total comprehensive income	–	–	–	–	14,221,177	824,689	(97,378)	94,217	–	–	15,042,705	3,602,282	18,644,987
Appropriation of retained earnings	–	–	–	17,000,000	(17,000,000)	–	–	–	–	–	–	–	–
Cost of stock options	–	150,072	–	–	–	–	–	–	–	–	150,072	–	150,072
Collection of subscription receivable	–	–	324,725	–	–	–	–	–	–	–	324,725	–	324,725
Stock options exercised	11,389	335,219	(346,608)	–	–	–	–	–	–	–	–	–	–
Statutory merger	609,626	15,859,460	–	–	–	(39,867)	(35,297)		(276,774)	(13,976,965)	2,140,183	(2,140,183)	–
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	(1,656,635)	(1,656,635)	–	(1,656,635)
Acquisition of non-controlling interest	–	–	–	–	–	–	–	–	981,129	–	981,129	–	981,129
Net change in non-controlling interest	–	–	–	–	–	–	–	–	–	–	–	553,837	553,837
Cash dividends declared	–	–	–	–	(4,063,228)	–	–	–	–	–	(4,063,228)	(1,757,559)	(5,820,787)
As of December 31, 2021	₱16,687,844	₱65,494,263	(₱2,284,639)	₱25,000,000	₱143,980,632	(₱33,279)	(₱880,895)	₱261,612	₱1,289,611	(₱16,894,380)	₱232,620,769	₱37,881,552	₱270,502,321

				Attributable to equity holders of Ayala Land, Inc.										
	Capital Stock (Note 19)	Additional Paid-in Capital (Note 19)	Subscriptions Receivable	Appropriated Retained Earnings (Note 19)	Unappropriated Retained Earnings (Note 19)	Stock Options Outstanding	Remeasurement Gain (Loss) on Defined Benefit Plans (Note 26)	Fair value reserve of financial assets at FVOCI (Note 10)	Cumulative Translation Adjustments (Note 19)	Equity Reserves (Note 19)	Treasury Stocks (Note 19)	Total	Non-Controlling Interests	Total Equity
As of January 1, 2020	₱16,051,984	₱48,598,641	(₱1,878,179)	₱8,000,000	₱148,940,236	₱42,279	(₱337,210)	(₱457,358)	₱250,440	(₱7,056,459)	(₱1,104,353)	₱211,050,021	₱31,655,547	₱242,705,568
Net income	–	–	–	–	8,727,155	–	–	–	–	–	–	8,727,155	2,267,083	10,994,238
Other comprehensive loss	–	–	–	–	–	–	(480,891)	(290,862)	(83,045)	–	–	(854,798)	(289,712)	(1,144,510)
Total comprehensive income	–	–	–	–	8,727,155	–	(480,891)	(290,862)	(83,045)	–	–	7,872,357	1,977,371	9,849,728
Cost of stock options	–	154,199	–	–	–	(42,279)	–	–	–	–	–	111,920	–	111,920
Collection of subscription receivable	–	–	26,940	–	–	–	–	–	–	–	–	26,940	–	26,940
Stock options exercised	14,845	396,672	(411,517)	–	–	–	–	–	–	–	–	–	–	–
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	–	(156,427)	(156,427)	–	(156,427)
Disposal of non-controlling interest	–	–	–	–	–	–	–	–	–	7,641,715	–	7,641,715	–	7,641,715
Increase in non-controlling interests	–	–	–	–	–	–	–	–	–	–	–	–	4,937,740	4,937,740
Cash dividends declared	–	–	–	–	(4,006,667)	–	–	–	–	–	–	(4,006,667)	(931,185)	(4,937,852)
As of December 31, 2020	₱16,066,829	₱49,149,512	(₱2,262,756)	₱8,000,000	₱153,660,724	₱–	(₱818,101)	(₱748,220)	₱167,395	₱585,256	(₱1,260,780)	₱222,539,859	₱37,639,473	₱260,179,332

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Amounts in Thousands)

	Years Ended December 31		
	2022	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	**₱28,220,051**	₱20,287,540	₱15,053,211
Adjustments for:			
Interest and other financing charges (Note 22)	**11,446,669**	11,037,772	12,745,720
Depreciation and amortization (Notes 12, 13, 14, 22 and 33)	**9,688,718**	8,820,507	9,572,572
Dividends received from investees (Note 11)	**589,221**	321,617	758,714
Provision for impairment losses (Note 22)	**253,738**	539,692	977,849
Cost of share-based payments (Note 28)	**78,860**	150,072	111,920
Unrealized (gain) loss on financial assets at fair value through profit or loss (Note 6)	**333,413**	(99,372)	40,116
Gain on sale of property and equipment (Note 21)	**–**	–	(23,265)
Equity in net earnings of associates and joint ventures (Note 11)	**(1,429,795)**	(842,565)	(586,502)
Gain on sale of investment in associates and jointly controlled entities (Note 11)	**–**	(807,618)	–
Interest income	**(7,082,013)**	(7,054,119)	(8,971,289)
Operating income before changes in working capital	**42,098,862**	32,353,526	29,679,046
Changes in operating assets and liabilities:			
Decrease (increase) in:			
Accounts and notes receivable – trade	**(2,046,107)**	251,492	683,154
Inventories (Note 8)	**(15,136,166)**	(1,459,729)	(10,253,170)
Other current assets (Note 9)	**509,713**	(7,279,935)	(8,477,188)
Increase (decrease) in:			
Accounts and other payables	**14,018,427**	(7,690,011)	(16,164,090)
Deposits and other current liabilities (Note 17)	**(3,542,142)**	2,154,067	(155,341)
Pension liabilities (Note 26)	**(92,328)**	(92,362)	346,206
Cash generated from (used in) operations	**35,810,259**	18,237,048	(4,341,383)
Interest received	**6,638,191**	7,008,224	8,925,394
Income tax paid	**(6,604,639)**	(6,933,615)	(5,355,723)
Interest paid	**(9,495,457)**	(10,385,580)	(11,735,785)
Net cash provided by (used in) operating activities	**26,348,354**	7,926,077	(12,507,497)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from:			
Sale/redemption of short-term investments	**–**	41,160	397,875
Sale/redemption of financial assets at FVTPL	**4,065,795**	1,168,987	1,917,237
Sale of investments in FVOCI (Note 10)	**16,371**	–	21,112
Disposal of property and equipment (Note 13)	**1,390,786**	483,360	161,997
Disposal of investment properties (Note 12)	**764,475**	294,149	2,203,774
Disposal of investments in associates and jointly controlled entities	**–**	807,618	326,602

(Forward)

	Years Ended December 31		
	2022	2021	2020
Additions to:			
Short-term investments	**₱–**	(₱8,680)	(₱138,846)
Financial assets at fair value through profit or loss	**(4,179,683)**	(805,248)	(2,437,088)
Financial assets at FVOCI (Note 10)	**–**	–	(98,951)
Investments in associates and joint ventures (Note 11)	**(2,705,023)**	(778,748)	(1,837,901)
Investment properties (Note 12)	**(15,587,700)**	(22,030,868)	(5,544,790)
Property and equipment (Note 13)	**(4,424,285)**	(3,215,492)	(3,098,436)
Net decrease (increase) in:			
Accounts and notes receivable - nontrade (Note 7)	**(5,210,278)**	(12,981)	2,046,114
Other noncurrent assets (Note 14)	**2,944,192**	(2,171,784)	2,865,904
Net cash used in investing activities	**(22,925,350)**	(26,228,527)	(3,215,397)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from:			
Short and long-term debt (Note 16)	**162,816,824**	191,282,758	226,900,910
Capital stock subscriptions (Note 19)	**274,373**	324,724	26,940
IPO sponsorship (Note 19)		–	12,343,461
Payments of short and long-term debt (Note 16)	**(149,899,033)**	(180,536,836)	(225,720,204)
Payments of principal portion of lease liability (Note 33)	**(1,316,469)**	(1,432,361)	(1,334,674)
Increase (decrease) in deposits and other noncurrent liabilities	**(12,584,594)**	10,695,432	5,706,022
Acquisition of non-controlling interest (Note 19)	**1,675,369**	1,534,967	–
Increase in equity reserves	**2,004,323**	–	235,994
Acquisition of treasury shares (Note 19)	**(2,186,334)**	(1,656,635)	(156,427)
Dividends paid to non-controlling interests	**(1,653,840)**	(1,324,396)	(931,185)
Dividends paid to equity holders of Ayala Land, Inc. (Note 19)	**(4,667,960)**	(4,051,013)	(4,397,061)
Net cash provided by (used in) financing activities	**(5,537,341)**	14,836,640	12,673,776
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(2,114,337)**	(3,465,810)	(3,049,118)
EFFECT OF CHANGES IN FOREIGN CURRENCY	**28,229**	399,900	(326,576)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**13,971,437**	17,037,347	20,413,041
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱11,885,329**	₱13,971,437	₱17,037,347

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. **Corporate Information**

Ayala Land, Inc. (the Parent Company or ALI) is domiciled and was incorporated on June 30, 1988 in the Republic of the Philippines with corporate life of fifty years. The Parent Company's parent is Ayala Corporation (AC). AC is a publicly listed company which is 47.91%-owned by Mermac, Inc. and the rest by the public as of December 31, 2022. The Parent Company's registered office and principal place of business is 31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City.

The Parent Company and its Subsidiaries (the Group) are incorporated to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent or otherwise deal in and dispose of, for itself or for others, residential including, but not limited to, all kinds of housing projects, commercial, industrial, urban or other kinds of real property; to acquire, purchase, hold, manage, develop and sell subdivision lots, with or without buildings or improvements; to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Group or of other persons; and to engage or act as real estate broker. The Group is also involved in hotels and resorts operations.

The consolidated financial statements of Ayala Land, Inc. and Subsidiaries as of December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022 were endorsed for approval by the Audit Committee on February 16, 2023 and were approved and authorized for issue by the Board of Directors (BOD) on February 21, 2023.

The consolidated financial statements represent the consolidation of the financial statements of the Parent Company and the following domestic and foreign subsidiaries:

	December 31	
	2022*	2021*
Real Estate:		
Alveo Land Corporation (Alveo)	100%	100%
Serendra, Inc.	39	39
Solinea, Inc. (Solinea)	65	65
BGSouth Properties, Inc. (BGS)	50	50
Portico Land Corp. (Portico)	60	60
Serendra, Inc.	28	28
Amorsedia Development Corporation (ADC)	100	100
OLC Development Corporation and Subsidiary	100	100
HLC Development Corporation	100	100
Allysonia International Ltd.	100	100
Avida Land Corporation (Avida)	100	100
Buklod Bahayan Realty and Development Corp.	100	100
Avida Sales Corp.	100	100
Amicassa Process Solutions, Inc.	100	100
Avencosouth Corp. (Avencosouth)	70	70
BGNorth Properties, Inc. (BGN)	50	50
Amaia Land Co. (Amaia)	100	100
Amaia Southern Properties, Inc. (ASPI)	65	65
AyalaLand Premier, Inc.	100	100
Ayala Land International Sales, Inc. (ALISI)	100	100
Ayala Land International Marketing, Inc. (AIMI)	100	100
Ayala Land International (Singapore) Pte. Ltd	100	100

	December 31	
	2022*	2021*
Ayala Land International Marketing (Hong Kong) Ltd	100%	100%
Ayala Land International Marketing, SRL (ALIM SRL)	100	100
Ayala Land International Marketing London	100	100
Ayala Land Sales, Inc.	100	100
Southportal Properties, Inc. (Southportal)	100	100
Buendia Landholdings, Inc.	100	100
Crans Montana Holdings, Inc.	100	100
Crimson Field Enterprises, Inc.	100	100
Ecoholdings Company, Inc. (ECI)	100	100
NorthBeacon Commercial Corporation (NBCC)	100	100
Red Creek Properties, Inc.	100	100
Regent Time International, Limited (Regent Time) (British Virgin Islands)	100	100
North Eastern Commercial Corp. (NECC)	100	100
Westview Commercial Ventures Corp. (Westview)	100	100
North Ventures Commercial Corporation	100	100
Hillsford Property Corporation (Hillsford)	100	100
Primavera Towncentre, Inc. (PTI)	100	100
Summerhill Commercial Ventures Corporation (Summerhill)	100	100
Sunnyfield E-Office Corporation (Sunnyfield)	100	100
Subic Bay Town Centre, Inc. (SBTCI)	100	100
Regent Wise Investments Limited (Regent Wise) (Hongkong company)	100	100
AyalaLand Real Estate Investments Inc. (Canada)	100	100
AyalaLand Advisory Broadway Inc. (Canada)	100	100
AyalaLand Development (Canada) Inc.	100	100
AyalaLand OpenAsia Holdings PTE, Ltd (Singapore)	100	100
Blue Horizons Holdings PTE, Ltd (Singapore)	100	100
Modular Construction Technology (MCT) Bhd. (Malaysia)	66	66
AREIT Fund Manager, Inc. (formerly AyalaLand Commercial REIT, Inc. (ALCRI))	100	100
Arvo Commercial Corporation (Arvo)	100	100
BellaVita Land Corporation (BellaVita)	100	100
Nuevo Centro, Inc. (Nuevo Centro)	54	54
Alviera Country Club, Inc. (Alviera)	50	50
Cavite Commercial Town Center, Inc. (CCTCI)	100	100
AREIT, Inc. (formerly One Dela Rosa Property Development, Inc.)	66	66
AyalaLand Offices, Inc. (ALO)	100	100
First Gateway Real Estate Corp.	100	100
Glensworth Development, Inc. (Glensworth)	100	100
UP North Property Holdings, Inc.	100	100
ALO Prime Realty Corporation	100	100
Makati Cornerstone Leasing Corp. (MCLC)	100	100
Capitol Central Commercial Ventures Corp.	100	100
Bay City Commercial Venture Corp. (BCCVC)	100	100
Aurora Properties Incorporated	81	81
Soltea Commercial Corp.	16	16
Vesta Property Holdings, Inc. (VPHI)	84	78
Altaraza Prime Realty Corporation	100	100
Altaraza Development Corporation	51	51
Prow Holdings, Inc.	55	55

	December 31	
	2022*	2021*
Station Square East Commercial Corporation (SSECC)	69%	69%
AREIT Property Managers, Inc. (formerly Next Urban Alliance Development Corp.)	100	100
Accendo Commercial Corp. (Accendo)	67	67
Avencosouth Corp.	20	20
Aviana Development Corporation	7	7
Aviana Development Corporation	50	50
Cagayan de Oro Gateway Corp. (CDOGC)	70	70
Ceci Realty, Inc. (Ceci)	60	60
Soltea Commercial Corp.	12	12
Soltea Commercial Corp.	60	60
CMPI Holdings, Inc.	60	60
ALI-CII Development Corporation (ALI-CII)	50	50
Roxas Land Corporation (RLC)	50	50
Adauge Commercial Corporation (Adauge)	60	60
AyalaLand Estates, Inc	100	100
Prima Gaedi Development Corp	100	–
Redheap Holdings Inc.	100	–
Rookwood Properties, Inc.	100	–
Wedgemore Property Inc	100	–
Javantiger, Inc.	100	–
Ayalaland MetroNorth, Inc. (AMNI)	100	100
Verde Golf Development Corp.	100	100
North Triangle Depot Commercial Corporation (NTDCC)	73	73
Ayalaland-Tagle Properties, Inc.	55	55
BGWest Properties, Inc. (BGW)	50	50
Lagdigan Land Corp. (Lagdigan)	60	60
Central Bloc Hotel Ventures, Inc.	100	100
Cebu Leisure Company, Inc.	100	100
CBP Theatre Management Inc.	100	100
Taft Punta Engaño Property Inc. (TPEPI)	55	55
Cebu Insular Hotel Company, Inc. (CIHCI)	37	37
Solinea, Inc.	35	35
Amaia Southern Properties, Inc. (ASPI)	35	35
Alabang Commercial Corporation (ACC)	50	50
South Innovative Theater Management (SITMI)	50	50
ALI Commercial Center, Inc.	100	100
AMC Japan Concepts, Inc.	75	75
AyalaLand Malls Vismin, Inc.	100	–
AyalaLand Logistics Holdings Corp. (ALLHC) (formerly Prime Orion Philippines, Inc.)	71	71
A-Flow Land I Corp.	60	–
Orion Solutions, Inc.	71	71
Orion I Holdings Philippines, Inc.	71	71
Orion Maxis, Inc.	71	71
Orion Land, Inc.	71	71
LCI Commercial Ventures, Inc.	71	71
Laguna Technopark, Inc. and Subsidiary	71	71
Unity Realty & Development Corp. (URDC)	71	71
FLT Prime Insurance Corporation	56	56
Ayalaland Malls Synergies, Inc.	100	100
Ayala Malls Zing (AMZING), Inc.	100	100
Ayalaland Malls, Inc. (formerly Solerte, Inc.)	–	100
Ayalaland Malls Vismin, Inc.	–	100

	December 31	
	2022*	2021*
Ayalaland Malls NorthEast, Inc.	−%	100%
Construction:		
Makati Development Corporation (MDC)	100	100
MDC Subic, Inc.	100	100
MDC Build Plus, Inc.	100	100
MDC Conqrete, Inc. (MCI)	100	100
MDC Equipment Solutions, Inc. (MESI)	100	100
MDBI Construction Corp.	67	67
Hotels and Resorts:		
Ayala Hotels, Inc. (AHI)	100	50
AyalaLand Hotels and Resorts Corporation (AHRC) and Subsidiaries	100	100
ALI Makati Hotel & Residences, Inc.	80	80
ALI Makati Hotel Property, Inc.	80	80
Ten Knots Phils., Inc. (TKPI)	40	40
Ten Knots Development, Corp. (TKDC)	40	40
Regent Horizons Conservation Company, Inc.	100	100
Enjay Hotels, Inc. (Enjay)	100	100
Greenhaven Property Venture, Inc. (GPVI)	100	100
Cebu Insular Hotel Company, Inc. (CIHCI)	63	63
Bonifacio Hotel Ventures, Inc.	100	100
Southcrest Hotel Ventures, Inc.	67	67
Northgate Hotel Ventures, Inc.	70	70
North Triangle Hotel Ventures, Inc.	100	100
Ecosouth Hotel Ventures, Inc.	100	100
Sentera Hotel Ventures, Inc.	100	100
Econorth Resorts Ventures, Inc.	100	100
ALI Triangle Hotel Ventures, Inc.	100	100
Circuit Makati Hotel Ventures, Inc.	100	100
Capitol Central Hotel Ventures, Inc.	100	100
Arca South Hotel Ventures, Inc.	100	100
Sicogon Town Hotel, Inc.	100	100
Bay Area Hotel Ventures, Inc.	100	100
Makati North Hotel Ventures, Inc. (MNHVI)	100	100
One Makati Hotel Ventures, Inc. (OMHVI)	100	100
Sicogon Island Tourism Estate Corp. (SITE Corp.)	77	77
Asiatown Hotel Ventures, Inc.	100	100
One Makati Residential Ventures, Inc.	100	100
ALI Makati Hotels & Residences, Inc.	20	20
ALI Makati Hotel Property, Inc.	20	20
Ten Knots Phils., Inc. (TKPI)	60	60
Bacuit Bay Development Corporation	60	60
Lio Resort Ventures, Inc.	60	60
North Liberty Resort Ventures, Inc.	60	60
Turista.ph (formerly Paragua Eco-Resort Ventures Inc.)	60	60
Lio Tourism Estate Management Corporation	60	60
Ten Knots Development, Corp. (TKDC)	60	60
Chirica Resorts Corp.	60	60
Kingfisher Capital Resources Corp.	60	60
Pangulasian Island Resort Corporation	60	60
Integrated Eco-resort Inc.	100	100
Property Management:		
Ayala Property Management Corporation (APMC)	100	100
Prime Support Services, Inc.	100	100

	December 31	
	2022*	2021*
Ayala Theatres Management, Inc. (ATMI) and Subsidiaries	100%	100%
DirectPower Services, Inc. (DirectPower)	100	100
Philippine Integrated Energy Solutions, Inc. (PhilEnergy)	100	100
Entertainment:		
Five Star Cinema, Inc.	100	100
Leisure and Allied Industries Philippines, Inc. (LAIP)	50	50
Others:		
ALInet.com, Inc. (ALInet)	–	100
Darong Agricultural Development Corporation (DADC)	100	–
First Longfield Investments Limited (First Longfield) (Hongkong Company)	100	100
Green Horizons Holdings Limited and Subsidiaries	100	100
Aprisa Business Process Solutions, Inc. (Aprisa)	100	100
AyalaLand Club Management, Inc.	100	100
ALI Capital Corp. (formerly Varejo Corp.) (ALICap)	100	100
Airswift Transport, Inc. (formerly Island Transvoyager, Inc.) (Airswift)	100	100
Swift Aerodrome Services, Inc. (SASI)	100	100
Arca South Integrated Terminal, Inc. (ASITI)	100	100
Whiteknight Holdings, Inc.	100	100
Ayalaland Medical Facilities Leasing, Inc.	100	100
Anvaya Cove Beach and Nature Club, Inc. (Anvaya Cove Beach)	73	73
Anvaya Cove Golf and Sports Club, Inc. (Anvaya Cove Golf)	76	76

*represents the Group's percentage and effective ownership

The above companies are domiciled in the Philippines except for the foreign entities which are domiciled and incorporated in the country as mentioned above.

The Parent Company, through its 50.0% effective ownership and by virtue of a management contract or shareholders' agreement, exercises control over the operations and management of ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP. Accordingly, the accounts of ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP are consolidated to the accounts of the Parent Company (see Note 3).

<u>The following were the changes in the group structure during 2022:</u>

a. On March 9, 2022, the Executive Committee of ALI approved the subscription to 252,136,383 AREIT primary common shares, in exchange for six office buildings located in Cebu with an aggregate value of ₱11,257.89 million, under a property-for-share swap as validated by a third-party fairness opinion.

   The transaction was approved by AREIT shareholders at their annual meeting held on April 21, 2022, but is still subject to approval by pertinent regulatory bodies.

On May 19, 2022, ALI and AREIT executed the Deed of Exchange on the property-for-share swap transaction involving the issuance of 252,136,383 primary common shares of AREIT (Shares) to ALI, at an issue price of ₱44.65 per share in exchange for identified properties valued at ₱11,257.89 million . This was approved by the SEC on December 29, 2022.

On December 29, 2022, ALI and AREIT executed the Amendment to the Deed of Exchange to set October 1, 2022 as the effective date of assignment by ALI of the income of the properties and the tenant lease contracts and permits to AREIT.

On April 27, 2022, ALI sold 87,370,000 shares of AREIT at a transaction price of ₱39.70 per share, equivalent to ₱3.47 billion (exclusive of fees and taxes). ALI's net equity reserve from the sale of AREIT shares aggregated to ₱2.53 billion out of the ₱3.40 billion net proceeds. This transaction was executed in relation to the property-for-share swap transaction with AREIT (Note 19) and accounted as involving entities under control (Note 2).

b. The Parent Company acquired additional 187,985 common shares and 149,007 preferred shares of Vesta Property Holdings, Inc. for a value of ₱415.62 million in April 2022. As a result of the additional investments in common and preferred shares, the ownership interest in Vesta increased from 78% in 2021 to 84% in 2022. The acquisition is accounted as involving entities under control (Note 2). As a holder of preferred share, the parent Company has voting rights same as that attached to common shares. Impact to equity reserves as a result of this transaction amounted to ₱523.36 million in 2022.

c. AyalaLand Estates, Inc. (ALEI) purchased 100% equity interest in the following companies and these transactions are accounted as acquisition of asset (Note 2):

Company Name	Acquisition Date	No. of Common Shares	Amount
Redheap Holdings Inc.	1-Jun-22	100,000	₱1,000,000
Prima Gaedi Development Corp.	13-Jun-22	100,000	1,000,000
Rookwood Properties, Inc.	22-Jun-22	125,000	1,250,000
Javantiger, Inc.	5-Jul-22	100,000	1,000,000
Wedgemore Properties, Inc.	9-Nov-22	100,000	1,000,000

d. A-FLOW Land I Corp (FLOW LandCo) was incorporated on August 2, 2022. ALLHC owns 60% of FLOW LandCo. Its primary purpose is to acquire and own the land on which the A-FLOW Properties I Corp. will construct its data center project.

e. On January 20, 2022, the Board of Directors of ALI approved a property-for-share swap with AC and Mermac, Inc. (Mermac). Under the transaction, AC will subscribe to 309,597,711 primary common shares for assets valued at ₱17,275.55 million, and Mermac will subscribe to 1,982,289 primary common shares for assets worth ₱110.61 million, totaling 311,580,000 primary common shares at a value of ₱55.80 per share, as validated by a third-party fairness opinion.

The primary common shares to be issued by ALI to AC and Mermac will come from the unissued shares in the 1-Billion Common Shares Carve Out approved by ALI shareholders in 2014. The said shares are not subject to pre-emptive rights and do not require stockholders' approval under the Seventh Article of the Articles of Incorporation of Ayala Land, Inc.

On December 29, 2022, SEC approved the transaction which resulted to additional 50% stake in AHI through acquisition involving common control with impact to equity reserves amounting to ₱9,800.78 million and a 100% holdings in DADC which regarded as an asset acquisition. SEC approved the transaction which resulted to additional 50% stake in AHI and a 100% holdings in DADC. As a result., ALI received 258,023,645 common share of Ayala Hotels Inc. (AHI) representing additional 50% ownership of the entity which resulted to 100% ownership after the transaction. This transaction was accounted as acquisition involving entities under common control with an impact to equity reserves amounting to ₱9,800.78 million (Notes 2 and 19).

Additionally, ALI received 714,116 common shares of DADC representing 100% ownership of the company. This transaction was accounted as an asset acquisition (Notes 2 and 19).

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 financial assets at fair value through other comprehensive income (FVOCI) that have been measured at fair value. The consolidated financial statements are presented in Philippine Peso (₱), which is also the Parent Company's functional currency and all values are rounded to the nearest thousand (₱000), except when otherwise indicated.

The consolidated financial statements provide comparative information in respect of the previous period. While there are recent signs of increased market activity with the easing of quarantine measures in key areas in the Philippines, management believes that the impact of COVID-19 situation remains fluid and evolving and the pace of recovery remains uncertain.

Statement of Compliance
The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting relief on the accounting for significant financing component as issued and approved by the SEC in response to the COVID-19 pandemic.

The Group has availed of the relief granted by the SEC under Memorandum Circular (MC) No. 34-2020 which further extended the deferral of PIC Q&A 2018-12-D (assessment if the transaction price includes a significant financing component) until December 31, 2023.

SEC MC No. 4-2020 deferring the adoption of IFRIC Agenda Decision on Over Time Transfers of Constructed Goods under PAS 23, *Borrowing Cost* (the IFRIC Agenda Decision on Borrowing Cost) and is not applicable to the Group as is it is already in full compliance with the requirements of the IFRIC Agenda Decision.

The details and the impact of the adoption of the above financial reporting reliefs are discussed in the Adoption of New and Amended Accounting Standards and Interpretations section of Note 2.

PFRSs include Philippine Financial Reporting Standards, Philippine Accounting Standards and Interpretations issued by the Philippine Interpretations Committee (PIC).

Basis of Consolidation
The consolidated financial statements comprise the financial statements of the Group as of December 31, 2022 and 2021 and for each of the three years in the period ended December 31, 2022.

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 that return 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.

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.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting policies. All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Non-controlling interests pertain to the equity in a subsidiary not attributable, directly or indirectly to the Parent Company. Any equity instruments issued by a subsidiary that are not owned by the Parent Company are non-controlling interests including preferred shares and options under share-based transactions. The portion of profit or loss and net assets in subsidiaries not wholly owned are presented separately in the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of financial position, separately from the Parent Company's equity. Non-controlling interests are net of any outstanding subscription receivable.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction and recognized as equity reserves in the consolidated statement of changes in equity (see Notes 1 and 19). If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary, the carrying amount of any non-controlling interest and the cumulative translation differences recorded in equity.
- Recognizes the fair value of the consideration received, the fair value of any investment retained and any surplus or deficit in profit or loss.
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate.

Adoption of New and Amended Accounting Standards and Interpretations

The accounting policies adopted in the preparation of the Group's consolidated financial statements are consistent with those of the previous financial year except for the adoption of the following new accounting pronouncements which became effective January 1, 2022. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have an impact on the consolidated financial statements of the Group.

- Amendments to PFRS 3, *Reference to the Conceptual Framework*
  The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

  At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022 and apply prospectively.

- Amendments to PAS 16 , *Plant and Equipment: Proceeds before Intended Use*
  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

  The amendment is effective for annual reporting periods beginning on or after January 1, 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*
  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022.

- *Annual Improvements* to PFRSs 2018-2020 Cycle
  - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*
    The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to PFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

    The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted.

  - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*
    The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged

on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted.

- Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*
The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41. An entity applies the amendment prospectively to fair value measurements on or after the beginning of the first annual reporting period beginning on or after January 1, 2022 with earlier adoption permitted.

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, 2023

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*
The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

  The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

  An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

- Amendments to PAS 8, *Definition of Accounting Estimates*
The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023 with earlier adoption permitted.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*
The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023. Early application is permitted as long as this fact is disclosed.

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
  The amendments clarify paragraphs 69 to 76 of PAS 1, *Presentation of Financial Statements*, to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:
  - What is meant by a right to defer settlement
  - That a right to defer must exist at the end of the reporting period
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and must be applied retrospectively. However, in November 2021, the International Accounting Standards Board (IASB) tentatively decided to defer the effective date to no earlier than January 1, 2024. The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*
  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

  - A specific adaptation for contracts with direct participation features (the variable fee approach)
  - A simplified approach (the premium allocation approach) mainly for short-duration contracts

  On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of PFRS 17 by two (2) years after its effective date as decided by the IASB.

  PFRS 17 is effective for reporting periods beginning on or after January 1, 2023, with comparative figures required. Early application is permitted.

  The new standard is not applicable to the Group since none of the entities within the Group have activities that are predominantly connected with insurance or issue insurance contracts.

Deferred Effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, 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. 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.

  The Group is currently assessing the impact of adopting these amendments.

- Deferral of Certain Provisions of PIC Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry (as amended by PIC Q&As 2020-02 and 2020-04)
  On February 14, 2018, the PIC issued PIC Q&A 2018-12 which provides guidance on some PFRS 15 implementation issues affecting the real estate industry. On October 25, 2018 and February 08, 2019, the Philippine Securities and Exchange Commission (SEC) issued SEC MC No. 14-2018 and SEC MC No. 3-2019, respectively, providing relief to the real estate industry by deferring the application of certain provisions of this PIC Q&A for a period of three years until December 31, 2020. On December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020 which further extended the deferral of certain provisions of this PIC Q&A until December 31, 2023. The PIC Q&A provisions covered by the SEC deferral that the Group availed in 2021 follows:

	Deferral Period
Assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)	Until December 31, 2023

  The SEC Memorandum Circulars also provided the mandatory disclosure requirements should an entity decide to avail of any relief. Disclosures should include:

  a. The accounting policies applied.
  b. Discussion of the deferral of the subject implementation issues in the PIC Q&A.
  c. Qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted.
  d. Should any of the deferral options result into a change in accounting policy (e.g., when an entity excludes land and/or uninstalled materials in the POC calculation under the previous standard but opted to include such components under the relief provided by the circular), such accounting change will have to be accounted for under PAS 8, i.e., retrospectively, together with the corresponding required quantitative disclosures.

  After the deferral period, real estate companies would have to adopt PIC Q&A No. 2018-12 and any subsequent amendments thereto retrospectively or as the SEC will later prescribe.

The Group availed of the SEC relief on the accounting for significant financing component of PIC Q&A No. 2018-12. Had this provision been adopted, the Group assessed that the impact would have been as follows:

The mismatch between the POC of the real estate projects and right to an amount of consideration based on the schedule of payments provided for in the contract to sell might constitute a significant financing component. In case of the presence of significant financing component, the guidance should have been applied retrospectively and would have resulted in restatement of prior year financial statements. Adoption of this guidance would have impacted interest income, interest expense, revenue from real estate sales, installment contracts receivable, provision for deferred income tax, deferred tax asset or liability for all years presented, and the opening balance of retained earnings. These would have impacted the cash flows from operations and cash flows from financing activities for all years presented. While there maybe instances that the performance obligation differs from the buyer's amortization schedule, initial calculation showed SFC but the consolidated impact is expected to be not material to the Group. Assumptions are still under assessment and evaluation, and the refinement to the calculation to determine the SFC is ongoing.

Current and Noncurrent Classification
The Group presents assets and liabilities in the consolidated statement of financial position based on current/noncurrent classification. An asset is current when it is:

- 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 twelve (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.

Fair Value Measurement
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value 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 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 for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, 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.

External valuers are involved for valuation of significant assets, such as investment properties. Involvement of external valuers is decided upon annually by corporate finance after discussion with and approval by the Parent Company's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The Group, in conjunction with the external valuers, also compares each of the changes in the fair value of each asset with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets on the basis of the nature, characteristics and risks of the asset and the level of the fair value hierarchy as explained above.

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 dates of placement and that are subject to an insignificant risk of change 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.

Financial assets

Initial recognition of financial instruments
Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables, except for contracts with customers in residential, commercial and office development receivables, are measured at the transaction price determined under PFRS 15. Refer to the accounting policies on Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortized cost
This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Interest income and impairment losses or reversals are recognized in the consolidated statement of comprehensive income. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost includes cash and cash equivalents, short-term investments and accounts and notes receivables.

Disposal of financial assets at amortized cost
When financial assets at amortized cost are disposed, these are assessed whether the Group is consistent with its objective of collecting contractual cash flows until maturity. In the event that disposals have been concluded as infrequent and insignificant, the financial assets continue to be accounted at amortized cost (see Note 7).

Financial assets at fair value through OCI (debt instruments)
The Group measures debt instruments at fair value through OCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the consolidated statement of income and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value change recognized in OCI is recycled to profit or loss.

This category includes investment in bonds classified as financial assets at fair value through OCI.

Financial assets designated at fair value through OCI (equity instruments)
Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under PAS 32, *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognized as other income in the consolidated statement of income when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group’s financial assets at fair value through OCI includes investments in quoted and unquoted equity instruments.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. 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. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in the consolidated statement of income.

Investments in Unit Investment Trust Fund (UITF), treasury bills and investment in ARCH Capital Asian Partners L.P. (ARCH Capital Fund) are held for trading and classified as financial assets at FVPL.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Modification of financial assets
The Group derecognizes a financial asset when the terms and conditions have been renegotiated to the extent that, substantially, it becomes a new asset, with the difference between its carrying amount and the fair value of the new asset recognized as a derecognition gain or loss in profit or loss, to the extent that an impairment loss has not already been recorded.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Group recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the consolidated statement of income.

Impairment of Financial Assets
The Group recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix for trade receivables and a vintage analysis for residential, commercial and office development receivables that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets such as accrued receivable, receivable from related parties and advances to other companies, ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For cash and cash equivalents and short-term investments, the Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from Standard and Poor's (S&P), Moody's and Fitch to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

The key inputs in the model include the Group's definition of default and historical data of three years for the origination, maturity date and default date. The Group considers trade receivables in default when contractual payments are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to 90 days and beyond. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

Determining the stage for impairment
At each reporting date, the Group assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

The Group considers that there has been a significant increase in credit risk when contractual payments are more than 90 days past due.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Directly attributable transaction costs are documentary stamp tax, underwriting and selling fees, regulatory filing fees and other fees.

The Group's financial liabilities include "Accounts and other payables" (other than "Taxes payable" which is covered by another accounting standard), "Short-term and long-term debts", "Deposits and Other Liabilities" and "Lease liabilities".

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the consolidated statement of income.

Only if the criteria in PFRS 9 are satisfied, the designation of financial liabilities at fair value through profit or loss at the initial date of recognition is allowed. The Group has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings
This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit or loss.

This category generally applies to short term and long term debt.

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statement of income.

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position, if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

<u>Derivatives</u>
The Group uses derivative financial instruments, such as non-deliverable forwards, cross currency swaps, interest rate swaps and principal only swaps contracts to hedge its foreign currency risks and interest rate risks. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Refundable Deposits
Refundable deposits are measured initially at fair value. After initial recognition, refundable deposits are subsequently measured at amortized cost using the effective interest method.

The difference between the cash received and its fair value is deferred and amortized using the straight-line method under the "Real estate revenue" account in the consolidated statement of income.

Non-refundable deposits that are applicable against costs of services incurred or goods delivered are measured at fair value.

Concession Receivable
The Group accounts for its concession arrangement with the DOTr under the Financial Asset model as it has an unconditional contractual right to receive cash or other financial asset for its construction services from or at the direction of the grantor. Under the concession arrangement, the Group is awarded the right to build and operate an integrated transport terminal for Metro Manila and its adjacent provinces. The legal title to these assets shall be transferred to the government at the end of the concession period.

The "Concession Financial Receivable" (shown as part of "Other Noncurrent Assets") pertains to the fair value of the Annual Grantor Payment related to the operating and maintenance services and recovery of construction costs of the terminal facility. These are amortized using the effective interest rate over the life of the related concession.

In addition, the Group recognizes and measures construction revenues and costs in accordance with 'percentage of completion method'. Contract revenue and costs from construction works are recognized as "Construction Revenue" and "Construction Costs", respectively, in profit or loss in the period in which the work is performed.

Inventories
Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realizable value (NRV).

Cost includes:
- Land cost
- Land improvement cost
- Amounts paid to contractors for construction and development
- Planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs.

Inventories that are leased out at market rates to earn revenues to partly cover for expenses on the condition that the intent to sell in the ordinary course of business has not changed are accounted and presented as inventory. The rent income from inventories that are leased out is included in other income in the consolidated statement of comprehensive income.

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and the estimated costs of sale.

Prepaid Expenses
Prepaid expenses are carried at cost less the amortized portion. These typically comprise prepayments for commissions, marketing fees, advertising and promotions, taxes and licenses, and insurance. With the exception of commission which is amortized using percentage of completion, other prepaid expenses are amortized as incurred.

Input Value-Added Tax (VAT)
Input VAT arises from the purchase of goods and services. These are applied against output VAT. The remaining balance is recoverable in future periods. These are carried at cost less allowance for impairment loss, if any. Impairment loss is recognized when input VAT can no longer be recovered.

Materials, Parts and Supplies
Materials, parts and supplies are valued at the lower of cost or NRV. Cost is determined using the moving average method. NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

An allowance for inventory losses is provided for slow-moving, obsolete and defective materials, parts and supplies based on management's physical inspection and evaluation. When inventories are sold, the cost and related allowance is removed from the account and the difference is charged against operations.

Advances to Other Companies and Advances to Contractors and Suppliers
Advances to other companies and advances to contractors and suppliers are carried at cost less impairment losses, if any.

Investments in Associates and Joint Ventures
Investments in associates and joint ventures (investee companies) are accounted for under the equity method of accounting. An associate is an entity in which the Group has significant influence and which is neither a subsidiary nor a joint venture. A joint arrangement is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a joint venture is a joint arrangement that involves the establishment of a separate entity in which each venturer has an interest.

An investment is accounted for using the equity method from the day it becomes an associate or joint venture. On acquisition of investment, the excess of the cost of investment over the investor's share in the net fair value of the investee's identifiable assets, liabilities and contingent liabilities is accounted for as subsumed goodwill and included in the carrying amount of the investment and not amortized. Any excess of the investor's share of the net fair value of the investee's identifiable assets, liabilities and contingent liabilities over the cost of the investment is excluded from the carrying amount of the investment, and instead included in the determination of the share in the earnings of the investees.

Under the equity method, the investments in the investee companies are carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share in the net assets of the investee companies, less any impairment in values. The consolidated statement of income reflects the share of the results of the operations of the investee companies. The Group's share of post-acquisition movements in the investee's equity reserves is recognized directly in equity. Profits and losses resulting from transactions between the Group and the investee companies are eliminated to the extent of the interest in the investee companies and for unrealized losses to the extent that there is no evidence of impairment of the asset transferred. Dividends received are treated as a reduction of the carrying value of the investment.

The Group discontinues applying the equity method when their investments in investee companies are reduced to zero. Unless otherwise, additional losses are not recognized when the Group has guaranteed certain obligations of the investee companies. When the investee companies subsequently report net income, the Group will resume applying the equity method but only after its share of that net income equals the share of net losses not recognized during the period the equity method was suspended.

The reporting dates of the investee companies and the Group are identical and the investee companies' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

Upon loss of significant influence over the investee companies, the Group measures and recognizes any retaining investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retaining investment and proceeds from disposal is recognized in the consolidated statement of income.

Interest in Joint Operation
Makati Development Corporation (MDC), a subsidiary of the Parent Company, has an interest in joint arrangement, whereby the parties have a contractual arrangement that establishes joint control. MDC recognizes its share of jointly held assets, liabilities, income and expenses of the joint operation with similar items, line by line, in its financial statements.

The financial statements of the joint operation are prepared for the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Investment Properties
Investment properties comprise completed property and property under construction or under re-development that are held to earn rentals or capital appreciation or both and that are not occupied by the companies in the Group.

The Group uses the cost model in measuring investment properties since this represents the historical value of the properties subsequent to initial recognition. Investment properties, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in residual value. Land is carried at cost less any impairment in value.

Expenditures incurred after the investment property has been put in operation, such as repairs and maintenance costs, are normally charged against income in the period in which the costs are incurred.

Assets that are under construction are carried at cost (including borrowing costs) and transferred to the related investment property account when the construction and related activities to prepare the property for its intended use are complete, and the property is ready for occupation or under the condition as intended by the Group.

Depreciation of investment properties are computed using the straight-line method over the estimated useful lives of the assets. The estimated useful lives and the depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of investment properties.

The estimated useful lives of investment properties which comprised of buildings, range from 20-40 years.

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. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statement of income in the year of retirement or disposal.

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.

The Group discloses the fair values of its investment properties in accordance with PAS 40. The Group engages independent valuation specialist to assess the fair values as at December 31, 2022 and 2021. The Group's investment properties consist of land and building pertaining to land properties, retail (malls) and office properties. These are valued by reference to market-based evidence using comparable prices adjusted for specific market factors such as nature, location and condition of the property and income approach by reference to the value of income, cash flow or cost saving generated by the asset.

Property and Equipment
Property and equipment, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in value. Land is carried at cost less any impairment in value. The initial cost of property and equipment comprises its construction cost or purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use, including borrowing costs.

Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the items can be measured reliably. All other repairs and maintenance are charged against current operations as incurred.

Depreciation and amortization of property and equipment commences once the property and equipment are available for use and are computed on a straight-line basis over the estimated useful lives of the property and equipment as follows:

	Years
Buildings and improvements	20-40
Machinery and construction equipment	5
Furniture, fixtures and equipment	3-10
Transportation equipment	3-5
Hotel property and equipment	20-50

The assets' residual values, estimated useful lives and depreciation and amortization method are reviewed periodically to ensure that the amounts, periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

When property and equipment items are retired or otherwise disposed of, the cost and the related accumulated depreciation and amortization and accumulated provision for impairment losses, if any, are removed from the accounts and any resulting gain or loss is credited to or charged against current operations.

Intangible Assets
Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is its fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of income in the year in which the expenditure is incurred.

Leasehold rights with finite lives are amortized using the straight-line method over the estimated useful life of 20 to 23 years and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

The amortization expense on intangible assets with finite lives is recognized in the consolidated statement of income in the expense category consistent with the function of the intangible assets.

Gains or losses arising from 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.

As of December 31, 2022 and 2021 intangible asset pertaining to leasehold right is included under “Other noncurrent assets” (See Note 14).

Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method which involves recognizing and measuring the identifiable assets acquired, the liabilities assumed and any non-controlling interests in the acquiree. The identifiable assets acquired and liabilities assumed of the acquiree are recognized as of the acquisition date and measured at fair value as at that date. For each business combination, the acquirer measures the non-controlling interest in the acquiree at fair value of the acquiree’s identifiable net assets. Acquisition related costs are expensed in the period which the costs are incurred and included in administrative 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 profit or loss.

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 PFRS 9 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it should not be remeasured until it is finally settled within equity.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss as bargain purchase gain. The Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure amounts to be recognized at the acquisition date.

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 (12) 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 period before the initial accounting for the combination is complete shall be presented as if the initial accounting has been completed from the acquisition date.

Combinations of entities under common control
Business combinations of entities under common control are accounted for using the pooling of interest method. The pooling of interest method is generally considered to involve the following:

- The assets and liabilities of the combining entities are reflected in the consolidated financial statements at their carrying amounts. No adjustments are made to reflect fair values, or recognize any new assets or liabilities, at the date of the combination. The only adjustments that are made are those adjustments to harmonize accounting policies.
- No new goodwill is recognized as a result of the combination. The only goodwill that is recognized is any existing goodwill relating to either of the combining entities. Any difference between the consideration paid or transferred and the equity acquired is reflected within equity, as equity reserve (see Note 19).
- The consolidated statement of income reflects the results of the combining entities for the full year, irrespective of when the combination took place.
- Comparatives are presented as if the entities had always been combined.

The effects of intercompany transactions on current assets, current liabilities, revenues, and cost of sales for the current period presented and on retained earnings at the beginning of the current period presented are eliminated to the extent possible.

Asset Acquisitions
If the assets acquired and liabilities assumed in an acquisition transaction do not constitute a business as defined under PFRS 3, the transaction is accounted for as an asset acquisition (see Note 19). The Group identifies and recognizes the individual identifiable assets acquired (including those assets that meet the definition of, and recognition criteria for, intangible assets) and liabilities assumed. The acquisition cost is allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of purchase. Such transaction or event does not give rise to goodwill. Where the Group acquires a controlling interest in an entity that is not a business, but obtains less than 100% of the entity, after it has allocated the cost to the individual assets acquired, it notionally grosses up those assets and recognizes the difference as non-controlling interests.

Impairment of Nonfinancial Assets
The Group assesses at each reporting date whether there is an indication that an asset may be impaired (e.g., investments in associates and joint ventures, investment properties, property and equipment and right-of-use assets). If any such indication exists, or when 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 CGU's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups 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. Impairment losses of continuing operations are

recognized in the consolidated statement of income in those expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If any such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. If such 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 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. After such reversal, the depreciation and amortization charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

The following criteria are also applied in assessing impairment of specific assets:

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 joint ventures is impaired. If this is the case, the Group calculates the amount of impairment as being the difference between the recoverable amount and the carrying value of the investee company and recognizes the difference in the consolidated statement of income.

Provisions
Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the Group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. 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 interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Pension Cost
Pension cost is actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. Actuarial valuations are conducted with sufficient regularity, with option to accelerate when significant changes to underlying assumptions occur. Pension cost includes: a) service costs comprising current service costs, past-service costs, b) gains and losses on curtailments and non-routine settlements, and c) net interest cost on benefit obligation.

Remeasurements, comprising of actuarial gains or losses, the effect of the asset ceiling, excluding net interest cost and the return on plan assets (excluding net interest), are recognized immediately in the consolidated statement of financial position with a corresponding debit or credit to OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The liability recognized in the consolidated statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the reporting date less fair value of the plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by using risk-free interest rates of long-term government bonds that have terms to maturity approximating the terms of the related pension liabilities or applying a single weighted average discount rate that reflects the estimated timing and amount of benefit payments.

Share-based Payments
The Group has equity-settled, share-based compensation plans with its employees.

PFRS 2 Options
For options granted after November 7, 2002 that have not vested on or before January 1, 2005, the cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value is determined using the Black-Scholes model, further details of which are given in Note 28.

The cost of equity-settled transactions is recognized, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group’s best estimate of the number of equity instrument that will ultimately vest. The income or expense for a period represents the movement in cumulative expense recognized as at the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum, an expense is recognized. In addition, an expense is recognized for any increase in the value of the transaction as a result of the modification, as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Pre-PFRS 2 Options
For options granted before November 7, 2002 that has vested before January 1, 2005, the intrinsic value of stock options determined as of grant date is recognized as expense over the vesting period.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (see Note 28).

Employee Stock Ownership Plan
The Parent Company has an employee stock ownership plan (ESOWN) which allows the grantees to purchase the Parent Company’s shares. The Parent Company recognizes stock compensation expense over the holding period. The Parent Company treats its ESOWN plan as option exercisable within a given period. These are accounted for similar to the PFRS 2 options. Dividends paid on the awards that have vested are deducted from equity and those paid on awards that are unvested are charged to profit or loss. For the unsubscribed shares where the employees still have the option to subscribe in the future, these are accounted for as options.

Equity
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. Direct costs incurred related to equity issuance are chargeable to “Additional paid-in capital” account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings. 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.

Subscriptions receivable pertains to the uncollected portion of the subscribed shares.

Retained earnings represent accumulated earnings of the Group less dividends declared.

Equity reserves pertain to the excess of the cost of business combinations over the net carrying amounts of the assets and liabilities of the acquired companies. Changes in a parent’s ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e., transactions with owners in their capacity as owners). In such circumstances, the carrying amounts of the controlling and non-controlling interests shall be adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid shall be recognized directly in equity and included under “Equity reserves” account in the equity section of the consolidated statement of financial position (see Note 19).

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the profit or loss on the purchase, sale, issue or cancellation of the Parent Company’s own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in additional paid-in capital. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue from Contract with Customers
The Group primarily derives its real estate revenue from the sale of vertical and horizontal real estate projects. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Except for the provisioning of water, electricity, air-conditioning and common use service area in its mall retail spaces, wherein it is acting as agent, the Group has generally concluded that it is the principal in its revenue arrangements.

The disclosures of significant accounting judgments, estimates and assumptions relating to revenue from contracts with customers are provided in Note 3.

Real estate sales
The Group derives its real estate revenue from sale of lots, house and lot and condominium units. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or percentage of completion) since based on the terms and conditions of its contract with the buyers, the Group’s performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

In measuring the progress of its performance obligation over time, the Group uses the output method. The Group recognizes revenue and the related trade receivables on the basis of direct measurements of the value to customers of the goods or services transferred to date, relative to the remaining goods or services promised under the contract. Progress is measured using survey of performance completed to date. This is based on the monthly project accomplishment report prepared by the third party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the developer itself.

Any excess of progress of work over the right to an amount of consideration that is unconditional, is recognized as trade receivables under residential and office development receivables account. Any excess of collections over the total of recognized trade receivables is included in the "customer's deposit" account in the liabilities section of the consolidated statement of financial position. The impact of the significant financing component on the transaction price has not been considered since the Group availed of the relief granted by the SEC under Memorandum Circular No. 34, which has been extended until December 31, 2023.

Cost recognition
The Group recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets such as connection fees. These include costs of land, land development costs, building costs, professional fees, depreciation, permits and licenses. These costs are allocated to the saleable area, with the portion allocable to the sold area being recognized as costs of sales while the portion allocable to the unsold area being recognized as part of real estate inventories.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance which are determined based on standard cost method. The standard cost method is revisited regularly and adjusted to approximate actual cost. Contract cost also includes warranties, provisions and post construction works. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Marketing fees, management fees from administration and property management are recognized as expense when services are incurred.

Hotel and resorts revenue (part of real estate sales in the consolidated statement of income)
The Group recognizes room accommodation services over time since the guest simultaneously receives and consumes the services provided by the Group. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. Revenue from banquets and other special events are recognized when the events take place.

Cost of hotel operations (part of cost of real estate sales in the consolidated statement of income)
Cost of hotel operations pertains to expenses incurred in relation to sale of goods and rendering of services. These are recognized when a decrease in future economic benefits related to a decrease in an asset or an increase of a liability has arisen than can be measured reliably. These are recognized when incurred and measured at the amount paid or payable.

Construction revenue (part of real estate sales in the consolidated statement of income) and cost
Revenue from fixed price construction contracts are recognized over time using the milestone-based revenue recognition which is in reference to the output method. The output method is determined based on the start and completion of a task of the contract work inclusive of uninstalled goods and materials delivered to the site.

Contract costs, which is determined using the standard cost method, 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. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, warranties, post constructions works and final contract settlements which may result in revisions to estimated costs (e.g., standard cost to actual cost) and gross margins are recognized in the year in which the changes are determined.

Rental income (part of real estate sales in the consolidated statement of income)
Rental income under noncancellable and cancellable leases on investment properties is recognized in the consolidated statement of income on a straight-line basis over the lease term and the terms of the lease, respectively, and/or based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract.

No rental income is recognized when the Group waives its right to collect rent and other charges. This is recognized as a rent concession and reported as a variable payment (see Note 33).

Rooms revenue from hotel and resort operations is recognized when the services are rendered. Revenue from banquets and other special events are recognized when the events take place.

Interest income is recognized as it accrues using the effective interest method.

Dividend income is recognized when the Group's right to receive the payment is established.

Common use service area (CUSA) charges
The contract for the commercial spaces leased out by the Group to its tenants includes the right to charge for the electricity usage, water usage, air-conditioning charges and CUSA like maintenance, janitorial and security services.

For the electricity and water usage, the Group determined that it is acting as an agent because the promise of the Group to the tenants is to arrange for the electricity and water supply to be provided by a utility company. The utility and service companies, and not the Group, are primarily responsible for the provisioning of the utilities while the Group administers the leased spaces and coordinates with the utility and service companies to ensure that tenants have access to these utilities.

For the provision of CUSA and air-conditioning of the Buildings, the Group acts as a principal because it retains the right to direct the service provider of air-conditioning, maintenance, janitorial and security to the leased premises. The right to the services mentioned never transfers to the tenant and the Group has the discretion on how to price the CUSA and air-conditioning charges.

Customers' deposit
Customers' deposit is a contract liability which is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a customers' deposit is recognized when the payment is made or the payment is due (whichever is earlier). Customers' deposit are recognized as revenue when the control of the goods or services are transferred to the customers by the Group which is essentially fulfillment of its performance obligation under the contract.

Customers' deposit also include payments received by the Group from the customers for which revenue recognition has not yet commenced.

<u>Costs to obtain contract</u>
The incremental costs of obtaining a contract with a customer are recognized as an asset if the Group expects to recover them. The Group has determined that commissions paid to brokers and marketing agents 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 as earned. Commission expense is included in the "Real estate costs and expenses" account in the consolidated statement of income.

Costs incurred prior to obtaining contract with customer are not capitalized but are expensed as incurred.

Amortization, de-recognition and impairment of capitalized costs to obtain a contract
Following the pattern of real estate revenue recognition, the Group amortizes capitalized costs to obtain a contract to cost of sales over the expected construction period using percentage of completion. The amortization is included within cost of sales.

A capitalized cost to obtain a contract is derecognized either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

At each reporting date, the Group determines whether there is an indication that cost to obtain a contract maybe impaired. If such indication exists, the Group makes an estimate by comparing the carrying amount of the assets to the remaining amount of consideration that the Group expects to receive less the costs that relate to providing services under the relevant contract. In determining the estimated amount of consideration, the Group uses the same principles as it does to determine the contract transaction price, except that any constraints used to reduce the transaction price is removed for the impairment test.

Where the relevant costs or specific performance obligations are demonstrating marginal profitability or other indicators of impairment, judgement is required in ascertaining whether or not the future economic benefits from these contracts are sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific performance indicators that could trigger variable consideration, or service credits. Where a contract is anticipated to make a loss, these judgements are also relevant in determining whether or not an onerous contract provision is required and how this is to be measured.

Expense Recognition
Expenses are recognized in the consolidated statement of income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Expenses are recognized in the consolidated statement of income as follow:

- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or
- Immediately when expenditure has been assessed as no future economic benefits or when, and to the extent that future economic benefits do not qualify or cease to qualify, for recognition in the consolidated statement of financial position as an asset.

Direct operating expenses and general and administrative expenses are recognized as they are incurred.

Borrowing Costs
Borrowing costs directly attributable to the acquisition or construction 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 (included in “Investment properties” and “Property and equipment” accounts in the consolidated statement of financial position). All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs 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. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

Except for short-term leases and leases of low-value assets, the Group applies a single recognition and measurement approach for all leases. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received and estimate of cost to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

	Years
Building	20-40
Aircraft	10
Others	5

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in Impairment of nonfinancial assets section.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases
The Group applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

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 tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted as at the end of the reporting period.

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 exceptions. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess of minimum corporate income tax (MCIT) over the regular corporate income tax and unused 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 and NOLCO can be utilized.

Deferred tax liabilities are not provided on nontaxable temporary differences associated with investments in domestic associates and interests 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 rates and tax laws that have been enacted or substantively enacted at the 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 (see Note 23).

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Foreign Currency Transactions
Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are initially recorded using the exchange rate at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are restated using the closing exchange rate prevailing at the reporting date. Exchange gains or losses arising from foreign exchange transactions are credited to or charged against operations for the year.

As at reporting date, the assets and liabilities of subsidiaries whose functional currency is not the Philippines Peso 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 adjustments” account. Upon disposal of a foreign subsidiary, the deferred cumulative amount recognized in other comprehensive income relating to that particular foreign operation is recognized in the consolidated statement of income.

Investments in foreign associates are translated to Philippine Peso using the closing exchange rate prevailing at reporting date. The Group’s share in the results of operations of the foreign investee is translated using the exchange rate at the dates of the transactions or, where practicable, the rate that approximates the exchange rates at the dates of the transactions, such as the average rate for the period. Any resulting exchange difference is recognized as a separate component of equity.

Earnings Per Share (EPS)

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared. Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. Calculation of dilutive EPS considers the potential ordinary shares of subsidiaries, associates and joint ventures that have dilutive effect on the basic EPS of the Parent Company. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

Segment Reporting

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. Financial information on business segments is presented in Note 30 to the consolidated financial statements.

Contingencies

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

Events after the Reporting Period

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

3. Significant Accounting Judgments and Estimates

The preparation of the accompanying consolidated financial statements in conformity with PFRSs, as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission in response to the COVID-19 pandemic, requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. The 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

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:

Existence of a contract

The Group's primary document for a contract with a customer is a signed contract to sell. It has determined, however, that in cases wherein contract to sell are not signed by both parties, the combination of its other duly executed and signed documentation such as reservation agreement, official receipts, buyers' computation sheets and invoices, would contain all the criteria to qualify as contract with the customer under PFRS 15.

In addition, part of the assessment process of the Group before revenue recognition is to assess the probability that the Group will collect the consideration to which it will be entitled in exchange for the real estate property that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property. Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Revenue recognition method and measure of progress

The Group concluded that revenue for real estate sales is to be recognized over time because: (a) the Group's performance does not create an asset with an alternative use and; (b) the Group has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Group's ability to direct the promised property for another use is substantive. This is because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Group requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits will flow to the Group. The Group considers that the initial and continuing investments by the buyer of about 10% would demonstrate the buyer's commitment to pay.

The Group has determined that the output method used in measuring the progress of the performance obligation (i.e., percentage of completion) faithfully depicts the Group's performance in transferring control of real estate development to the customers.

Distinction of land between real estate inventories and investment properties

The Group determines whether a property will be classified as real estate inventories or investment properties. In making this judgment, the Group considers whether the property will be sold in the normal operating cycle (real estate inventories) and even if the real estate inventories are leased out, the classification remains on the condition that the intent to sell remains. All other properties that are not yet determined to be sold in the normal operating cycle are classified as investment properties.

Consolidation of entities in which the Group holds only 50% or less than majority of voting rights

The Group considers that it controls the following entities even though it owns 50% or less than majority of the voting rights. 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 that return through its power over the investee.

ACC
For ACC, ALI holds 50% of the voting rights, and is also the single largest shareholder and the remaining 50% of the equity shares are held by several shareholders. The second largest stockholder of ACC holds 8.3% share while the other shareholders' equity interest ranges from 2.1% to 8.3%. In addition, ALI has an existing management services agreement with ACC which gives ALI the exclusive control and decision over the relevant activities of ACC.

BG Entities (BGWest, BGNorth and BGSouth)
For the BG entities, wherein ALI and the other shareholder each own 50% of the voting rights, ALI controls the investee through exercise of its exclusive project development and marketing agreement as well as the ability to decide on the financing, operating and strategic policies of the investees. This enabled ALI to conclude that it has control.

RLC, ALI-CII and LAIP
ALI has an existing management services agreement with RLC, ALI-CII and LAIP which gives ALI the exclusive control and decision over the relevant activities of RLC, ALI-CII and LAIP.

Service concession agreement
The Group has made a judgment that the concession agreement with DOTr qualifies under Philippine Interpretation IFRIC 12, *Service Concession Arrangements* (see Note 35). Management has assessed that DOTr controls and regulates the service, determines to whom this service will be provided and controls the price. In addition, management has also determined that the DOTr has the significant control over the residual interest of the Terminal at the end of the term. Management has also made a judgment that the Terminal and commercial assets (mall facilities) are physically separable and are capable of being operated independently.

Management has further assessed that said concession agreement qualifies under the Financial Asset model as it has an unconditional contractual right to receive cash or other financial assets (i.e., the Annual Grantor Payment) for its construction, operating and maintenance services directly from DOTr.

Contingencies
The Group is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense of these matters and is based upon an analysis of potential results. The Group currently does not believe that these proceedings will have a material effect on the Group's consolidated financial statements (see Note 34).

Sale of real estate receivables
The Group has entered into arrangements with banks wherein it discounted its real estate receivables without recourse. The Group believes that the sales transactions are not more than infrequent and that the receivables discounted is insignificant in value both individually and in aggregate. Accordingly, the Group continues to present trade receivables at amortized cost as it remains to hold trade receivables with the objective of collecting contractual cash flows until maturity.

Definition of default and credit-impaired financial assets
The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria – for residential, commercial and office development receivables, the customer receives a notice of cancellation and does not continue the payments.

Qualitative criteria
The customer meets unlikeliness to pay criteria, which indicates the customer is in significant financial difficulty. These are instances where:

a. The customer is experiencing financial difficulty or is insolvent
b. The customer is in breach of financial covenant(s)
c. An active market for that financial assets has disappeared because of financial difficulties
d. Concessions or deferrals have been granted by the Group, for economic or contractual reasons relating to the customer's financial difficulty (e.g., Bayanihan Acts I and II considerations)
e. It is becoming probable that the customer will enter bankruptcy or other financial reorganization

The criteria above have been applied to the financial instruments held by the Group and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) throughout the Group's expected loss calculation.

Incorporation of forward-looking information
The Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

To do this, the Group considers a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs. Based on the Group's evaluation and assessment and after taking into consideration external actual and forecast information, the Group formulates a 'base case' view of the future direction of relevant economic variables as well as a representative range of other possible forecast scenarios. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The base case represents a most-likely outcome and is aligned with information used by the Group for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Group carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

The Group has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

Determination of lease term of contracts with renewal and termination options – Group as a lessee
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgment in evaluating whether the provisions to renew or terminate the lease is enforceable. For leases where the Group has the unilateral option to renew or terminate, it then applies judgment on whether it is reasonably certain or not to exercise the option. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customization to the leased asset).

Assessment on whether lease concessions granted constitute a lease modification
In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Group waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions.

The Group applies judgment when assessing whether the rent concessions granted is considered a lease modification under PFRS 16.

In making this judgment, the Group determines whether the rent concessions granted has changed the scope of the lease, or the consideration thereof, that was not part of the original terms and conditions of the lease. The Group assessed that the lease concessions it granted to lessees do not qualify as lease modifications since the terms and conditions under the corresponding lease contracts have not been modified by the waiver and therefore, is not a lease modification under PFRS 16.

The rent concessions granted by the Group for the year ended December 31, 2022 and 2021 amounted to ₱2.90 billion and ₱7.15 billion, respectively.

Judgements made in determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates applying paragraph 122 of PAS 1, Presentation of Financial Statements.
Upon adoption of the Interpretation, the Group has assessed whether it has any uncertain tax position. The Group applies significant judgement in identifying uncertainties over its income tax treatments. The Group determined, based on its assessment, in consultation with its tax counsel, that it is probable that its uncertain income tax treatments (including those for the subsidiaries) will be accepted by the taxation authorities.

<u>Management's Use of Estimates</u>
The key assumptions concerning the future and other key 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.

Revenue recognition on real estate projects
The Group's revenue recognition policy requires management to make use of estimates and assumptions that may affect the reported amounts of revenues. The Group's revenue from real estate is recognized based on the percentage of completion and this is measured principally on the basis of the estimated completion of a physical proportion of the contract work. Apart from involving significant estimates in determining the quantity of imports such as materials, labor and equipment needed, the assessment process for the POC is complex and the estimated project development costs requires technical determination by management's specialists (project engineers).

Following the pattern of real estate revenue recognition, the cost to sell and cost to obtain a contract (e.g., commission), is determined using the percentage of completion. To determine the cost of sales, the POC is applied to the standard cost which is regularly reviewed and adjusted to actual cost. In view of the continuing community quarantines and restricted mobility, the progress of the Group's performance obligation is adversely affected which resulted to lower percentage-of-completion in 2022 and 2021 as compared to previous years.

Evaluation of net realizable value of 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 inventories. NRV for completed real estate inventories is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group in the light of recent market transactions. NRV in respect of real estate inventories under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. In line with the impact of COVID-19, the Group experienced limited selling activities that resulted to lower sales in 2022 and 2021.

In evaluating NRV, recent market conditions and current market prices have been considered. See Note 8 for the related balances.

Share-based payments
The expected life of the options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of stock of the Group. See Note 28 for the related balances.

Estimating pension liabilities and other retirement benefits
The determination of the Group's obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Significant assumptions are disclosed in Note 26 and include among others, discount rate and salary increase rate.

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 obligation.

The mortality rate is based on 1994 Group Annuity Mortality Table and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates.

While the Group believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions could materially affect retirement obligations. See Note 26 for the related balances.

Fair value of financial instruments
When the fair values of financial assets and financial liabilities recorded or disclosed in the consolidated statement of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility and correlation. Certain financial assets and liabilities were initially recorded at their fair values by using the discounted cash flow methodology. See Note 29 for the related balances.

Provision for expected credit losses of trade receivables
The Group uses a provision matrix to calculate ECLs for trade receivables other than residential, commercial and office development receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information such as inflation and GDP growth rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The Group uses vintage analysis approach to calculate ECLs for residential, commercial and office development receivables. The vintage analysis accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period.

The assessment of the correlation between historical observed default rates, forecast economic conditions (inflation and interest rates) and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The Group has considered the impact of COVID-19 pandemic and revised its assumptions in determining the macroeconomic variables and loss rates in the computation of ECL. The changes in the gross carrying amount of receivables from sale of real estate during the year and impact of COVID-19 pandemic did not materially affect the allowance for ECLs.

The information about the ECLs on the Group's trade receivables is disclosed in Notes 7 and 29.

Estimating the incremental borrowing rate for leases
The Group uses its incremental borrowing rate (IBR) to measure lease liabilities because the interest rate implicit in the lease is not readily determinable. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

The Group's lease liabilities as of December 31, 2022 and 2021 amounted to ₱19,412.7 million and ₱17,837.4 million, respectively (see Note 33).

Evaluation of impairment of nonfinancial assets
The Group assesses whether there are any indicators of impairment for all nonfinancial assets (i.e., property and equipment, investment properties, right of use assets and other current assets) at each financial reporting date. These nonfinancial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of an asset is the higher of its fair value less cost to sell and value in use. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs, while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

In view of the improving economy that was severely impacted by the pandemic and the government's easing travel and mobility restrictions (both domestic and international), the Group's hotels and resorts segment has registered positive growth in its revenues during the year. The hotel and resorts properties continue to post significant improvements in revenues and net income from higher occupancies due to easing of health and travel restrictions, surging leisure demand and increased guests spending. In addition, many restaurants and food outlets have reopened and operated, improving the food and beverage revenues of the segment. With a better economic outlook and market forecast, the segment is expected to continue its recovery in the future. Accordingly, there are no impairment indicators in 2022 requiring the assessment of the recoverable amount of the property and equipment and right of use assets.

In 2021, the Group's hotels and resorts segment were adversely affected by the lower number of guests and reduced room rates, both of which have significantly impacted the revenues reported for this segment. Also, many restaurants remain closed or allowed limited operations which impacted the food and beverage revenues of the segment.

Unlike in 2022, there are impairment indicators in 2021. The Group estimates the recoverable amount through value in use. In determining the present value of estimated future cash flows expected to be generated from the continued use of these assets of the hotels and resorts segment, the Group is required to make estimates and assumptions that may affect the nonfinancial assets. The significant assumptions used in the valuation are discount rates of 9.6% to 11.0% with an average growth rate of 5.00% to 6.00%. The Group also considered in its assumptions the impact of the pandemic on the occupancy rate, room rates and gross margin which are not expected to normalize until 2024. No impairment loss was recognized in 2021.

The carrying value of the property and equipment and right-of-use assets of the hotels and resorts segment amounted to ₱20,499.6 million and ₱1,431.3 million and ₱21,219.8 million and ₱1,360.0 million, respectively, as of December 31, 2022 and 2021. Impairment of investment properties in 2022 and 2021 amounted to nil and ₱129.6 million, respectively (Note 22).

Unlike in 2022, there are impairment indicators in 2021. The Group estimates the recoverable amount through value in use. In determining the present value of estimated future cash flows expected to be generated from the continued use of these assets of the hotels and resorts segment, the Group is required to make estimates and assumptions that may affect the nonfinancial assets. The significant assumptions used in the valuation are discount rates of 9.6% to 11.0% with an average growth rate of 5.00% to 6.00%. The Group also considered in its assumptions the impact of the pandemic on the occupancy rate, room rates and gross margin which are not expected to normalize until 2024. No impairment loss was recognized in 2022 and 2021.

4. Cash and Cash Equivalents

This account consists of:

	2022	2021
	(In Thousands)	
Cash on hand	**₱67,273**	₱66,575
Cash in banks	**10,227,350**	11,745,823
Cash equivalents	**1,590,706**	2,159,039
	₱11,885,329	₱13,971,437

Cash in banks earn interest at the respective bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Group, and earn interest at the respective short-term rates.

The annual interest rates of the cash equivalents are as follows:

	2022	2021
Philippine Peso	**5.00% to 6.00%**	0.35% to 1.2%
US Dollar	**3.25% to 4.30%**	–

There is no restriction on the Group's cash and cash equivalents balances as of December 31, 2022 and 2021.

5. Short-term Investments

Short-term investments in foreign currency consist of money market placements made for varying periods of more than three (3) months and up to one (1) year and earn interest at the respective short-term investment rates.

The annual interest rates of the short-term investments are as follows:

	2022	2021
US Dollar	**4.50%**	–
Malaysian Ringgit	**1.43% to 2.30%**	1.00% to 1.80%

6. Financial Assets at FVTPL

This account consists of:

	2022	2021
	(In Thousands)	
Investment in Unit Investment Trust Funds (UITF)	**₱84,793**	₱407,025
Investment in ARCH Capital Fund	**207,196**	293,778
	₱291,989	₱700,803

The Group invests in money market UITF which aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments and with no minimum holding period requirement.

The Group's investment in UITF includes investment in BPI (Note 25).

As of December 31, 2022, the Group invested in UITF with a fair value of ₱60 million for BPI Money Market Fund and ₱5 million for BPI USD Short Term Funds. The Funds' Net Asset Value (NAV) was at ₱39,946.5 million with duration of 124 days and ₱33,852.2 million with duration of 120 days, respectively.

As of December 31, 2021, the Group invested in UITF with a fair value of ₱179 million for BPI Money Market Fund, ₱9.6 million for BPI USD Short Term Funds. The Funds' Net Asset Value (NAV) was at ₱61,969.7 million with duration of 241 days and ₱45,783.84 million with duration of 267 days, respectively.

Investment in ARCH Capital Fund pertains to monetary interest in a fund in which the management takes the view that these are held for trading and it is a portfolio of identified property funds invested and managed by professional managers.

The following table provides the fair value hierarchy of the Group's financial assets at FVTPL which are measured at fair value as of December 31, 2022 and 2021:

2022

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
			(In Thousands)		
Investment in Unit Investment Trust Fund (UITF)	**December 31, 2022**	**₱84,793**	**₱–**	**₱84,793**	**₱–**
Investment in ARCH Capital Fund	**December 31, 2022**	**207,196**	**–**	**–**	**207,196**

2021

	Date of Valuation	Total	Fair value measurement using: Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
			(In Thousands)		
Investment in Unit Investment Trust Fund (UITF)	December 31, 2021	₱407,025	₱–	₱407,025	₱–
Investment in ARCH Capital Fund	December 31, 2021	293,778	–	–	293,778

The fair value of the investment in UITF is based on net asset values as of reporting dates.

The fair value of the investment in ARCH Capital Fund is determined using the discounted cash flow (DCF) method. Under the DCF method in fund fair valuation, it is estimated using assumptions regarding the benefits and liabilities of ownership over the underlying asset's life including an exit or terminal value. This method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, a market-derived discount rate is applied to establish the present value of the income stream, associated with the underlying asset. The exit yield is normally separately determined and differs from the discount rate. Significant inputs considered were rental, growth and discount rates. The higher the rental and growth rates, the higher the fair value. The higher the discount rates, the lower the fair value.

Reconciliation of fair value measurement of Investment in ARCH Fund is shown below:

	2022	2021
	(In Thousands)	
Balance at beginning of year	**₱293,778**	₱327,953
Net redemptions	**(13,378)**	(108,913)
Unrealized gain (loss) included under "Other income"	**(73,204)**	74,738
Balance at end of year	**₱207,196**	₱293,778

Reconciliation of fair value measurement of Investment in UITF is shown below:

	2022	2021
	(In Thousands)	
Balance at beginning of year	**₱407,025**	**₱378,066**
Redemptions	**(4,052,417)**	**(800,922)**
Additions	**4,179,683**	**805,248**
Unrealized gains/(loss) included under "Other income" (Note 21)	**(260,209)**	**24,633**
Reclassification to escrow account included under "Other current assets" (Notes 9 and 37)	**(189,289)**	**–**
Balance at end of year	**₱84,793**	**₱407,025**

7. **Accounts and Notes Receivable**

Accounts and notes receivable account consists of:

	2022	2021
	(In Thousands)	
Trade:		
Residential, commercial and office development	**₱101,797,458**	₱98,489,459
Shopping centers	**6,315,550**	5,654,697
Corporate business	**3,676,026**	3,041,826
Construction contracts	**2,826,924**	2,142,028
Management fees	**231,510**	127,766
Others	**5,791,638**	4,736,218
Advances to other companies	**15,858,263**	16,940,104
Accrued receivables	**9,370,342**	8,208,571
Receivables from related parties (Note 25)	**6,927,883**	5,958,742
Receivables from employees	**927,787**	755,814
	153,723,381	146,055,225
Less allowance for impairment losses	**2,539,403**	2,294,154
	151,183,978	143,761,071
Less noncurrent portion	**49,032,711**	43,663,620
	₱102,151,267	₱100,097,451

The classes of trade receivables of the Group are as follows:

- Residential, commercial and office development - pertain to receivables from the sale of high-end, upper middle-income and affordable residential lots and units; economic and socialized housing units and sale of commercial lots; sale of office units; and leisure community developments.
- Shopping centers - pertain to lease receivables from retail spaces
- Corporate business - pertain to lease receivables from office and factory buildings and receivables from sale of industrial lots
- Construction contracts - pertain to receivables from third party construction projects
- Management fees - pertain to receivables from facilities management services
- Others - pertain to receivables from hotel operations and other support services

Residential, commercial and office development receivables are collectible in monthly installments over a period of one (1) to ten (10) years. These are carried at amortized cost using the effective interest rate method with annual interest rates ranging from 5.50% to 16.00%. Titles to real estate properties are transferred to the buyers only once full payment has been made.

Corporate business receivables are collectible on a monthly or quarterly basis depending on the terms of the lease contracts.

Receivables from shopping centers, construction contracts and management fees are due within 30 days upon billing.

Receivables from hotel operations and other support services included under other trade receivables are normally due within 30 to 90 days upon billing.

Advances to other companies includes advances made to joint venture partners that have been made in consideration of project costs and purchases of land that are still subject to completion. The documentation for these advances provides that these will be payable over a fixed term or on demand in order to allow for repayment of the advances when closing does not occur or not settled. The advances are liquidated when proceeds from the sale of the related projects are applied.

Advances to other companies also includes receivables from MRT Development Corporation (MRTDC) shareholders which pertains to interest-bearing advances made by NTDCC to MRTDC equivalent to the Pre-2006 Development Rights Payment (DRP) Payables and the Residual Depot DRP which is due more than one year, in relation to the funding and repayment agreement. As of December 31, 2022 and 2021, receivables including interest from MRTDC shareholders amounted to ₱308.6 million and ₱467.9 million, respectively.

On December 17, 2014, NTDCC and MRTDC shareholders executed a "funding and repayment agreement" wherein the latter agrees to repay NTDCC, for the account of MRTDC, its respective pro rata share in the Total Depot DRP Advances (the Pre-2006 DRP Payables and the Residual Depot DRP, including 15% interest rate accrued on such DRP payables).

Commencing on January 1, 2015, the MRTDC Shareholders shall effect the repayment of their respective pro rata share in the Total Depot DRP Payables, through a set-off against their respective share in the commercial center royalties to be received from the Group.

Set off shall be effective as of the beginning of every calendar month, commencing January 30, 2015 and shall result in the settlement of the portion of the Total DRP Payables to the extent of the amount of the commercial center royalties then the balance will fall due to the relevant MRTDC Shareholders.

Accrued receivables and receivables from related parties are due and demandable. Receivables from employees pertain to housing, car, salary and other loans granted to the Group's employees which are collectible through salary deduction, are interest-bearing (6.0% per annum) and payable on various maturity dates.

Receivables amounting to ₱2,539.4 million and ₱2,294.2 million as of December 31, 2022 and 2021, respectively, were impaired and fully provided for. Movements in the allowance for impairment losses follow:

2022

	Trade							
	Residential and office Development	**Shopping Centers**	**Construction Contracts**	**Corporate Business**	**Management Fees**	**Others**	**Advances to Other Companies**	**Total**
				(In Thousands)				
Balance at beginning of year	**₱62,314**	**₱1,074,658**	**₱152,231**	**₱633,108**	**₱16,630**	**₱221,488**	**₱133,725**	**₱2,294,154**
Provisions during the year (Note 22)	**2,188**	**146,520**	**3,466**	**37,005**	**–**	**8,276**	**56,283**	**253,738**
Reversal (Note 22)	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Accounts written off	**(410)**	**(3,761)**	**–**	**–**	**–**	**(4,318)**	**–**	**(8,489)**
Balance at end of year	**₱64,092**	**₱1,217,417**	**₱155,697**	**₱670,113**	**₱16,630**	**₱225,446**	**₱190,008**	**₱2,539,403**

2021

	Trade							
	Residential and office Development	Shopping Centers	Construction Contracts	Corporate Business	Management Fees	Others	Advances to Other Companies	Total
				(In Thousands)				
Balance at beginning of year	₱50,767	₱1,060,057	₱37,778	₱519,642	₱6,678	₱149,246	₱121,292	₱1,945,460
Provisions during the year (Note 22)	11,547	56,855	115,398	113,466	9,952	85,462	12,433	405,113
Reversal (Note 22)	–	(35,039)	(945)	–	–	(10,000)	–	(45,984)
Accounts written off	–	(7,215)	–	–	–	(3,220)	–	(10,435)
Balance at end of year	₱62,314	₱1,074,658	₱152,231	₱633,108	₱16,630	₱221,488	₱133,725	₱2,294,154

On March 25, 2020, Republic Act No. 11469, otherwise known as the Bayanihan to Heal as One Act ("Bayanihan 1 Act") was enacted. Bayanihan 1 Act provides that all covered institutions shall implement a 30-day grace period for all loans with principal and/or interest and lease amortization falling due within the ECQ Period without incurring interest on interest, penalties, fees and other charges. Subsequently, on September 11, 2020, Republic Act No. 11494, otherwise known as the Bayanihan to Recover as One Act ("Bayanihan 2 Act"), was enacted. Under Bayanihan 2 Act, a one-time sixty (60)-day grace period is granted for the payment of all existing, current and outstanding loans falling due, or any part thereof, on or before December 31, 2020, without incurring interest on interests, penalties, fees, or other charges and thereby extending the maturity of the said loans.

Furthermore, a minimum 30-day grace period shall also be granted by covered institutions to all payments due within the period of community quarantine on rent and utility-related expenditures without incurring penalties, interest and other charges.

As of December 31, 2022 and 2021, nominal amounts of trade receivables from residential, commercial and office development totaling ₱101,665.1 million and ₱106,936.8 million, respectively, were recorded initially at fair value. The fair values of the receivables were obtained by discounting future cash flows using the applicable rates of similar types of instruments.

Movements in the unamortized discount of the Group's receivables as of December 31, 2022 and 2021 follow:

	2022	2021
	(In Thousands)	
Balance at beginning of year	**₱8,447,356**	₱14,079,688
Additions during the year	**3,277,699**	1,168,680
Accretion for the year (Note 20)	**(6,694,930)**	(6,801,012)
Balance at end of year	**₱5,030,125**	₱8,447,356

The Group entered into agreements with BPI Asset Management and Trust Corporation for the assignment of interest-bearing employee receivables amounting to nil and ₱43.7 million in 2022 and 2021, respectively. The transactions were without recourse and did not result to any gain or loss.

The Group sold residential receivables on a without recourse basis to partner mortgage banks, which include Bank of the Philippine Islands, a related party, amounting to ₱15,270.2 million and ₱21,884.5 million in 2022 and 2021. These were sold at a discount with total proceeds of ₱12,366.1 million and ₱19,794.7 million, respectively. The Group recognized loss on sale (under "Other expenses") amounting to ₱2,904.1 million and ₱2,089.8 million in 2022 and 2021, respectively (see Note 22).

8. Inventories

This account consists of:

	2022	2021
	(In Thousands)	
Real estate - at cost		
Residential and condominium units	**₱98,094,648**	₱58,590,787
Residential and commercial lots	**80,333,349**	87,509,406
Offices - at cost	**1,920,477**	2,056,532
	₱180,348,474	₱148,156,725

A summary of the movements in inventories is set out below:

2022

	Residential and commercial lots	**Residential and condominium units**	**Offices**	**Total**
		(In Thousands)		
Balances at beginning of year	**₱58,590,787**	**₱87,509,406**	**₱2,056,532**	**₱148,156,725**
Land acquired during the year	**2,312,910**	**2,565,329**	**-**	**4,878,239**
Construction/development costs incurred	**11,857,664**	**35,642,819**	**549,044**	**48,049,527**
Disposals (recognized as cost of real estate sales) (Note 22)	**(9,302,984)**	**(27,622,905)**	**(685,099)**	**(37,610,988)**
Transfers from (to) investment properties (Notes 12 and 37)	**16,874,971**	**-**	**-**	**16,874,971**
Balances at end of year	**₱80,333,348**	**₱98,094,649**	**₱1,920,477**	**₱180,348,474**

2021

	Residential and commercial lots	Residential and condominium units	Offices	Total
		(In Thousands)		
Balances at beginning of year	₱61,137,607	₱84,011,309	₱1,594,676	₱146,743,592
Land acquired during the year	306,263	3,688,555	782,338	4,777,156
Construction/development costs incurred	7,987,509	26,493,655	1,085,374	35,566,538
Disposals (recognized as cost of real estate sales) (Note 22)	(14,903,447)	(22,584,577)	(1,395,940)	(38,883,964)
Transfers from (to) investment properties (Notes 12 and 37)	4,062,855	(4,099,536)	(9,916)	(46,597)
Balances at end of year	₱58,590,787	₱87,509,406	₱2,056,532	₱148,156,725

The Group has no purchase commitments pertaining to its inventories as of December 31, 2022 and 2021.

There are no liens and encumbrances on the Group’s real estate inventories.

For the capital commitments, please refer to Notes 19 and 34.

9. Other Current Assets

This account consists of:

	2022	2021
	(In Thousands)	
Advances to contractors and suppliers	**₱17,104,282**	₱23,641,576
Prepaid expenses	**19,402,131**	19,174,874
Value-added input tax	**12,413,545**	12,387,774
Creditable withholding taxes	**9,528,091**	8,096,828
Investment in bonds (Note 29)	**2,309,440**	–
Materials, parts and supplies - at cost	**1,444,083**	810,731
Others (Note 6)	**2,648,274**	1,189,114
	₱64,849,846	₱65,300,897

Advances to contractors and suppliers represents prepayments for the construction of inventories. These are recouped from billings which are expected to occur in a short period of time.

Prepaid expenses consist of prepayments for commissions, marketing fees, advertising and promotions, taxes and licenses, rentals and insurance. The cost to obtain contracts which includes prepaid commissions and advances to brokers amounted to ₱3,302 million and ₱2,866.4 million in 2022 and 2021, respectively. In line with the Group's accounting policy, as set out in Note 2, if a contract or specific performance obligation exhibited marginal profitability or other indicators of impairment, judgment was applied to ascertain whether or not the future economic benefits from these contracts were sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific key performance indicators that could trigger variable consideration, or service credits (Note 14).

Value-added input tax is applied against value-added output tax. The remaining balance is recoverable in future periods.

Creditable withholding taxes are applied against income tax payable.

Investment in bonds pertain to non-interest bearing bonds with a term of 36-months. The Group recorded the investment as financial asset at fair value through other comprehensive income. The fair value of the investment in bonds is determined using the binomial lattice approach. The fair value of the investment is categorized under Level 3.

Materials, parts and supplies pertain to inventories to be used in the construction and maintenance of projects.

Others include deferred charges and letters of credit. Deferred charges pertain to project-related costs already paid but not yet consumed in the actual construction activities.

10. Financial Assets at Fair Value through OCI

This account consists of:

	2022	2021
	(in Thousands)	
Shares of stock:		
Quoted	**₱522,807**	₱1,411,239
Unquoted	**440,811**	583,543
	963,618	1,994,782
Net unrealized gain/(loss)	**69,863**	(1,013,512)
	₱1,033,481	₱981,270

Investments in quoted shares of stock include shares held for clubs wherein the Group does not exercise control or demonstrate significant influence.

Investments in unquoted shares of stock include unlisted shares of public utility companies which the Group will continue to carry as part of the infrastructure that it provides to its real estate projects.

In 2022, the Group disposed equity securities amounting to ₱16.4 million and recorded a gain of ₱1.3 million from the disposal. No additional investments are made during the year.

In 2021, there were no additional investment and disposal made.

Movements in the reserves for financial assets at FVOCI as of December 31, 2022 and 2021 are as follows:

	2022	2021
	(In Thousands)	
Balance at beginning of year	**(₱1,013,512)**	(₱880,837)
Fair value changes during the year	**1,083,375**	(132,675)
Balance at end of year	**₱69,863**	(₱1,013,512)

The Group entered into and designated interest rate swaps as hedging instruments as a cashflow hedge from loans bearing interest at floating rate. The fair value of the interest rate swap is estimated using valuation techniques with observable inputs, which uses present value calculations and incorporate various input including interest rate curves. Total fair value amounted to ₱141 million and ₱330 million in 2022 and 2021, respectively.

As of December 31, 2022 and 2021 reserves for financial assets at FVOCI attributable to non-controlling interests amounted to ₱33.0 million and ₱132.6 million, respectively.

The following table provides the fair value hierarchy of the Group's financial assets at fair value through OCI which are measured at fair value as of December 31, 2022 and 2021 (in thousands):

December 31, 2022

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Shares of stock:					
Quoted					
Tourism and leisure	**December 31, 2022**	**₱325,181**	**₱325,181**	**₱–**	**₱–**
Retail	**December 31, 2022**	**1,993**	**1,993**	**–**	**–**
Real estate	**December 31, 2022**	**29,552**	**29,552**	**–**	**–**
Utilities and energy	**December 31, 2022**	**13,984**	**13,984**	**–**	**–**
Financial asset management	**December 31, 2022**	**55,666**	**55,666**	**–**	**–**
Telecommunication	**December 31, 2022**	**3,556**	**3,556**	**–**	**–**
Unquoted					
Tourism and leisure	**Various**	**483,613**	**–**	**–**	**483,613**
Financial asset management	**Various**	**1,676**	**–**	**–**	**1,676**
Utilities and energy	**Various**	**42,851**	**–**	**–**	**42,851**
Real estate	**Various**	**22,361**	**–**	**–**	**22,361**
Retail	**Various**	**53,042**			**53,042**
Telecommunication	**Various**	**6**	**–**	**–**	**6**
		₱1,033,481	**₱429,932**	**₱–**	**₱603,549**

December 31, 2021

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Shares of stock:					
Quoted					
Tourism and leisure	December 31, 2021	₱287,231	₱287,231	₱–	₱–
Retail	December 31, 2021	54,499	54,499	–	–
Real estate	December 31, 2021	18,593	18,593	–	–
Utilities and energy	December 31, 2021	15,245	15,245	–	–
Financial asset management	December 31, 2021	14,328	14,328	–	–
Telecommunication	December 31, 2021	7,831	7,831	–	–
Unquoted					
Tourism and leisure	Various	478,704	–	–	478,704
Financial asset management	Various	76,711	–	–	76,711
Utilities and energy	Various	19,787	–	–	19,787
Real estate	Various	7,468	–	–	7,468
Telecommunication	Various	873	–	–	873
		₱981,270	₱397,727	₱–	₱583,543

11. Investments in Associates and Joint Ventures

This account consists of:

	2022	2021
	(In Thousands)	
Investment in stocks – cost		
Balance at beginning of year	**₱22,946,577**	₱22,533,689
Additions	**2,705,023**	778,748
Disposals*	–	(365,860)
Balance at end of year	**25,651,600**	22,946,577
Accumulated equity in net earnings:		
Balance at beginning of year	**5,081,248**	4,194,440
Equity in net earnings	**1,429,795**	842,565
Dividends received	**(589,221)**	(321,617)
Disposal*	–	365,860
Balance at end of year	**5,921,822**	5,081,248
Subtotal	**31,573,422**	28,027,825
Equity share in cumulative translation adjustment	**343,673**	124,908
	₱31,917,095	₱28,152,733

**MGHI in 2021*

The equity share in cumulative translation adjustments represents exchange differences arising from the translation of financial statements of the foreign operations, whose functional currency is other than Philippine Peso.

Details of the Group's investments in associates and joint ventures and the related percentages of ownership are shown below:

	Percentages of Ownership		Carrying Amounts	
	2022	2021	**2022**	2021
			(In Thousands)	
Joint ventures:				
Emerging City Holdings, Inc. (ECHI)	50%	50%	**₱3,999,608**	₱3,871,455
ALI-ETON Property Development Corporation (ALI ETON)	50	50	**7,616,202**	5,084,364
AKL Properties, Inc. (AKL)	50	50	**3,230,774**	3,108,096
Berkshires Holdings, Inc. (BHI)	50	50	**1,970,587**	1,915,164
Cebu District Property Enterprise, Inc. (CDPEI)	35	35	**1,735,065**	1,629,807
Alveo-Federal Land Communities, Inc.	50	50	**947,037**	1,122,005
AyaGold Retailers, Inc. (AyaGold)	50	50	**141,605**	145,537
BYMCW, Inc.	30	30	**60,607**	54,717
SIAL Specialty Retailers, Inc. (SIAL Specialty)	50	50	**26,462**	26,462
A-FLOW Properties I Corp	50	50	**181,145**	-
			19,909,092	16,957,607
Associates:				
OCLP Holdings, Inc. (OHI)	21	21	**9,525,402**	9,016,865
Bonifacio Land Corp. (BLC)	10	10	**1,451,942**	1,401,225
Rize-Ayalaland (Kingsway) GP, Inc. (Rize-Ayalaland)	49	49	**794,185**	541,604
Tianjin Eco-City Ayala Land Development Co., Ltd (Tianjin Eco-City)	40	40	**199,259**	199,259
Lagoon Development Corporation	30	30	**37,215**	36,173
			12,008,003	11,195,126
			₱31,917,095	₱28,152,733

The Parent Company considers an associate and a joint venture with material interest if its net assets exceed 5% of its total consolidated net assets of the Group as of reporting period and considers the relevance of the nature of activities of the associate and joint venture compared to other operations of the Group. The financial information on the Parent Company's significant associates and joint ventures with material interest follows:

Financial information of the associate with material interest

OHI

Consistent with its thrust of expanding its operations to other areas within and outside of Metro Manila through partnerships, ALI acquired a 21.1% stake in OHI. The acquisition was made possible via the purchase of shares from existing OHI shareholders. OHI owns 99.5% interest in Ortigas & Company Limited Partnership (OCLP), an entity engaged in real estate development and leasing businesses.

Set out below is the summarized financial information for OHI:

	2022	2021
	(In Thousands)	
Current assets	**₱25,207,970**	₱25,229,814
Noncurrent assets	**23,705,727**	19,702,848
Current liabilities	**(12,793,028)**	(14,584,974)
Noncurrent liabilities	**(22,068,593)**	(18,784,134)
Equity	**14,052,076**	11,563,554
Proportion of Group's ownership	**21.1%**	21.1%
Group's share in identifiable net assets	**2,964,988**	2,439,910
Carrying amount of the investment	**9,525,402**	9,016,865
Fair value adjustments	**6,574,466**	6,602,256
Negative Goodwill	**(₱148,046)**	(₱148,046)
Dividends received	**₱71,447**	₱33,558

Net assets attributable to the equity holders of OHI amounted to ₱14,052.0 million and ₱11,563.5 million as of December 31, 2022 and 2021, respectively.

	2022	2021
	(In Thousands)	
Revenue	**₱11,187,455**	₱8,418,096
Cost and expenses	**(8,498,323)**	(6,646,415)
Net income (continuing operations)	**2,689,132**	1,771,681
Group's share in net income for the year	**560,924**	373,825
Total comprehensive income	**2,671,067**	1,771,681
Group's share in total comprehensive income for the year	**560,924**	373,825

BLC

The Group has a 10% interest in BLC, which is involved in the purchase, subscription or otherwise disposal of real and personal properties. BLC is a private company incorporated on October 20, 1994 and there is no quoted market price available for its shares. Its registered office and principal place of business is Taguig City, Philippines.

Set out below is the summarized financial information for BLC:

	2022	2021
	(In Thousands)	
Current assets	**₱10,493,988**	₱8,474,309
Noncurrent assets	**32,427,255**	32,866,620
Current liabilities	**(2,439,245)**	(2,204,975)
Noncurrent liabilities	**(7,723,742)**	(7,351,740)
Equity	**32,758,256**	31,784,214
Less: noncontrolling interest	**14,693,397**	14,054,976
Equity attributable to Parent Company	**18,064,859**	17,729,238
Proportion of Group's ownership	**10.1%**	10.1%
Group's share in identifiable net assets	**1,824,551**	1,790,653
Carrying amount of the investment	**1,451,942**	1,401,225
Negative goodwill	**(₱372,609)**	(₱389,428)
Dividends received	**₱66,689**	₱35,125

Net assets attributable to the equity holders of BLC amounted ₱18,064.9 million and ₱17,729.3 million as of December 31, 2022 and 2021, respectively.

	2022	2021
	(In Thousands)	
Revenue	**₱5,068,151**	₱3,685,650
Cost and expenses	**(2,875,984)**	(2,543,308)
Net income (continuing operations)	**2,192,167**	1,142,342
Net loss attributable to minority interest	**(1,029,723)**	(526,941)
Net income attributable to Parent Company	**1,162,444**	615,401
Group's share in net income for the year	**117,407**	62,156
Total comprehensive income attributable to equity holders of the Parent Company	**1,162,444**	615,401
Group's share in total comprehensive income for the year	**117,407**	62,156

Aggregate financial information on the associates with immaterial interest (Rize-Ayalaland, Tianjin Eco-City and LDC) follows:

	2022	2021
	(In Thousands)	
Carrying amount	**₱1,030,659**	₱777,036
Share in net loss from continuing operations	**44,455**	(113,230)
Share in total comprehensive loss	**44,455**	(113,230)
Dividends received	**9,000**	9,000

Financial information of joint ventures

ECHI

	2022	2021
	(In Thousands)	
Current assets	**₱10,551,614**	₱8,532,495
Noncurrent assets	**32,427,265**	32,871,398
Current liabilities	**(2,767,955)**	(2,677,269)
Noncurrent liabilities	**(7,723,742)**	(7,351,740)
Equity	**32,487,182**	31,374,884
Less: noncontrolling interest	**23,923,304**	22,230,335
Equity attributable to Parent Company	**8,563,878**	9,144,549
Proportion of Group's ownership	**50%**	50%
Group's share in identifiable net assets	**4,281,939**	4,572,275
Carrying amount of the investment	**3,999,608**	3,871,455
Dividends received	**₱170,750**	₱170,750

Net assets attributable to the equity holders of ECHI amounted to ₱8,563.8 million and ₱9,144.5 million as of December 31, 2022 and 2021, respectively.

	2022	2021
	(In Thousands)	
Revenue	**₱5,070,254**	₱3,685,991
Cost and expenses	**(2,883,590)**	(2,546,834)
Net income (continuing operations)	**2,186,664**	1,139,157
Net loss attributable to noncontrolling interest	**(1,590,007)**	(826,786)
Net income attributable to Parent Company	**596,657**	312,371
Group's share in net income for the year	**298,329**	156,186
Total comprehensive income attributable to equity holders of the Parent Company	**597,171**	312,371
Group's share in total comprehensive income for the year	**298,586**	156,186

ALI Eton

	2022	2021
	(In Thousands)	
Current assets	**₱20,526,458**	₱13,811,748
Noncurrent assets	**4,377,413**	4,014,578
Current liabilities	**(8,420,911)**	(5,822,376)
Noncurrent liabilities	**(922,411)**	(928,951)
Equity	**15,560,549**	11,074,999
Proportion of Group's ownership	**50%**	50%
Group's share in identifiable net assets	**7,780,275**	5,537,499
Carrying amount of the investment	**7,616,202**	5,084,364

Net assets attributable to the equity holders of ALI Eton amounted to ₱15,560.5 million and ₱11,074.9 million as of December 31, 2022 and 2021, respectively.

	2022	2021
	(In Thousands)	
Revenue	**₱1,974,714**	₱825,159
Cost and expenses	**(1,721,039)**	(708,347)
Net income (continuing operations)	**253,675**	116,812
Group's share in net income for the year	**126,837**	58,406
Total comprehensive income attributable to equity holders of the Parent Company	**253,675**	116,812
Group's share in total comprehensive income for the year	**126,837**	58,406

Aggregate financial information on joint ventures with immaterial interest (BHI, CDPEI, Alveo-Federal, SIAL Specialty, AyaGold, BYMCW, Inc., AKL, and A-Flow) is as follows:

	2022	2021
	(In Thousands)	
Carrying amount	**₱8,112,137**	₱8,001,788
Share in net income from continuing operations	**293,772**	305,223
Share in total comprehensive income	**293,772**	305,223
Dividends received	**73,185**	73,185

The following are the significant transactions affecting the Group's investments in associates and joint ventures:

Investments in BLC, ECHI, and BHI
As of December 31, 2022 and 2021, the Group's effective interest in BLC is 45.1%. The Parent Company's 5.3% direct investment in BLC and 4.8% through Regent Time aggregating 10.1% are accounted for using the equity method because the Parent Company has significant influence over BLC.

On April 17, 2003, the following transactions were consummated pursuant to the terms and conditions of the Assignment Agreement (Agreement), dated February 8, 2003, among the Parent Company, Evergreen Holdings, Inc. (EHI), Greenfield Development Corporation and Larouge, B.V. (Larouge), as amended, and the Agreement, dated November 23, 2002, among the Company, EHI and Neo Oracle Holdings, Inc. [formerly Metro Pacific Corporation (MPC)] as amended:

(a) The assignment to the Parent Company and EHI of the rights and obligations of Larouge under the loan agreement between Larouge and MPC, pursuant to which, Larouge extended MPC a loan in the principal amount of US$90.0 million, together with all the rights, title and interests of Larouge in the pledge constituted on 50.4% of the outstanding shares in BLC. The consideration paid by the Company and EHI for such assignment was approximately US$90.0 million, subject in part to foreign exchange adjustment.
(b) The assignment to the Parent Company and EHI, acting in this instance through the joint venture corporation, Columbus Holdings, Inc. (Columbus), of the controlling interest in BLC representing 50.4% of BLC's outstanding capital stock. This assignment was effected by MPC under a dacion en pago arrangement, and included an assignment of payables of BLC in the principal amount of ₱655.0 million together with its underlying security in the form of shares in Fort Bonifacio Development Corporation (FBDC) representing 5.6% of its outstanding capital stock.

The Agreement, as amended, also provides for the constitution of a pledge over 5.0% of BLC's unencumbered shares as security for contingent liabilities and breach of representation and warranties. The pledge lien over the 5.0% BLC shares shall continue to subsist until the third anniversary of the closing date.

The Parent Company and EHI jointly hold the 50.4% equity interest in BLC through ECHI and BHI. The Parent Company and EHI assigned the notes receivable from MPC to ECHI and BHI, which acquired the shares of stock of Columbus. Columbus directly owns the 50.4% interest in BLC. BLC owns 55.0% interest in FBDC, the primary developer of certain areas in Fort Bonifacio Global City for residential, commercial and business development. Columbus accounted for the acquisition of the 50.4% interest in BLC using the purchase method.

Subsequent to this, the Parent Company and EHI acquired additional shares of BLC through a combination of direct acquisition and through its associates at varying dates:

On July 31, 2008, the Group acquired, through the Parent Company, Regent Time and Columbus, additional 4,360,178 shares of BLC from FBDC amounting to ₱689.0 million, equivalent to 7.7% ownership in BLC. In January and October 2009, a total of 2,295,207 BLC shares were acquired from Development Bank of the Philippines and MPC, pertaining to the pledged shares, through Columbus amounting to ₱362.6 million. This resulted in an increase in Group's effective interest in BLC to 45.4% and unchanged thereafter.

Investment in Rize-Ayalaland
Rize-Ayalaland (Kingsway) GP, Inc. was incorporated on January 25, 2013 under the laws of British Columbia, Canada. The Company's effective ownership is 49.0% through its Vancouver-based subsidiary, AyalaLand Real Estate Investments, Inc.

Investment in Tianjin Eco-City
Tianjin Eco-City is a registered Sino-foreign equity joint venture between RWIL and Sino-Singapore Tianjin Eco-City Investment & Development Co. (SSTEC) under the law of the People's Republic of China to operate for 50 years until 2060. The agreement was entered into to develop a 19-tower residential complex in China, marking its initially foray into the growing China market. It's principal activities include property development rental, management property and parking lot management.

In 2020, Tianjin Eco-City reduced its registered capital from RMB292.75 million to RMB176.25 million, with each shareholder getting back capital in proportion to its current share of ownership. After the capital reduction, the shareholders' share of ownership remains unchanged. The Group's share in the capital reduction amounted to ₱326.60 million.

Investment in Cebu District Property Enterprise, Inc.
Cebu District Property Enterprise, Inc. (CDPEI) was incorporated on February 20, 2014 and is a 50:50 joint venture between the Company and Aboitiz Land, Inc. CDPEI's main purpose is to create a mixed-use commercial and residential district with the 15.4-hectare property in Subangdaku, Mandaue. In 2021, the Group made additional equity infusions to CDPEI amounting to ₱217.0 million.

Investment in Alveo-Federal Land Communities, Inc.
Alveo Land Corp. signed a Joint Venture Agreement (JVA) with Federal Land, Inc. last April 29, 2015 for equal ownership over AFLCI. The JV is for the development of Venido and Aveia projects located in Laguna near Nuvali.

Investment in ALI-ETON Property Development Corporation
ALI-ETON Property Development Corporation was incorporated on March 13, 2016. The company is a joint venture between Ayala Land, Inc. and LT Group, Inc. ALI and LT Group, Inc. entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be a township development that spans portions of Pasig City and Quezon City.

In 2021, the Parent Company and LT Group, Inc. made additional equity infusions to ALI-Eton to fund the development requirements of Parklinks amounting to ₱2,405.0 million and ₱527.0 million as of December 31, 2021.

Investment in BYMCW, Inc.
On August 2, 2017, Bouygues Travaux Publics Philippines Inc. (BYTPPI) incorporated BYMCW Inc. (BYMCW) to engage in general building and contracting business. BYMCW's registered office address is at 2nd floor, Welfare Building, LRTA Compound, Aurora Blvd., Barangay 189, Pasay City, Metro Manila.

Investment in AyaGold Retailers, Inc.
AyaGold Retailers, Inc., a joint venture between Entenso Equities Incorporated (EEI, a wholly owned subsidiary of Puregold Price Club, Inc.) and ALI Capital Corp. (a wholly owned subsidiary of the Company and the holding company for its retail-related initiatives), was incorporated on October 2, 2013. It is organized primarily to finance, build and operate mid-market supermarkets for some of Company's new integrated and mixed-use developments. The mid-market supermarkets will be carried under a new brand to be jointly developed by both ALI Capital Corp. and EEI. The partnership with EEI will enable the Company to support its mixed-use developments and, at the same time, grow its recurring income portfolio.

Investment in SIAL Specialty
SIAL Specialty was incorporated on September 27, 2012 as a joint venture between ALI Capital Corp. and Store Specialist, Inc. (SSI). ALICap is a wholly owned subsidiary of the Parent Company. SSI is one of the largest specialty retail companies in the Philippines with the exclusive distribution rights to a variety of brands from around the world.

The partnership, which combines the ALI Capital Corp.'s expertise in developing mixed-use developments and SSI's proven track record in retail, is aimed at pursuing retail solutions to address the growing and changing lifestyle needs of the market.

SIAL Specialty was organized primarily for the investment and operation of mid-market department stores and to pursue other investment opportunities in the Philippine retail sector.

Investment in MGHI
In July 2013, the Parent Company entered into an agreement with the Mercado Family to acquire Whiteknight Holdings, Inc. (WHI), a 33% equity stockholder of MGHI. Its acquisition of WHI will allow the Parent Company to build a strategic partnership with the Mercado Group and support MGHI's future growth. This partnership also enhances the potential of Ayala Land's development of mixed-use communities by offering the critical component of medical services to complement the residential, shopping centers, office and hotel developments therein.

On February 26, 2021, White Knight Holdings Inc., a wholly-owned subsidiary of ALI completed the sale of its 39.20% share in the outstanding capital stock of Mercado General Hospital, Inc., the holding company for the Qualimed network of hospital and clinics to Healthway Philippines Inc., a wholly-owned subsidiary of Ayala Healthcare Holdings, Inc. The cost of the investment amounted to ₱365.9 million and the sale resulted to a gain of ₱807.6 million recorded under other income account (see Note 21).

Investment in AKL
In 2018, the Parent Company invested ₱1,959.7 million in AKL, which is a 50:50 joint venture between the Parent Company and Royal Asia Land, Inc. (RALI), and is organized primarily for future mixed-use development in South Luzon area.

On June 26, 2019, the Parent Company approved the equity call to fund the advance payment to Manila Jockey Club, Inc. (MJCI) upon signing the Memorandum of Agreement (MOA) for the 60 hectares. property in Carmona, Cavite between AKL and MJCI. The Parent Company's share in the additional total capital requirement amounted to ₱250.0 million.

On September 12, 2019, the Parent Company approved the equity call for the minimum subscription to increase the Authorized Capital Stock (ACS) of AKL from ₱4,545.0 million to ₱7,250.0 million which was approved in the AKL board meeting on May 14, 2019. The increase in the ACS shall cover the land acquisition requirements in Carmona and Silang, Cavite for the next 3 years. The 50% share of the Parent Company in the minimum paid-up capital (25% of the minimum subscription) of the increase amounted to ₱84.7 million.

On July 13, 2020, the Parent Company paid the equity call for the existing subscription and for the additional subscription to AKL for a total of ₱508.4 million. The additional subscription will cover the scheduled infusion of the parcels for the first phase of Project Newton Residential as per joint venture agreement (JVA). RALI also entered with the same subscription agreement with AKL.

On December 7, 2020, the Parent Company entered into another subscription agreement with AKL amounting to ₱246.0 million which will cover the amount due for the DOAS of Dolfo and Ledesco parcels of land for the first phase of Project Newton Residential. RALI also entered with the same subscription agreement with AKL.

On January 22, 2021, the Parent Company entered into another subscription agreement with AKL amounting to ₱12.8 million which will cover the amount of parcels of land for the first phase of Project Newton Residential. RALI also entered with the same subscription agreement with AKL.

On November 17, 2021, the Parent Company entered into another subscription agreement with AKL amounting to ₱21.9 million CALAX Link Lots located in Silang, Cavite. RALI also entered with the same subscription agreement with AKL.

Investment in A-Flow Properties I Corp

On October 4, 2022, ALLHC entered into Joint Venture agreement with Flow Luna I Property Pte. Ltd (FLOW) representing 50% interest in A-FLOW Properties I Corp (FLOW PropCo)., a joint venture that will engage in the business of providing data center, colocation and other related services, including both space and power, to various entities such as hyperscalers1 and domestic enterprises, and will acquire and/or construct data center.

12. Investment Properties

The rollforward analysis of this account follows:

2022

	Land	Buildings	Construction in Progress	Total
		(In Thousands)		
Cost				
Balance at beginning of year	**₱74,543,473**	**₱135,599,847**	**₱77,270,287**	**₱287,413,607**
Additions	**7,066,502**	**8,837,270**	**3,793,406**	**19,697,178**
Disposals	**(764,475)**	**(3,227,683)**	**–**	**(3,992,158)**
Cumulative translation difference	**107,141**	**92,759**	**–**	**199,900**
Transfers (Notes 8,13 and 37)	**(11,754,536)**	**14,197,110**	**(13,805,554)**	**(11,362,980)**
Balance at end of year	**69,198,105**	**155,499,303**	**67,258,139**	**291,955,547**
Accumulated Depreciation				
Balance at beginning of year	**–**	**43,507,379**	**–**	**43,507,379**
Depreciation (Note 22)	**–**	**5,642,851**	**–**	**5,642,851**
Disposals	**–**	**(3,227,683)**	**–**	**(3,227,683)**
Cumulative translation difference	**–**	**(1,103)**	**–**	**(1,103)**
Balance at end of year	**–**	**45,921,444**	**–**	**45,921,444**
Accumulated impairment losses				
Balance at beginning and end of year	**160,378**	**348,218**	**–**	**508,596**
Net Book Value	**₱69,037,727**	**₱109,229,641**	**₱67,258,139**	**₱245,525,507**

2021

	Land	Buildings	Construction in Progress	Total
		(In Thousands)		
Cost				
Balance at beginning of year	₱70,764,540	₱127,032,731	₱65,938,191	₱263,735,462
Additions	4,024,563	8,824,653	11,332,096	24,181,312
Disposals	(262,952)	(303,472)	–	(566,424)
Cumulative translation difference	(11,993)	30,042	–	18,049
Transfers (Notes 8,13, and 37)	29,315	15,893	–	45,208
Balance at end of year	74,543,473	135,599,847	77,270,287	287,413,607
Accumulated Depreciation				
Balance at beginning of year	–	40,722,579	–	40,722,579
Depreciation (Note 22)	–	3,645,318	–	3,645,318
Disposals	–	(860,573)	–	(860,573)
Cumulative translation difference	–	55	–	55
Balance at end of year	–	43,507,379	–	43,507,379
Accumulated impairment losses				
Balance at beginning of year	102,825	225,208	–	328,033
Impairment losses (Note 22)	57,553	123,010	–	180,563
Balance at the end of year	160,378	348,218	–	508,596
Net Book Value	₱74,383,095	₱91,744,250	₱77,270,287	₱243,397,632

Certain parcels of land are leased to several individuals and corporations. Some of the lease contracts provide, among others, that within a certain period from the expiration of the contracts, the lessee will have to demolish and remove any and all improvements (such as buildings) introduced or built within the leased properties. Otherwise, the lessor will cause the demolition and removal thereof and charge the cost to the lessee unless the lessor occupies and appropriates the same for its use and benefit.

Construction in progress pertain to buildings under construction to be leased as retail and office spaces upon completion. The development and construction period normally range from three years to five years and depends heavily on the size of the assets.

The aggregate fair value of the Group's investment properties amounted to ₱483,640.6 million and ₱485,358.7 million as of December 31, 2022 and 2021, respectively.

The fair values of the investment properties were determined by independent professionally qualified appraisers.

The following table provides the fair value hierarchy of the Group's investment properties as of December 31, 2022 and 2021:

2022

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
			(In Thousands)		
Land properties	**Various**	**₱241,486,227**	**₱–**	**₱–**	**₱241,486,227**
Retail properties	**Various**	**83,890,525**	**–**	**–**	**83,890,525**
Office properties	**Various**	**157,471,235**	**–**	**–**	**157,471,235**
Hospital properties	**Various**	**792,637**	**–**	**–**	**792,637**

2021

	Date of Valuation	Total	Fair value measurement using Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
			(In Thousands)		
Land properties	Various	₱287,151,049	₱–	₱–	₱287,151,049
Retail properties	Various	90,873,025	–	–	90,873,025
Office properties	Various	106,293,498	–	–	106,293,498
Hospital properties	Various	1,014,323	–	–	1,014,323

The values of the land were arrived using the Market Data Approach. Market Data Approach provides an indication of value by comparing the subject asset with identical or similar assets for which price information is available. This approach was used for the land as it is commonly used in the property market since inputs and data for this approach are available. For Market Data Approach, the higher the price per sqm., the higher the fair value.

The values of the buildings (retail, office, hospital) were arrived using the Income Approach. Income Approach provides an indication of value by converting future cash flow to a single current value. Under the income approach, the value of an asset is determined by reference to the value of income, cash flow or cost saving generated by the asset.

The significant unobservable inputs to valuation of investment properties ranges from ₱1,500-₱278,000 per sqm.

In 2021, the Group started capitalizing borrowing costs to its investment properties under construction. Interest capitalized amounted to ₱783.22 million in 2022 and ₱574.1 million in 2021. As of 2020, total capitalized interest aggregated to ₱1,993 million. The capitalization rates are 2.63% - 5.18% (see Note 16).

Consolidated rental income from investment properties amounted to ₱27,196.5 million, ₱17,797.7 million and ₱18,468.9 million in 2022, 2021 and 2020, respectively (see Note 20). Consolidated direct operating expenses arising from the investment properties in 2022, 2021 and 2020 amounted to ₱8,884.7, ₱7,663.1 million and ₱7,467.0 million, respectively (see Note 22).

Depreciation and amortization expense pertaining to investment properties amounted to ₱5,642.9 million, ₱3,645.3 million and ₱5,590.1 million in 2022, 2021 and 2020, respectively (see Note 22).

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

Certain short-term and long-term debt are secured by real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the investment property amounted to ₱2,974.8 million and ₱2,907.2 million as of December 31, 2022 and 2021, respectively (see Note 16).

For the capital commitments, please refer to Notes 19 and 34.

13. **Property and Equipment**

The rollforward analysis of this account as of December 31 follow:

	2022					
	Land, Buildings and Improvements	**Machinery and Construction Equipment**	**Furniture, Fixtures and Equipment**	**Transportation Equipment**	**Hotel Property and Equipment**	**Total**
			(In Thousands)			
Cost						
Balance at beginning of year	**₱18,417,909**	**₱13,824,961**	**₱9,390,543**	**₱3,495,419**	**₱25,218,185**	**₱70,347,017**
Additions	**2,578,544**	**633,051**	**849,884**	**238,095**	**124,711**	**4,424,285**
Disposals	**(1,222,348)**	**(482,715)**	**(140,454)**	**(92,106)**	**–**	**(1,937,623)**
Foreign currency exchange difference	**71,232**	**38,404**	**3,417**	**716**	**–**	**113,769**
Transfers (Notes 12 and 37)	**(5,597,249)**	**86,034**	**(778)**	**–**	**–**	**(5,511,993)**
Balance at end of year	**14,248,088**	**14,099,735**	**10,102,612**	**3,642,124**	**25,342,896**	**67,435,455**
Accumulated Depreciation and Amortization						
Balance at beginning of year	**₱7,651,424**	**₱10,188,003**	**₱5,072,260**	**₱1,658,590**	**₱3,998,388**	**₱28,568,665**
Depreciation and amortization (Note 22)	**790,928**	**792,055**	**358,035**	**443,202**	**844,904**	**3,229,124**
Foreign currency exchange difference	**11,114**	**16,057**	**2,920**	**573**	**–**	**30,664**
Disposals	**(60,650)**	**(63,302)**	**(167,939)**	**(254,946)**	**–**	**(546,837)**
Balance at end of year	**8,392,816**	**10,932,813**	**5,265,276**	**1,847,419**	**4,843,292**	**31,281,616**
Net Book Value	**₱5,855,272**	**₱3,166,922**	**₱4,837,336**	**₱1,794,705**	**₱20,499,604**	**₱36,153,839**

	2021					
	Land, Buildings and Improvements	Machinery and Construction Equipment	Furniture, Fixtures and Equipment	Transportation Equipment	Hotel Property and Equipment	Total
			(In Thousands)			
Cost						
Balance at beginning of year	₱15,813,109	₱14,333,110	₱9,279,284	₱3,356,921	₱24,933,163	₱67,715,587
Additions	2,450,606	106,158	212,872	160,836	285,022	3,215,494
Disposals	(5,395)	(869,355)	(28,549)	(22,749)	–	(926,048)
Foreign currency exchange difference	80,133	255,048	4,111	1,304	–	340,596
Transfers (Notes 12 and 37)	79,456	–	(77,175)	(893)	–	1,388
Balance at end of year	18,417,909	13,824,961	9,390,543	3,495,419	25,218,185	70,347,017
Accumulated Depreciation and Amortization						
Balance at beginning of year	4,949,034	9,327,981	4,905,266	1,680,185	3,406,153	24,268,619
Depreciation and amortization (Note 22)	2,632,657	868,312	214,016	136,541	592,235	4,443,761
Foreign currency exchange difference	72,119	230,057	(3,204)	–	–	298,972
Disposals	(2,386)	(238,347)	(43,818)	(158,136)	–	(442,687)
Balance at end of year	7,651,424	10,188,003	5,072,260	1,658,590	3,998,388	28,568,665
Net Book Value	₱10,766,485	₱3,636,959	₱4,318,283	₱1,836,829	₱21,219,797	₱41,778,353

The depreciation and amortization of property and equipment (included under various consolidated statements of income accounts) amounted to ₱3,229.1 million, ₱4,443.8 million and ₱3,050.0 million in 2022, 2021 and 2020, respectively. No interest was capitalized in 2022 and 2021 (see Note 16).

The Group has no restrictions on its property and equipment and none of these have been pledged as security for its obligations. Capital expenditures for hotel buildings in the course of construction amounted to ₱952.8 and ₱1,133.59 million as of December 31, 2022 and 2021, respectively, and are included in property and equipment. The total contractual commitments arising from awarded contracts for the acquisition, development and construction of property and equipment amounted to ₱685.78 million in 2022.

The Group performed impairment testing on its hotel property and equipment with a carrying value of ₱20,499.6 million and ₱21,219.8 million as of December 31, 2022 and 2021, by assessing its recoverable amount through estimation of its value in use (VIU). VIU is the present value of the future cash flows expected to be derived from an asset. The significant assumptions used in the valuation are discount rates of 5.00% to 13.00% with an average growth rate of 3.00%. The Group also considered in its assumptions the impact of the pandemic on the occupancy rate and room rates which are not expected to normalize until 2024. Based on the impairment testing, there is no impairment loss on the Group's hotel property and equipment (see Note 3).

For the capital commitments, please refer to Notes 19 and 34.

14. Other Noncurrent Assets

This account consists of:

	2022	2021
	(In Thousands)	
Prepaid expenses	**₱13,478,639**	₱14,954,424
Advances to contractors and suppliers	**9,256,936**	8,453,875
Leasehold rights	**3,293,472**	3,398,659
Deposits – others	**2,142,815**	2,005,003
Deferred input VAT	**1,114,468**	1,515,092
Net pension assets (Note 26)	**52,529**	10,961
Development rights	**37,678**	37,678
Investment in bonds	**-**	2,309,440
Others	**449,817**	1,206,307
	₱29,826,354	₱33,891,439

Prepaid expenses consist of project costs incurred for unlaunched projects of the Group, advance rental payments and noncurrent prepaid management fees. This also includes the noncurrent portion of cost to obtain contracts (see Note 9) which includes prepaid commissions and advances to brokers, which amounted to ₱766.36 million and ₱1,070.9 million in 2022 and 2021, respectively.

Advances to contractors and suppliers represents prepayments for the construction of investment properties and property and equipment.

Leasehold rights consist of the following:

- Through the acquisition of ALLHC, ALI acquired leasehold rights arising from their lease agreement with Philippine National Railways (PNR) which amounted to ₱2,750.17 million and ₱2,748.11 million as of December 31, 2022 and 2021, respectively (see Note 33).
- TKPI's leasehold rights pertains to the right to use the property in Apulit Island located in Taytay, Palawan expiring on December 31, 2029 which amounted to ₱46.73 million and ₱53.41 million as of December 31, 2022 and 2021, respectively.
- NTDCC's leasehold rights refer to development rights on an 8.3-hectare portion of the MRT Development Corporation, which is located on the North Triangle property, and enabled the Group to develop and construct a commercial center which amounted to ₱491.2 million and ₱515.93 million as of December 31, 2022 and 2021, respectively.

Movements of leasehold rights follow:

	2022	2021
	(In Thousands)	
As of January 1, 2021	**₱3,398,659**	₱3,506,816
Additions	**1,179**	–
Amortizations	**(106,365)**	(108,157)
Balance at end of year	**₱3,293,472**	₱3,398,659

Deposits - others pertain to various utility deposits and security deposits for leases.

Investment in bonds pertain to non-interest bearing bonds with a term of 36-months. The Group recorded the investment as financial asset at fair value through other comprehensive income. The fair value of the investment in bonds is determined using the binomial lattice approach. The fair value of the investment is categorized under Level 3.

Deferred input VAT pertains to unamortized VAT portion from purchases of capital goods.

Development rights pertain to the saleable and non-saleable development rights acquired by the Parent Company. The non-saleable portion is allocated to the gross floor area of a structure in a particular lot that can be developed in the future. The amortization of development rights are capitalized as additional cost of the structure once the development commences.

Others pertain to prepayments for expenses that is amortized for more than one year.

15. Accounts and Other Payables

This account consists of:

	2022	2021
	(In Thousands)	
Accounts payable	**₱95,187,175**	₱87,252,257
Taxes payable	**20,536,540**	19,413,474
Liability for purchased land	**8,136,983**	9,576,947
Accrued salaries and employee benefits	**6,269,161**	5,309,047
Retentions payable	**4,937,454**	5,198,897
Interest payable	**2,104,183**	1,592,727
Accrued professional and management fees	**1,479,837**	2,034,248
Accrued advertising and promotions	**925,552**	922,513
Accrued repairs and maintenance	**689,554**	2,027,742
Payable to related parties (Note 25)	**630,525**	923,241
Accrued utilities	**465,642**	552,337
Accrued rentals	**88,639**	91,477
Dividends payable	**81,030**	686,982
Other accrued expenses	**2,419,852**	1,108,507
	₱143,952,127	₱136,690,396

Accounts payable and accrued expenses are noninterest-bearing and are normally settled on 30- to 60-day terms.

Taxes payable pertains to the Group’s output VAT, expanded withholding tax, capital gains tax and fringe benefit tax.

Liability for purchased land pertains to the current portion of unpaid unsubdivided land acquired payable during the year. These are normally payable in quarterly or annual installment payments or upon demand.

Retentions payable pertains to the amount withheld by the Group on contractor’s billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Other accrued expenses consist mainly of accruals from commissions, royalty, transportation and travel, janitorial and security, postal and communication and other expenses.

16. **Short-term and Long-term Debts**

The short-term debt amounting to ₱6,547.3 million and ₱16,782.5 million as of December 31, 2022 and December 31, 2021, respectively, represents both peso and foreign currency-denominated bank loans. Peso-denominated short-term loans had a weighted average cost of 2.58% and 2.14% per annum for in 2022 and 2021, respectively.

In compliance with BSP rules on directors, officers, stockholders and related interests, certain long-term debt with a carrying value of ₱4,623.2 million and ₱6,368.9 million as of December 31, 2022 and 2021 are secured by real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the property amounted to ₱2,974.7 million and ₱2,288.3 million as of December 31, 2022 and 2021, respectively, which is accounted as part of the "Investment properties" account.

Long-term debt consists of:

	December 31, 2022 Audited	December 31, 2021 Audited
	(In Thousands)	
Parent Company:		
Bonds:		
Due 2022	**₱–**	₱22,650,000
Due 2023	**7,000,000**	7,000,000
Due 2024	**15,000,000**	3,000,000
Due 2025	**23,250,000**	23,250,000
Due 2026	**16,000,000**	16,000,000
Due 2027	**15,000,000**	8,000,000
Due 2028	**22,000,000**	10,000,000
Due 2029	**14,000,000**	-
Due 2031	**3,000,000**	3,000,000
Due 2033	**2,000,000**	2,000,000
Fixed rate corporate notes (FXCNs)	**4,500,000**	4,650,000
Php - denominated long-term loans	**68,244,727**	76,814,570
US Dollar - denominated long-term loans	**3,066,525**	6,374,875
	193,061,252	182,739,445
Subsidiaries:		
Bank loans - Philippine Peso	**34,338,748**	21,719,292
Bonds	**3,000,000**	3,000,000
Bank loans - Malaysian Ringgit	**442,470**	1,246
	37,781,218	24,720,538
	230,842,470	207,459,983
Less unamortized transaction costs	**1,350,891**	1,145,744
	229,491,580	206,314,239
Less current portion	**19,258,289**	26,173,997
	₱210,233,291	₱180,140,242

ALI Parent
Below is the summary of the outstanding Peso bonds issued by the Parent Company:

Year Issued	Term (Years)	Interest rate	Principal Amount (In thousands)	Carrying Value (In thousands) 2022	2021	Features
2012	10	6.00%	5,650,000	**₱–**	₱5,650,000	Fixed rate bond due 2022
2013	20	6.00%	2,000,000	**1,987,589**	1,986,794	Fixed rate bond due 2033
2015	7	4.50%	7,000,000	**–**	6,987,688	Fixed rate bond due 2022
2016	9.5	4.75%	7,000,000	**6,976,738**	6,969,407	Fixed rate bond due 2025
2016	10	4.85%	8,000,000	**7,970,112**	7,961,918	Fixed rate bond due 2026
2016	7	3.89%	7,000,000	**6,990,957**	6,980,787	Fixed rate bond due 2023
2017	10	5.26%	7,000,000	**6,982,556**	6,979,065	Fixed rate bond due 2027
2018	10	5.92%	10,000,000	**9,927,761**	9,916,583	Fixed rate bond due 2028
2019	7	6.37%	8,000,000	**7,947,809**	7,934,304	Fixed rate bond due 2026
2019	5	4.76%	3,000,000	**2,985,944**	2,978,436	Fixed rate bond due 2024
2019	7.3	4.99%	1,000,000	**969,971**	963,622	Fixed rate bond due 2027
2020	2	3.00%	10,000,000	**–**	9,970,491	Fixed rate bond due 2022
2020	5	3.86%	6,250,000	**6,207,139**	6,192,684	Fixed rate bond due 2025
2021	4	3.63%	10,000,000	**9,931,347**	9,903,889	Fixed rate bond due 2025
2021	10	4.08%	3,000,000	**2,979,655**	2,977,789	Fixed rate bond due 2031
2022	6	5.81%	12,000,000	**11,918,358**	–	Fixed rate bond due 2028
2022	2	4.40%	12,000,000	**11,897,140**	–	Fixed rate bond due 2024
2022	5	6.21%	7,000,000	**6,927,960**	–	Fixed rate bond due 2027
2022	7	6.80%	14,000,000	**13,851,289**	–	Fixed rate bond due 2029
Total				**₱116,452,325**	₱94,353,457	

Philippine Rating Services Corporation (PhilRatings) rated the Parent Company's 2022 and 2021 bond issuances "PRS Aaa" with a stable outlook, and maintained the "PRS Aaa" rating with a stable outlook for all other outstanding bonds. PRS Aaa is the highest credit rating possible on PhilRatings' rating scale for long-term issuances, indicating that obligor's capacity to meet its financial commitment on the obligation is extremely strong and that it has the smallest degree of investment risk. A Stable Outlook indicates that the rating is likely to be maintained or to remain unchanged in the next twelve months.

Bonds:
Philippine Peso 10-year Bonds due 2022
In April 2012, the Parent Company issued its ₱5,650.0 million bonds due 2022 at a fixed rate equivalent to 6.0% p.a. PhilRatings assigned a PRS Aaa rating on the bonds. The Parent Company fully paid the bonds in April 2022.

Philippine Peso 7.0 Billion Fixed Rate Bonds due 2022
In April 2015, the Parent Company issued a total of ₱7,000.0 million bonds due 2022 at a fixed rate equivalent to 4.50% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings. The Parent Company fully paid the bonds in April 2022.

Philippine Peso 2-year Bonds due 2022
In June 2020, the Parent Company issued and listed on the PDEx its ₱10,000.0 million fixed rate bonds due 2022 at a rate equivalent to 3.0% p.a. The Bonds form part of the fourth tranche of debt securities issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on April 22, 2019 (the "2019 Program"). The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings. The Parent Company fully paid the bonds in June 2022.

Philippine Peso 7-year Bonds due 2023
In October 2016, the Parent Company issued and listed on the PDEx a total of ₱7,000.0 million fixed rate bonds due 2023 at a rate equivalent to 3.89% p.a. The Bonds represent the third tranche of the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on March 8, 2016 (the "2016 Program"). The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2024
In September 2019, the Parent Company issued and listed on the PDEx its ₱3,000.0 million bonds due 2024 at a fixed rate equivalent to 4.76% p.a. The Bonds represent the second tranche of debt securities issued under the Parent Company's 2019 Program, and were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 9-year and 6-month Bonds due 2025
In April 2016, the Parent Company issued and listed on the PDEx a total of ₱7,000.0 million bonds due 2025 at a fixed rate equivalent to 4.75% p.a. The Bonds is the second tranche of debt securities issued under the Parent Company's 2016 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2025
In September 2020, the Parent Company issued and listed on the PDEx its ₱6,250.0 million fixed rate bonds due 2025 at a rate equivalent to 3.86% p.a. The Bonds represent the fifth tranche of debt securities issued under the Parent Company's 2019 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 4-year Bonds due 2025
In May 2021, the Parent Company issued and listed on the PDEx its ₱10,000.0 million fixed rate bonds due 2025 at a rate equivalent to 3.63% p.a. The Bonds represent the sixth tranche of debt securities issued under the Parent Company's 2019 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year and 10-year Bonds due 2026
In March 2016, the Parent Company issued and listed on the PDEx a total of ₱8,000.0 million bonds due 2026 at a fixed rate equivalent to 4.85% p.a. This is the first tranche of the tranche of debt securities issued under the Parent Company's 2016 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings. In May 2019, the Parent Company issued and listed on the PDEx ₱8,000.0 million fixed rate bonds due 2026 at a rate equivalent to 6.37% p.a. The Bonds, the first tranche of Parent Company's 2019 Program, were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year and 3-month and 10-year Bonds due 2027
In May 2017, the Parent Company issued its ₱7,000.0 million fixed rate bond due 2027 at a rate equivalent to 5.26% p.a. The Bonds, the fourth tranche of the Parent Company's 2016 Program, were listed on the PDEx and were rated PRS Aaa with a Stable Outlook by PhilRatings. In November 2019, the Parent Company issued a ₱1,000.0 million fixed rate bond due 2027 at a rate equivalent to 4.99% p.a. The Bonds, the third tranche of bonds issued under the Parent Company’s 2019 Program, were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2028
In April 2018, the Parent Company issued and listed on the PDEx a total of ₱10,000.0 million fixed rate bonds due 2028 at a rate equivalent to 5.92% p.a. and subject to repricing on 27 April 2023, the fifth anniversary of the Issue Date, at the higher of 5.92% p.a. or the prevailing 5-year benchmark plus 75 bps. The Bonds represent the fifth tranche of the of debt securities issued under the Parent Company's 2016 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 6-year Bonds due 2028
In May 2022, the Parent Company issued a total of ₱12,000.0 million bonds due 2028 at a fixed rate equivalent to 5.81% p.a. The offering is composed of ₱9,500.0 million as the second tranche of debt securities issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on October 11, 2021 (the “2021 Program”) while ₱2,500.0 million represent the eighth and final tranche of debt securities that were issued under the 2019 Program. The Bonds were listed on the PDEx and were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 2-Year, 5-Year and 7-year Bonds due 2024, 2027 and 2029
In July 2022, the Parent Company issued a total of ₱33,000.0 million fixed rate bonds, broken down into ₱12,000.0 million bonds due 2024 at a rate equivalent to 4.40% p.a., ₱7,000.0 million bonds due 2027 at a rate equivalent to 6.21% p.a. and a ₱14,000.0 million bond due 2029 at a rate equivalent to 6.81% p.a. The offering is the third tranche of debt securities issued under the Parent Company's 2021 Program. The Bonds were listed on the PDEx and were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2031
In October 2021, the Parent Company issued a total of ₱3,000.0 million bonds due 2031 at a fixed rate equivalent to 4.08% p.a. and subject to repricing on 26 October 2026, the fifth anniversary of the Issue Date, at the higher of 4.08% p.a. or the prevailing 5-year benchmark plus 70 bps. The offering which was listed on the PDEX is composed of ₱2,750.0 million issued as the first tranche of Parent Company's 2021 Program while ₱250.0 million representing the seventh tranche of debt securities were issued under the Company's 2019 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 7-Year and 20-year Bonds due 2020 and 2033
In October 2013, the Parent Company issued a total of ₱6,000.0 million bonds, broken down into a ₱4,000.0 million bonds due 2020 at a fixed rate equivalent to 4.63% p.a. and a ₱2,000.0 million bond due 2033 at a fixed rate equivalent to 6.0% p.a. CRISP assigned a "AAA" rating on the bonds indicating that it has a minimal credit risk owing to the Parent Company's capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP. The Parent Company fully paid the ₱4,000.0 million bonds that matured in October 2020 while the ₱2,000.0 million bonds is due 2033.

<u>Philippine-denominated Long-term Loans:</u>
Philippine Peso 10-year and 3-month Notes due 2023
In December 2012, the Parent Company executed a ₱5,000.0 million committed Corporate Note facility with a local bank, of which an initial ₱3,500.0 million was drawn in 2012. The balance of ₱1,500.0 million was subsequently drawn in January 2013. Notes currently bear a fixed interest rate of 4.50% p.a. The Corporate Notes will mature on the third month succeeding the tenth anniversary of the initial drawdown date. As of December 31, 2022 and 2021, the remaining balance of the notes amounted to ₱4,500.0 million and ₱4,650.0 million, respectively.

Philippine Peso-denominated Long-term Loans
In August to September 2015, the Parent Company assumed an aggregate of ₱15,526.9 million various long-term facilities of some subsidiaries from various banks. The loans bear fixed interest rates ranging from 4.50% to 4.70% p.a. and terms ranging from 4.4 years to 10.5 years. In March 2016, the Company additionally assumed from ALI Makati Hotel Property, Inc. US$30.0 million in long-term loans from the Bank of the Philippine Islands. The loan carried a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR) and is repriceable quarterly. The loan was prepaid in December 2018. In August 2022, coinciding with the repricing date of the Parent Company's ₱10,000.0 million 10.5-year long-term facility, the Company executed a Deed of Assignment with a domestic bank. The Parent Company assigned the remaining balance of the loan amounting to ₱7,872.0 million to Avida Land, Corp. (₱4,086.0 million), Alveo Land, Corp. ((₱2,880.0 million) and Accendo Commercial, Corp. (₱906.0 million) (collectively the "Assigned Loan"). The Assigned Loan carries a floating rate applicable for the remaining 3.5 years of the long -term facility. As of December 31, 2022 and 2021, the remaining balance of the assumed long-term facilities amounted to ₱1,903.6 million and ₱9,820.9 million, respectively.

In March 2017, the Parent Company executed a ₱10,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn an initial ₱5,000.0 million. The balance of ₱5,000.0 million was drawn in April 2017. The loan carries a fixed interest rate of 4.95% p.a. and a term of 10 years. As of December 31, 2022 and 2021, the remaining balance of long-term facilities amounted to ₱9,175.0 million and ₱9,475.0 million, respectively.

In March 2018, the Parent Company executed a ₱5,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn the entire facility amount. As of December 31, 2022 and 2021, the remaining balance of long-term facility amounted to ₱4,762.5 million and ₱4,812.5 million, respectively.

In January 2020, the Parent Company executed and availed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.50% p.a. for the initial 5 years. In December 2020, the Parent Company also executed and availed a ₱10,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.0% p.a. for the first 7 years. Both loans will be repriced on the 5th and 7th anniversary with the remaining balance of ₱4,962.5 million and ₱9,584.0 million, respectively.

In July 2021, the Company executed a ₱10,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.88% p.a. for the initial 5 years. In August 2021, the Company executed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.88% p.a. for the initial 5 years. Another ₱4,900.0 million 6-year long-term facility was drawn in October 2021 at an interest rate of 3.78% p.a. for the initial 3 years. In October 2021, the Company executed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.75% p.a. for the initial 5 years. In November 2021, the Company also executed a ₱5,000.0 million 9-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.95% p.a. for the initial 5 years. In December 2021, the Company executed a ₱7,100.0 million 8-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.87% p.a. for the initial 3 years.

On December 16, 2021, the SEC approved and made effective the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the “Merger”). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the “Absorbed Corporations”), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed. With that, the Parent Company assumed an aggregate of ₱914.1 million long-term facilities of AiO from a domestic bank. As of December 31, 2022 and 2021, the remaining balance of long-term facilities amounted to ₱857.1 million and ₱914.1 million, respectively.

As of December 31, 2022 and 2021, remaining aggregate balance of the Peso-denominated long-term loans amounted to ₱68,244.7 million and ₱76,814.6 million, respectively.

<u>US Dollar-denominated Long-term Loans:</u>
In November 2019, the Parent Company executed and had simultaneously drawn a US$125.0 million long-term facility. The loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly. All proceeds were onlent to MCT to refinance its existing loans. The loan will mature on the fifth anniversary of the initial drawdown date. The Parent Company initiated a partial payment of US$70.0 million in November 2022.

As of December 31, 2022 and 2021, the remaining aggregate balance of US Dollar-denominated long term loans amounted to ₱3,066.5 million and ₱6,374.9 million, respectively.

<u>Subsidiaries</u>
The subsidiaries’ loans will mature on various dates up to 2032. Peso-denominated loans bear various floating interest rates at 50 bps to 90 bps spread over the benchmark 91-day PHP BVAL Reference Rate (previously PDST-R2) and/or fixed interest rates ranging from 3.27% to 4.83% p.a. Certain loans which are subject to floating interest rates are subject to floor floating interest rates equivalent to (i) 95.0% or par of the Overnight Reverse Repurchase Agreement Rate of the Bangko Sentral ng Pilipinas (BSPOvernightRate) or (ii) the BSP Overnight Rate plus a spread of 20 bps to 75 bps p.a. or (iii) the average of the Bangko Sentral ng Pilipinas Overnight Deposit Rate and Term Deposit Facility with a term closed to the 90-day interest period.

In 2022 and 2021, the subsidiaries made a total bank loan availment of ₱15,455.0 million (including the Assigned Loan) and ₱5,830.0 million, respectively. As of December 31, 2022 and 2021, the subsidiaries paid a total bank loan of ₱2,835.5 million and ₱7,349.83 million, respectively. The total outstanding balance of the subsidiaries' loans as of December 31, 2022 and 2021 amounted to ₱34,781.2 million and ₱21,720.54 million loans, respectively.

Philippine Peso 3.0 Billion Fixed Rate Bonds due 2023
In December 2021, AREIT, Inc. issued a total of ₱3,000.0 million bonds due 2023 at a fixed rate equivalent to 3.04% p.a. The Bonds represent the first tranche of debt securities issued under its ₱15,000.0 million Debt Securities Program registered with the SEC and listed on the PDEx.The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings, indicating that obligor's capacity to meet its financial commitment on the obligation is extremely strong.

The loan agreements contain some or all of the following restrictions: material changes in nature of business; maintenance of debt-to-equity ratio; payment of dividends and additional loans maturing beyond a year which will result to non-compliance of the required debt-to-equity ratios; merger or consolidation where the Company/subsidiary is not the surviving corporation; guarantees or advances; encumbrance for borrowed money; and sale of substantially all assets. These restrictions and requirements were complied with by the Group as of December 31, 2022 and 2021.

Interest capitalized amounted to ₱783.22 million, ₱560.14 million, ₱40.1 million in 2022, 2021 and 2020, respectively. The capitalization rates are 2.04% - 4.50% in 2022, 2.14% -3.44%% in 2021 and 2.63% - 5.18% in 2020 (see Note 8 and 12).

Transaction costs capitalized amounted to ₱497.5 million, ₱500.0 million, ₱423.0 million, in 2022, 2021 and 2020, respectively. Amortization amounted to ₱292.35 million, ₱472.07 million, and ₱ 216.93 million in 2022, 2021 and 2020, respectively, and included under "Interest and other financing charges" (see Note 22).

Certain credit facilities with BPI with a total carrying value of ₱4,623.2 million and ₱6,368.9 million as of December 31, 2022 and 2021, respectively, are secured by a real estate mortgage. This is in compliance with BSP ruling on directors, officers, stockholders and related interests.

The Group is required to maintain a debt-to-equity ratio not exceeding 3:1. The Group has complied with the debt covenant as of December 31, 2022 and 2021.

17. Deposits and Other Current Liabilities

This account consists of:

	2022	2021
	(In Thousands)	
Current portion of customers' deposits	**₱26,688,566**	₱23,858,675
Security deposits	**3,197,804**	3,372,817
Others	**1,324,653**	239,823
	₱31,211,023	₱27,471,315

Customers' deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion.

The amount of revenue recognized from amounts included in customers' deposits at the beginning of the year amounted to ₱16,779.9 million, ₱30,239.3 million and ₱21,087.9 million in 2022, 2021 and 2020, respectively.

Security deposits are equivalent to three (3) to six (6) months' rent of tenants with cancellable lease contracts and whose lease term will end in the succeeding year. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts. Other current liabilities mostly pertain to accrued project costs and unearned income.

18. Deposits and Other Noncurrent Liabilities

This account consists of:

	2022	2021
	(In Thousands)	
Deposits	**₱16,970,031**	₱21,682,003
Liability for purchased land	**10,185,888**	12,835,369
Customers' deposit - noncurrent portion	**9,751,887**	17,032,950
Contractors payable	**5,479,129**	3,167,215
Retentions payable	**3,331,070**	4,174,016
Deferred output VAT	**856,698**	1,048,615
Subscriptions payable	**728,633**	256,068
Other liabilities	**216,545**	539,366
	₱47,519,881	₱60,735,602

Deposits include security deposits from tenants of retail and office spaces and deferred credits arising from sale of real estate properties. Security deposits are equivalent to three (3) to six (6) months' rent of long-term tenants with noncancellable leases. This will be refunded to the lessees at the end of the lease term or applied to the last months' rentals on the related contracts. Deferred credits pertain to advances from buyers of real estate properties to cover various processing fees including, but not limited to, fees related to transfer of title such as registration fees, documentary taxes and transfer taxes. Payments made by the Group for the processing of title are charged to this account.

Customers' deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion.

Retentions payable pertains to the amount withheld by the Group on contractor's billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor when there are claims for defects in projects requiring rework.

Contractors payable represents accrued costs incurred for property development that are not yet billed.

Liability for purchased land pertains to the portion of unpaid unsubdivided land acquired during the year. These are normally payable in quarterly or annual installment payments within three (3) or five (5) years.

Deferred output VAT pertains to output VAT on receivables for which sales recognition has been deferred based on sales collection threshold for VAT recognition purposes.

The Group's subscription payable pertains to ALLHC's investment in Cyber Bay.

On April 25, 1995, Central Bay, a wholly owned subsidiary of Cyber Bay, entered into a Joint Venture Agreement with the Philippine Reclamation Authority (PRA; formerly Public Estates Authority) for the complete and entire reclamation and horizontal development of a portion of the Manila-Cavite Coastal Road and Reclamation Project (the Project) consisting of three partially reclaimed and substantially eroded islands (the Three Islands) along Emilio Aguinaldo Boulevard in Parañaque and Las Piñas, Metro Manila with a combined total area of 157.8 hectares, another area of 242.2 hectares contiguous to the Three Islands and, at Central Bay's option as approved by the PRA, an additional 350 hectares more or less to regularize the configuration of the reclaimed area.

On March 30, 1999, the PRA and Central Bay executed an Amended Joint Venture Agreement (AJVA) to enhance the Philippine Government's share and benefits from the Project which was approved by the Office of the President of the Philippines on May 28, 1999.

On July 9, 2002, the Supreme Court (SC) (in the case entitled "Francisco Chavez vs. Amari Coastal Bay and Reclamation Corp.") issued a ruling declaring the AJVA null and void. Accordingly, PRA and Central Bay were permanently enjoined from implementing the AJVA.

On July 26, 2002, Central Bay filed a Motion for Reconsideration (MR) of said SC decision. On May 6, 2003, the SC En Banc denied with finality Central Bay's MR. On May 15, 2003, Central Bay filed a Motion for Leave to Admit Second MR. In an En Banc Resolution of the SC dated July 8, 2003, the SC resolved to admit the Second MR of Central Bay.

On November 11, 2003, the SC rendered a 7-7 split decision on Central Bay's Second MR. Because of the new issues raised in the SC's latest resolution that were never tried or heard in the case, Central Bay was constrained to file on December 5, 2003 a Motion for Re-deliberation of the SC's latest resolution which motion was denied with finality by the SC.

With the nullification of the AJVA, Central Bay has suspended all Project operations. On August 10, 2007, in view of the failure by the PRA to comply with its obligations and representations under the AJVA, Cyber Bay and Central Bay have filed their claims for reimbursement of Project expenses in the amount of ₱10,200.0 million with the PRA. Cyber Bay and Central Bay provided the PRA with the summary and details of their claims on September 5, 2007. On July 15, 2008, Cyber Bay sent a follow-up letter to the PRA. The PRA, in its letter dated July 18, 2008, informed Cyber Bay that its claim is still being evaluated by the PRA.

As at December 31, 2022 and 2021, the Group has unpaid subscription in Cyber Bay amounting to ₱481.7 million.

Other liabilities include nontrade payables, accrued payables and warranty payables.

19. Equity

The details of the number of shares follow:

<u>December 31, 2022</u>

	Number of Shares		Amount	
	Preferred	**Common**	**Preferred**	**Common**
		(In Thousands)		
Authorized	**15,000,000**	**20,000,000**	**₱1,500,000**	**₱20,000,000**
Issued*	**13,066,495**	**15,580,699**	**₱1,306,649**	**₱15,580,699**
Subscribed		**126,248**		**126,248**
	13,066,495	**15,706,947**	**₱1,306,649**	**₱15,706,947**

*Out of the total issued shares, 642,283,806 common and 623,970,536 preferred shares or ₱704.68 million as of December 31, 2022 pertain to Treasury shares

December 31, 2021

	Number of Shares		Amount	
	Preferred	Common	Preferred	Common
	(In Thousands)			
Authorized	15,000,000	20,000,000	₱1,500,000	₱20,000,000
Issued*	13,066,495	15,257,294	₱1,306,649	₱15,257,294
Subscribed	–	123,901	–	123,901
	13,066,495	15,381,195	₱1,306,649	₱15,381,195

*Out of the total issued shares, 29,785 shares or ₱1,260.8 million as of December 31, 2020 pertain to Treasury shares

December 31, 2020

	Number of Shares		Amount	
	Preferred	Common	Preferred	Common
	(In Thousands)			
Authorized	15,000,000	20,000,000	₱1,500,000	₱20,000,000
Issued*	13,066,495	14,635,298	₱1,306,649	₱14,635,298
Subscribed	–	124,882	–	124,882
	13,066,495	14,760,180	₱1,306,649	₱14,760,180

*Out of the total issued shares, 25,373 shares or ₱1,104.4 million as of December 31, 2019 pertain to Treasury shares

The movement in the Parent Company's treasury shares follows:

	2022		2021		2020	
	Shares	**Amount**	Shares	Amount	Shares	Amount
		(in millions)		(in millions)		(in millions)
Common						
At January 1	**570,069,282**	₱16,894.4	29,785	₱1,260.8	25,373	₱1,104.4
Additions	**72,214,524**	**2,186.3**	570,039,497	15,633.6	4,412	156.4
At December 31	**642,283,806**	**₱19,080.7**	570,069,282	₱16,894.4	29,785	₱1,260.8
Preferred						
At January 1	**–**	**₱–**	–	₱–	–	₱–
Additions	**623,970,536**	**62.9**	–	–	–	–
At December 31	**623,970,536**	**₱62.9**	–	₱–	–	₱–
	1,266,254,342	**₱19,143.60**	570,069,282	₱16,894.4	29,785	₱1,260.8

Preferred Shares (₱0.10 par value per share)
The Parent Company's preferred shares prior to 2012 were subscribed and issued through a stock rights offer with the following features: (a) non-voting; (b) dividend rate of 4.6% p.a., payable annually, noncumulative; (c) nonparticipating; (d) convertible at the option of the holder at a ratio of one (1) preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (e) no pre-emptive rights; (f) non-redeemable; (g) non-listed; and, (h) preferred in liquidation to the extent of par value.

The dividends for preferred shares are declared upon the sole discretion of the Parent Company's BOD.

On February 20, 2012, the BOD approved the following restructuring exercise in order to comply with the regulatory requirement on Filipino-ownership following the Supreme Court's ruling that nonvoting shares do not count as equity when computing for a Parent Company's Filipino-ownership level:

a. Redemption and retirement of the 13.0 billion outstanding preferred shares with par value of ₱0.10.
b. Reclassification of the 1,970.0 million unissued preferred shares to voting preferred shares through an amendment of Article Seventh of the Articles of Incorporation.
c. Increase in authorized capital stock by ₱1,300.0 million creating new voting preferred shares and a stock rights offer of 13,000 million voting preferred shares from the increase in the authorized capital stock.

On April 18, 2012, the stockholders ratified the BOD resolution on the capital restructuring. The voting preferred shares shall have the following features, rights, and privileges: (a) voting; (b) dividend rate of 4.7% per annum, equivalent to 90.0% of the 10-year PDST R2 (repriced every ten (10) years from issue date), payable annually, non-cumulative; (c) convertible at the option of the holder at a ratio of one (1) voting preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (d) no pre-emptive rights; (e) redeemable at par at the sole option of the corporation; (f) non-listed; and, (g) preferred in liquidation to the extent of par value.

The SEC approved on January 31, 2013 the following:

a. The decrease in authorized capital stock by ₱1,303.5 million, the aggregate par value of the 13,034.6 million preferred shares which have been redeemed and retired, from ₱22,803.5 million to ₱21,500.0 million, and

b. The amendments to Articles of Incorporation reflecting the decrease in capital stock.

On June 24, 2022, 623,392,160 Voting Preferred Shares (VPS) has been redeemed. The remaining number of outstanding VPS is 12,443,102,599. All of the redeemed VPS will be retired subject to the final approval of the SEC.

As of December 31, 2022, 2021 and 2020 the Parent Company's authorized and outstanding preferred shares amounted to ₱1,500.0 million and ₱1,500.0 million, respectively, at ₱0.10 par value per share.

Common Shares (₱1.00 par value per share)
On April 7, 2014, the stockholders resolved to approve the amendment of the Seventh Article of the Articles of Incorporation exempting from pre-emptive rights (1) the issuance of 1 billion common shares for properties or assets needed for the business of the Parent Company or for cash to acquire properties or assets needed for the business of the Parent Company or in payment of a debt contracted prior to the issuance of such shares, and (2) the issuance of common shares covered by the Parent Company's Stock Option Plans for members of the management committees of the Parent Company's subsidiaries or affiliates.

Likewise, the stockholders resolved to approve the amendment of the Stock Option Plan of the Parent Company to include the members of the Management Committees of the Parent Company's subsidiaries and affiliates as eligible grantees of stock options.

The rollforward analysis of the common shares follows:

	Number of Shares			**Amount**		
	2022	2021	2020	**2022**	2021	2020
			(In Thousands)			
Issued capital stock*						
At beginning of year	**15,257,294**	14,635,298	14,632,062	**₱15,257,294**	₱14,635,298	₱14,632,062
Issued shares	**323,405**	621,996	3,236	**323,405**	621,996	3,236
At end of year	**15,580,699**	15,257,294	14,635,298	**15,580,699**	15,257,294	14,635,298
Subscribed capital stock						
At beginning of year	**123,901**	124,882	113,273	**123,901**	124,882	113,273
Issued shares	**(11,825)**	(12,369)	(3,236)	**(11,825)**	(12,369)	(3,236)
Additional subscriptions	**14,172**	11,388	14,845	**14,172**	11,388	14,845
At end of year	**126,248**	123,901	124,882	**126,248**	123,901	124,882
	15,706,947	15,381,195	14,760,180	**₱15,706,947**	₱15,381,195	₱14,760,180

*Out of the total issued shares, 642,283,806 shares or ₱19,017.8 million as of December 31 2022, 570,069,282 shares or ₱16,894.4 million as of December 31, 2021, and 29,785 shares or ₱1,260.1 million as of December 31, pertain to Treasury shares

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the books of the Parent Company.

The Parent Company's track record of capital stock is as follows:

Type of Shares	Number of shares registered	Issue/ Offer price	Date of approval	Number of holders of securities as of 2021	Number of holders of securities as of 2020
Class B shares	800,000,000	Par Value - ₱1.00 /Issue Price ₱26.00	April 18, 1991	13,181	8,985
Class B shares	400,000,000	Par Value - ₱1.00*	July 06, 1992		
Class A shares	900,000,000	Par Value - ₱1.00**	July 05, 1993		
Class B shares	600,000,000	Par Value - ₱1.00**	July 05, 1993		

Note: Class A Shares and Class B Shares were declassified into one type of Common Shares on September 12, 1997.
**increase in authorized capital stock, registered to cover the shares held by the directors and 20% stock dividend amounting to ₱108,662,000.00*
***increase in authorized capital stock, registered to cover the 20% stock dividend amounting to P391,240,953.00*

On January 9, 2015, the Executive Committee of the Parent Company approved a top-up placement of 484,848,500 common shares of the Parent Company at a price of ₱33.00 per share. The placement was conducted via an accelerated bookbuilt offering structured as a top-up placement, whereby AC sold 484,848,500 listed common shares of stock to qualified third party buyers and subscribe to the same number of new shares from the Parent Company. The Parent Company completed the placement on January 12, 2015, raising an aggregate of ₱16,000.0 million in paid-up capital. The price was at 3.9% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱194.0 million.

On April 13, 2013, the stockholders resolved to approve the amendment of the Seventh Article of the Company's Articles of Incorporation for the purpose of excluding or exempting treasury shares from the pre-emptive rights of stockholders.

On March 6, 2013, the Parent Company's Board resolved to approve the placement made by AC of its existing 320,000,000 listed common shares of the Company to certain qualified third party buyers or investors at ₱30.50 per share. The Parent Company completed the top-up placement, raising an aggregate of ₱12,200.0 million in paid up capital. The price was at 3.6% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱162.4 million.

On July 10, 2012, the Parent Company's executive committee approved the placement of 680 million listed common shares of stock with par value of ₱1.00 per share, at a price of ₱20.00 per share, and the issuance of equal number of new shares of the Parent Company, at the same price of ₱20.00 per share, with AC as the seller of the placement tranche and subscriber of the subscription tranche. The Parent Company completed the top-up placement, raising an aggregate of ₱13,600 million in paid up capital. The price was at 5.0% discount to the closing price. Transaction cost charged to additional paid-in capital amounted to ₱200.0 million.

On April 2, 2008, the Parent Company's stockholders approved the allotment and subsequent issuance of the shares for the above-mentioned purposes and for the further amendment of the Amended Articles of Incorporation of the Parent Company to exclude the issuance of shares from the pre-emptive rights of the stockholders pursuant to Section 39 of the Philippine Corporation Code.

On February 12, 2008, the BOD approved the allotment and subsequent issuance of up to 1 billion common shares of stock with an aggregate par value of ₱1,000.0 million for the purpose of exchanging such shares for properties or assets and/or to raise funds to acquire properties or assets needed for the business of the Parent Company via issuance of equity or equity-linked instruments, the price and the terms and conditions of which shall be determined by the BOD based on prevailing market conditions or on agreements negotiated.

On July 5, 1991, the Parent Company launched its initial public offering where a total of 400 million common shares were offered at an offering price of ₱26.00 per share. The registration statement was approved on July 20, 1992. The Parent Company has 13,181 and 11,789 existing shareholders as of December 31, 2022 and 2021, respectively.

Treasury Shares

Under its buyback program in 2022, ALI purchased a total of 72,792,900 common shares at an average price of ₱27.95 per share for a total consideration of ₱2,124.0 million and 623,970,536 preferred shares at an average price of ₱0.10 per share for a total consideration of ₱62.9 million which aggregated to ₱2,186.9 million.

In April and December 2021, ALI purchased a total of 48,976,900 common shares at an average price of ₱33.90 per share for a total consideration of ₱1,656.6 million under its share buyback program.

On December 16, 2021, SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the “Merger”). All of the shares of the absorbed entities owned by their respective stockholders prior to the Merger shall be acquired by ALI, and in exchange for the net assets of the absorbed entities, a total of 609,626,351 ALI common shares will be issued to the stockholders of the absorbed entities. Of these shares, 491,306,375 shares shall be issued to ALI itself and shall be treated as treasury shares with a total consideration of ₱13,977.0 million.

On February 28, March 11, March 12, and March 16, 2020, Ayala Land, Inc. purchased a total of 4,412,000 common shares at an average price of ₱35.67 per share for a total consideration of ₱156.4 million, pursuant to its share buyback program.

On February 21, 2020, the Board of Directors of Ayala Land, Inc. at its regular meeting approved the increase of an additional ₱25 billion to the Company’s current share buyback program bringing the available balance to ₱26.1 billion. The program will be implemented through open market purchases executed via the trading facilities of the Philippine Stock Exchange.

On March 5, 2019, the Parent Company purchased a total of 10,372,746 of its common shares at ₱43.20 per share through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱448.10 million in relation to its share buyback program. On November 26, 2019, the Parent Company also acquired a total of 15,000,000 of its common shares at ₱43.75 per share for a total purchase price of ₱656.25 million.

The amendment of the Articles of Incorporation on April 17, 2013 allowed the re-selling of the 79,528,299 listed common shares as part of the top-up placement transaction completed in July 2013. Treasury common shares were sold at ₱30.50 per share resulting to additional paid-in capital of ₱1,601.6 million.

On August 12, 2008, the BOD approved a share buyback program. It is part of the Parent Company’s balance sheet management program and aims to (i) improve the Parent Company’s balance sheet structure and capital efficiency and (ii) enhance shareholder value through the repurchase of shares whenever the stock is trading at a price discount perceived by the Parent Company as not reflective of its fair corporate value.

In 2008, the Parent Company repurchased a total of 79,528,228 of its common shares through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱823.9 million in relation to its share buyback program. These have been reported as treasury shares.

Retained Earnings
The BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.28, ₱0.28 and ₱0.27 per share in 2022, 2021 and 2020, respectively, to all issued and outstanding shares.

The Board of Directors during its meetings on Feb 24, 2022 and Oct 21, 2022 approved the declaration of cash dividends of 0.1352 per outstanding common share as of record date Mar 11, 2022 and 0.1355 per outstanding common share as of record date Nov 8, 2022, respectively. These cash dividends were paid on Mar 25, 2022 and Nov 18, 2022, respectively. On May 31, 2022, the Board of Directors during its meeting approved the declaration of cash dividends of 0.0047 per outstanding preferred share. The cash dividend was paid on June 24, 2022 to stockholders of preferred shares as of record date June 09, 2022.

On February 23, 2021, the BOD during its meeting approved the declaration of cash dividends of 0.1358 per outstanding common share. The cash dividend was paid on March 25, 2021 to stockholders of common shares as of record date March 10, 2021.

On October 19, 2021, the BOD during its meeting approved the declaration of cash dividends of 0.1360 per outstanding common share. The cash dividend was paid on November 18, 2021 to stockholders of common shares as of record date November 3, 2021

On May 27, 2021, the Board of Directors during its meeting approved the declaration of cash dividends of 0.0047 per outstanding preferred share. The cash dividend was paid on June 25, 2021 to stockholders of preferred shares as of record date June 10, 2021

Total dividends for common shares declared for 2022, 2021 and 2020 amounted to ₱4,000.00 million, ₱4,001.2 million and ₱3,944.6 million, respectively. Total dividends for preferred shares declared for 2022, 2021 and 2020 amounted to ₱62.0 million each year.

As of December 31, 2022 and 2021, retained earnings of ₱25,000.0 million and ₱8,000.0 million as of December 31, 2020 are appropriated for future expansion. The increase of ₱17,000.0 million, as approved by the BOD on November 25, 2021, represents a continuing appropriation for land banking activities and planned building construction projects. Each year, the Parent Company incurs capital expenditures for property development which include among others land banking and building construction projects. The appropriation is being fully utilized to cover part of the annual expenditure requirement of the Parent Company.

The Parent Company has earmarked additional funds for expansion projects in the residential, shopping centers, office and hotel business segments, as well as various infrastructure projects for the Parent Company's mixed-use developments.

The following are among the major capital expenditures of the Parent Company which were approved by the BOD on November 25, 2021:

a) Arca South, a 74 hectares lifestyle district in the City of Taguig with residential, office, retail, hotel and other commercial component. Phase 1 of the mixed-use development was approved by the board on November 25, 2014. It consists of a retail project with 20k sqm GLA, 2 BPO towers with 31k sqm GLA and a 265-room hotel with total estimated cost of ₱11 billion, for completion in 2026. As of December 31, 2022, a total of ₱6 billion has already been completed.

b) Vertis North, a 29 hectares estate positioned as the Central Business District of the North with residential, office, retail and hotel component. Phase 1 of the mixed-use development was approved by the board on October 11, 2013. It consists of the completed Vertis mall with 40k sqm GLA, 3 office towers with 125k sqm GLA and a 438 room Seda hotel. For future development consists of the 4th Office Tower with 46k sqm GLA estimated at ₱5 billion, for completion beyond 2026. A total of ₱113 million were incurred as of December 31, 2022.

c) Vermosa , 700-hectare estate located south of Ayala Alabang. It is a mixed use development with residential and commercial component. Phase 1 of the mixed-use development consists of residential developments, commercial lots, school and sports and lifestyle complex. For future development consists of a mall with 41k sqm GLA approved by the board on May 19, 2017. Estimated cost for this project is at ₱2.5 billion, for completion in phases by 2022-2024. As of December 31, 2022, ₱202 million were incurred.

d) Continuing payments for various acquisitions within the country amounting to ₱14.5 billion to be paid until 2024-2026. A sum of ₱2.9 billion has been spent as of December 31, 2022.

Retained earnings also include undistributed net earnings amounting to ₱108,047.70 million and ₱101,582.19 million as of December 31, 2022 and 2021, respectively, representing accumulated equity in the net earnings of subsidiaries, associates and joint ventures. These are not available for dividend distribution unless declared by subsidiaries and other investees.

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, 2022 and 2021 amounted to ₱55.36 billion and ₱39.30 billion, respectively.

Retained earnings are further restricted for the payment of dividends to the extent of the cost of treasury shares.

Cumulative Translation Adjustment
The cumulative translation adjustments represent exchange differences arising from the translation of financial statements of the foreign operations, whose functional currency is other than Philippine Peso.

Equity Reserves
On January 20, 2022, the Board of Directors of Ayala Land, Inc. (ALI) approved a property-for-share swap with Ayala Corporation (AC) and Mermac, Inc. (Mermac). Under the transaction, AC will subscribe to 309,597,711 primary common shares for assets valued at ₱17,275.55 million, and Mermac will subscribe to 1,982,289 primary common shares for assets worth ₱110.61 million, totaling 311,580,000 primary common shares at a value of ₱55.80 per share, as validated by a third-party fairness opinion.

The primary common shares to be issued by ALI to AC and Mermac will come from the unissued shares in the 1-Billion Common Shares Carve Out approved by ALI shareholders in 2014. The said shares are not subject to pre-emptive rights and do not require stockholders' approval under the Seventh Article of the Articles of Incorporation of Ayala Land, Inc.

On December 29, 2022, the property-for-share swap has been approved by the SEC. As a result, ALI received 258,023,645 common share of Ayala Hotels Inc. (AHI) representing 50% ownership of the entity. This transaction was regarded as acquisition involving common control with an impact to equity reserves amounting to ₱9,800.78 million in 2022.

Ayala Land, Inc. acquired additional 187,985 common shares and 149,007 preferred shares of Vesta Property Holdings, Inc. for a value of ₱415.62 million in April 2022. As a result of the additional investments in common and preferred shares, the ownership interest in Vesta increased from 78% in 2021 to 84% in 2022. The acquisition is accounted as entities under control. As a holder of preferred share, the parent Company has voting rights same as that attached to common shares. Impact to equity reserves as a result of this transaction amounted to ₱523.36 million.

On April 27, 2022, Ayala Land, Inc. sold 87,370,000 shares of AREIT, Inc. (AREIT) at a transaction price of ₱39.70 per share, equivalent to ₱3.47 billion (exclusive of fees and taxes). ALI's net equity reserve from the sale of AREIT shares aggregated to a decrease of ₱2.53 billion out of the ₱3.40 billion net proceeds. This transaction was executed in relation to the property-for-share swap transaction with AREIT.

On May 19, 2022, Ayala Land, Inc. (ALI) and AREIT, Inc. (AREIT) executed the Deed of Exchange on the property-for-share swap transaction involving the issuance of 252,136,383 primary common shares of AREIT (Shares) to ALI, at an issue price of ₱44.65 per share in exchange for identified properties valued at ₱11,257.89 million. This was approved by the SEC on December 29, 2022.

On December 29, 2022, ALI and AREIT executed the Amendment to the Deed of Exchange to set October 1, 2022 as the effective date of assignment by ALI of the income of the properties and the tenant lease contracts and permits to AREIT.

The resulting equity reserve from 2022 transactions amounted to ₱7,792.46 million.

On December 16, 2021, the SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed. The impact of merger is a decrease to equity reserve amounting to P276.8 million.

On October 8, 2021, Ayala Land, Inc. and AREIT, Inc. received the approval from the SEC of the property-for-share swap, specifically the subscription of ALI and its subsidiaries namely, Westview Commercial Ventures Corp. and Glensworth Development, Inc. (collectively referred to as Subsidiaries) to 483,254,375 shares of AREIT in exchange for identified properties owned by ALI and the Subsidiaries, under the Deed of Exchange dated June 8, 2021. This resulted in ALI's interest in AREIT from 54% to 66%. The impact to equity reserve amounted to ₱981.1 million.

On August 13, 2020, ALI sold through a public listing its 49.0% effective noncontrolling interest in AREIT, Inc. at ₱27.0 per share. Subsequently during a one-month stabilization process, BPI Capital Corporation acquired a 3.4% interest in AREIT at an average price of ₱26.0/share and redelivered this to ALI. As a result of the sale and buy-back transactions, ALI's ownership interest in AREIT was diluted from 100.00% to 54.4%. In relation to the dilution without loss of control, the impact to ALI's net equity reserve amounted to ₱7,641.7 million. ALI's non-controlling interest increased by ₱4,701.7 million, as a result of the public offering of AREIT Inc. The difference between the consideration and carrying value of the non-controlling interest was credited to equity reserve as shown below:

		2020	
	Consideration received	Carrying value of Non-controlling interests deemed disposed	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
45.6% in AREIT	₱12,343,461	₱4,701,746	₱7,641,715

<u>Non-controlling interests</u>
The Parent Company considers a subsidiary as a subsidiary with material NCI if its net assets exceed 5% of its total consolidated net assets of the Group as of reporting period and considers the relevance of the nature of activities of the subsidiary compared to other operations of the Group. There are no significant restrictions on the Parent Company's ability to use assets and settle liabilities of the Group. The financial information on the Parent Company's significant subsidiaries with material NCI follows:

AREIT, Inc.
AREIT, Inc., was incorporated on September 4, 2006. As of December 31, 2022, it is 54.88% owned by ALI, 5.47% owned by ALO, 3.53% owned by GDI, 2.13% owned by WCVC, and 33.9% public after being listed in the Philippine Stock Exchange (PSE) on August 13, 2020. It was organized primarily as a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations and other applicable laws.

The related balances for the year ended December 31, 2022 follows:

	2022	2021
	(In Thousands, except for %)	
Proportion of equity interests held by non-controlling interests	**40.0%**	33.9%
Accumulated balances of material non-controlling interests	**₱5,563,707**	₱5,040,631
Net income allocated to material non-controlling interests	**763,912**	927,789
Comprehensive income allocated to material non-controlling interests	**763,912**	927,789

The summarized financial information of AREIT, Inc. as of and for the year ended December 31, 2022 and 2021 are provided below. This information is based on amounts before inter-company eliminations.

	2022	2021
	(In Thousands)	
Statements of financial position		
Current assets	**₱2,137,763**	₱1,523,243
Noncurrent assets	**65,548,226**	54,980,285
Current liabilities	**(5,019,325)**	(2,257,257)
Noncurrent liabilities	**(2,593,774)**	(5,358,681)
Total equity	**60,072,890**	48,887,590
Attributable to:		
Equity holders of AREIT	**60,072,890**	48,887,590
Non-controlling interests	**–**	–
Dividends paid to non-controlling interests	**–**	–

	For the years ended December 31	
	2022	2021
	(In Thousands)	
Statements of comprehensive income		
Revenue	**₱5,072,846**	₱3,316,464
Cost and expenses	**2,185,159**	919,264
Income before income tax	**2,887,687**	2,397,200
Provision for income tax	**(124)**	(48)
Income from operations	**2,887,563**	2,397,152
Other comprehensive (loss) income	**–**	–
Total comprehensive income	**2,887,563**	2,397,152
Attributable to:		
Equity holders of AREIT	**₱2,887,563**	₱2,433,267
Non-controlling interests	**–**	–

	For the years ended December 31	
	2022	2021
	(In Thousands)	
Statements of cash flows		
Operating activities	**₱3,833,174**	₱2,145,006
Investing activities	**(263,046)**	(4,137,567)
Financing activities	**(3,599,385)**	2,025,594
Effect of exchange rate changes	–	33,033
Net increase in cash and cash equivalents	**(₱29,257)**	₱66,066

The fair value of the investment in AREIT, Inc. amounted to ₱41,145.1 million and ₱48,479.7 million as of December 31, 2022 and 2021, respectively.

CHI and Subsidiaries
CHI, a publicly-listed company, was incorporated in the Republic of the Philippines. It was engaged in real estate development, sale of subdivided land, residential and office condominium units, sports club shares, and lease of commercial spaces. The registered office address of CHI was at 20F ACC Tower, Bohol St., Cebu Business Park, Cebu City, Philippines. CHI was merged to ALI on December 16, 2021.

Proportion of equity interests held by non-controlling interests	28.9%
Accumulated balances of material non-controlling interests	₱2,528,941
Net income allocated to material non-controlling interests	201,523
Comprehensive income allocated to material non-controlling interests	201,523

Prior to the merger in 2021, the summarized financial information of CHI in 2020 is provided below. This information is based on amounts before inter-company eliminations.

Statements of financial position	
Current assets	₱4,154,937
Noncurrent assets	24,894,482
Current liabilities	(14,911,598)
Noncurrent liabilities	(1,661,300)
Total equity	12,476,521
Attributable to:	
Equity holders of CHI	9,744,862
Non-controlling interests	2,731,659
Dividends paid to non-controlling interests	–

	2020
Statements of comprehensive income	
Revenue	₱2,933,252
Cost and expenses	(2,506,461)
Income before income tax	426,791
Provision for income tax	(26,374)
Income from operations	400,417
Other comprehensive (loss) income	(48,755)
Total comprehensive income	351,662
Attributable to:	
Equity holders of CHI	₱343,132
Non-controlling interests	8,530

	2020
Statements of cash flows	
Operating activities	₱1,170,848
Investing activities	(1,220,472)
Financing activities	(78,000)
Effect of exchange rate changes	(337)
Net increase in cash and cash equivalents	(₱127,961)

The fair value of the investment in CHI amounted to ₱9,050.7 million as of December 31, 2021, respectively.

ALLHC and Subsidiaries
ALLHC was incorporated in the Republic of the Philippines. It is engaged in real estate and property development, manufacturing and retailing/distribution, non-life insurance and other allied services, organized under a number of intermediate holding companies. The Company wholly owns Tutuban Properties, Inc., which holds the lease and development rights over Tutuban Center in downtown Divisoria.

	2022	2021
	(In Thousands, except for %)	
Proportion of equity interests held by non-controlling interests	**28.5%**	29.1%
Accumulated balances of material non-controlling interests	**₱4,008,230**	₱4,412,056
Net income allocated to material non-controlling interests	**261,064**	219,295
Comprehensive income allocated to material non-controlling interests	**261,064**	219,295

The summarized financial information of ALLHC is provided below. This information is based on amounts before inter-company eliminations (In Thousands).

	December 31, 2022	December 31, 2021
Statements of financial position		
Current assets	**₱7,538,773**	₱7,114,121
Noncurrent assets	**20,031,125**	13,244,125
Current liabilities	**(7,242,901)**	(3,529,675)
Noncurrent liabilities	**(5,874,649)**	(4,836,594)
Total equity	**14,452,348**	11,991,978
Attributable to:		
Equity holders of ALLHC	**14,425,627**	11,971,624
Non-controlling interests	**26,721**	20,354
Dividends paid to non-controlling interests	**–**	–

	For the years ended December 31	
	2022	2021
Statements of comprehensive income		
Revenue	**₱4,184,753**	₱4,293,068
Cost and expenses	**2,979,222**	3,339,428
Income before income tax	**1,205,531**	953,640
Provision for income tax	**198,285**	95,474
Income from operations	**1,007,246**	858,166
Other comprehensive loss	**(6,222)**	–
Total comprehensive income	**1,001,024**	858,166
Attributable to:		
Equity holders of ALLHC	**1,009,118**	865,106
Non-controlling interests	**(8,095)**	(6,940)
Statements of cash flows		
Operating activities	**₱750,548**	₱966,407
Investing activities	**(3,198,568)**	(1,768,956)
Financing activities	**2,811,365**	705,739
Net increase (decrease) in cash and cash equivalents	**₱363,345**	(₱96,810)

The fair value of the investment in ALLHC amounted to ₱13,267.3 million and ₱30,068.0 million as of December 31, 2022 and 2021, respectively.

Capital Management
The primary objective of the Group's capital management policy is to ensure that debt and equity capital are mobilized efficiently to support business objectives and maximize shareholder value. The Group establishes the appropriate capital structure for each business line that properly reflects its premier credit rating and allows it the financial flexibility, while providing it sufficient cushion to absorb cyclical industry risks.

The Group considers debt as a stable source of funding. The Group lengthened the maturity profile of its debt portfolio and makes it a point to spread out its debt maturities by not having a significant percentage of its total debt maturing in a single year.

The Group manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. It monitors capital using leverage ratios on both a gross debt and net debt basis. As of December 31, 2022 and 2021, the Group had the following ratios:

	2022	2021
Debt to equity	**0.80:1**	0.82:1
Net debt to equity	**0.76:1**	0.77:1

Debt consists of short-term and long-term debts. Net debt includes short-term and long-term debt less cash and cash equivalents, short-term investments and financial assets at FVPL. Equity, which the Group considers as capital, pertains to the total equity. The Group excludes the "Fair value reserve of financial assets at FVOCI" attributable to the equity holders of the Company in computing the debt to equity ratio.

The Group is subject to externally imposed capital requirements due to loan covenants (see Note 16). No changes were made in the objectives, policies or process capital during the years ended December 31, 2022 and 2021.

Financial risk assessment
The Group's financial condition and operating results would not be materially affected by the current changes in interest, currency, credit, liquidity and market conditions.

Exposure to changes in interest rates is reduced by a debt portfolio mix of both fixed and floating interest rates. The Group's ratio of fixed to floating rate debt stood at 90:10 and 91:9 as of December 31, 2022 and 2021, respectively. As a result, any adverse movement in interest rates is mitigated.

Exposure to foreign currency holdings is at MYR175.6 million and US$34.8 million as of December 31, 2022, and MYR127.3 million and US$102 million as of December 31, 2021, respectively.

Credit risks continue to be managed through defined credit policies and continuing monitoring of exposure to credit risks. The Group's base of counterparties remains diverse. As such, it is not exposed to large concentration of credit risk.

Liquidity risk is addressed with long term funding already locked in, while funds are placed on cash equivalents, short term investment and financial assets at FVTPL.

20. **Revenue**

This account consists of:

	2022	2021	2020
		(In Thousand)	
Revenue from contracts with customers			
Residential development	**₱81,244,149**	₱75,939,410	₱66,461,372
Hotels and resorts	**6,194,072**	2,833,075	3,388,190
Construction	**4,235,503**	3,909,051	3,278,557
Others	**4,181,058**	2,466,666	2,971,238
Rental income (Notes 12 and 33)	**27,196,530**	17,797,660	18,468,871
Equity in net earnings of associates and joint venture	**1,429,795**	842,565	586,502
Total Revenue	**₱124,481,107**	₱103,788,427	₱95,154,730

The Group derives revenue from the transfer of goods and services over time and at a point in time in different product types. The Group's disaggregation of each sources of revenue from contracts with customers are presented below:

Residential development

	2022	2021	2020
		(In thousands)	
Type of Product			
Middle income housing	**₱23,539,723**	₱24,101,342	₱21,239,940
Coremid	**19,831,937**	19,789,427	20,445,730
Condominium	**25,218,522**	23,733,274	18,231,721
Lot only	**12,653,967**	8,315,367	6,543,981
	₱81,244,149	₱75,939,410	₱66,461,372

All of the Group's real estate sales from residential development are revenue from contracts with customers recognized over time.

Hotels and resorts

	2022	2021	2020
		(In thousands)	
Type of Product			
Rooms	**₱3,464,771**	₱1,581,171	₱1,775,632
Food and beverage	**1,933,309**	816,326	731,812
Others	**453,477**	213,465	273,424
Other operated department	**342,515**	222,113	607,322
	₱6,194,072	₱2,833,075	₱3,388,190

The Group's revenue from hotels and resorts is attributed to the operations from the development and management of hotels and resorts/serviced apartments. In view of the continuing community quarantines and restricted travel, the Group's hotels and resorts segment continues to be adversely affected by the lower number of guests and reduced room rates, both of which have significantly impacted the revenues reported under this segment. Also, many restaurants remain closed or allowed limited operations which impacted the food and beverage revenues of the segment.

The Group's construction revenue pertains to transactions with related parties such as joint ventures and associates.

Others are mainly composed of property management facilities of the Group and third party projects.

In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Group waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions. Rent discounts and concessions given vary for merchants that are (1) forced to close and those that are still (2) operational. Rental fees and common charges of merchants who were forced to close during the quarantine period were waived with 50% discount in their common area usage expenses.

Set-out below is the reconciliation of contracts with customers with the amounts disclosed in segment information (in millions):

	2022					
	Residential Development	**International**	**Construction**	**Hotels and Resorts**	**Property Management and Others**	**Total**
Sales to external customer	**₱71,792**	**₱2,757**	**₱4,236**	**₱6,194**	**₱4,181**	**₱89,160**
Interest	**6,695**	**–**	**–**	**–**	**–**	**6,695**
Total revenue from contracts with customers	**₱78,487**	**₱2,757**	**₱4,236**	**₱6,194**	**₱4,181**	**₱95,855**

	2021					
	Residential Development	International	Construction	Hotels and Resorts	Property Management and Others	Total
Sales to external customer	₱65,260	₱3,878	₱3,909	₱2,833	₱2,467	₱78,347
Interest	6,801	–	–	–	–	6,801
Total revenue from contracts with customers	₱72,061	₱3,878	₱3,909	₱2,833	₱2,467	₱85,148

	2020					
	Residential Development	International	Construction	Hotels and Resorts	Property Management and Others	Total
Sales to external customer	₱53,014	₱4,845	₱3,279	₱3,388	₱2,971	₱67,497
Interest	8,603	–	–	–	–	8,603
Total revenue from contracts with customers	₱61,617	₱4,845	₱3,279	₱3,388	₱2,971	₱76,100

21. Interest and Investment Income and Other Income

Interest and investment income consists of:

	2022	2021	2020
		(In Thousands)	
Gain on sale of equipment and other properties	**₱–**	₱106,051	₱23,265
Interest income from banks	**85,121**	79,765	293,354
Interest income from short term investments	**58,938**	–	–
Interest income from advances to officers/employees and other companies	**187,668**	46,546	75,160
Others	**55,356**	20,745	2,922
	₱387,083	₱253,107	₱394,701

Other income consists of:

	2022	2021	2020
		(In Thousands)	
Marketing and management fees	**₱693,144**	₱528,345	₱219,937
Others - net (Notes 11 and 24)	**994,480**	1,572,726	503,331
	₱1,687,624	₱2,101,071	₱723,268

Other income mainly consists on gain from disposal of associates and subsidiary, financial impact of net foreign exchange transactions, fair value movement in UITF and other miscellaneous income.

22. Costs and Expenses and Other Charges

Real estate costs and expenses consist of:

	2022	2021	2020
		(In Thousands)	
Cost of real estate sales (Note 8)	**₱37,610,988**	₱38,883,964	₱32,916,227
Depreciation and amortization	**7,880,751**	7,162,971	7,651,383
Hotels and resorts operations	**5,399,588**	1,907,908	2,990,397
Manpower costs	**5,208,820**	2,654,700	1,925,639
Rental	**305,465**	260,548	863,622
Marketing and management fees	**860,521**	95,753	1,274,861
Materials and overhead	**258,066**	54,636	43,759
Direct operating expenses:			
Light and water	**4,364,283**	2,701,440	439,464
Taxes and licenses	**4,109,408**	3,663,470	4,078,001
Repairs and maintenance	**2,749,054**	2,643,460	1,663,775
Commission	**2,720,178**	2,414,648	1,912,056
Insurance	**298,804**	232,980	213,150
Professional fees	**225,795**	280,323	245,787
Transportation and travel	**195,121**	137,865	67,353
Entertainment, amusement and recreation	**42,494**	28,166	14,756
Others	**3,399,375**	1,518,687	372,954
	₱75,628,711	₱64,641,519	₱56,673,184

General and administrative expenses consist of:

	2022	2021	2020
		(In Thousands)	
Manpower costs (Notes 26 and 28)	**₱3,876,043**	₱3,717,324	₱4,166,178
Depreciation and amortization	**951,210**	770,666	945,283
Taxes and licenses	**658,149**	561,136	1,096,167
Professional fees	**473,277**	484,133	419,557
Repairs and maintenance	**406,659**	382,734	332,586
Utilities	**239,435**	64,717	266,391
Security and Janitorial	**126,827**	116,821	274,754
Rent	**99,951**	–	10,642
Insurance	**85,857**	34,998	37,306
Transport and travel	**80,573**	45,038	46,996
Advertising	**70,264**	53,271	42,970
Dues and fees	**62,811**	199,639	52,251
Supplies	**57,238**	42,937	44,393
Entertainment, amusement and recreation	**27,105**	12,607	26,047
Training and seminars	**24,207**	11,635	14,357
Donations and contribution	**15,212**	38,624	57,628
Others	**9,521**	2,579	178,307
	₱7,264,339	₱6,538,859	₱8,011,813

Manpower costs included in the consolidated statements of income follows:

	2022	2021	2020
		(In Thousands)	
Real estate costs and expenses			
Cost of real estate	**₱5,208,820**	₱2,475,968	₱1,761,580
Hotels and resorts operations	**222,014**	178,732	164,059
General and administrative expenses	**3,876,043**	3,717,324	4,166,178
	₱9,306,877	₱6,372,024	₱6,091,817

Depreciation and amortization expense included in the consolidated statements of income follows:

	2022	2021	2020
		(In Thousands)	
Real estate costs and expenses:			
Cost of real estate	**₱7,880,751**	₱7,162,971	₱7,651,383
Hotels and resorts operations	**856,768**	886,870	975,906
General and administrative expenses	**951,210**	770,666	945,283
	₱9,688,729	₱8,820,507	₱9,572,572

Other expenses consist of:

	2022	2021	2020
		(In Thousands)	
Financial expenses and other charges (Note 7)	**₱3,742,306**	₱3,097,223	₱2,810,922
Net provision for (reversals of) impairment losses on:			
Receivables (Note 7)	**253,738**	359,129	752,641
Investment properties (Note 12)	**-**	180,563	225,208
	₱3,996,044	₱3,636,915	₱3,788,771

Interest and other financing charges consist of:

	2022	2021	2020
		(In Thousands)	
Interest expense on:			
Long-term debt	**₱9,198,060**	₱8,778,056	₱9,705,852
Short-term debt	**383,094**	391,435	1,164,767
Lease liabilities (Note 33)	**1,439,756**	1,409,177	1,430,607
Other financing charges	**425,758**	459,104	444,494
	₱11,446,668	₱11,037,772	₱12,745,720

23. **Income Tax**

Net deferred tax assets:

	2022	2021
	(In Thousands)	
Deferred tax assets on:		
Difference between tax and book basis of accounting for real estate transactions	**₱7,922,784**	₱5,989,367
Lease liabilities	**4,088,076**	5,807,896
Accrued expenses	**1,669,844**	2,640,103
NOLCO	**1,295,590**	1,494,484
Unrealized foreign exchange losses	**521,998**	13,824
Allowance for probable losses	**355,047**	479,781
Retirement benefits	**285,623**	506,871
Others	**1,172,398**	763,946
	17,311,360	17,696,272
Deferred tax liabilities on:		
Right-of-use assets	**(1,974,313)**	(3,686,194)
Capitalized interest and other expenses	**(736,613)**	(539,957)
Unrealized foreign exchange gains	**(100,216)**	(66,377)
Prepaid expenses	**(15,460)**	(29,567)
Others	**(595,471)**	(484,055)
	(3,422,073)	(4,806,150)
	₱13,889,287	₱12,890,122

Net deferred tax liabilities:

	2022	2021
	(In Thousands)	
Deferred tax assets on:		
NOLCO	**₱337,908**	23,668
Accrued expense	**61,331**	₱88,082
Retirement benefits	**45,125**	–
Allowance for probable losses	**11,990**	20,721
Difference between tax and book basis of accounting for real estate transactions	**–**	16,896
Unrealized foreign exchange loss	**–**	57,461
Lease liabilities	**13,359**	11,913
Others	**58,656**	64,817
	528,369	283,558
Deferred tax liabilities on:		
Fair value adjustment arising from business combination	**(3,445,212)**	(3,260,288)
Difference between tax and book basis of accounting for real estate transactions	**(1,771,278)**	(3,086,237)
Unrealized foreign exchange gain	**(128,854)**	(5,183)
Right-of-use assets	**(32,785)**	(27,280)
Capitalized interest and other expenses	**(6,448)**	(15,126)
Retirement benefits	**–**	(17,532)
Others	**(993,080)**	(392,175)
	(6,377,657)	(6,803,821)
	(₱5,849,288)	(6,520,263)

As of December 31, 2022 and 2021 deferred tax liabilities have not been recognized on the undistributed earnings and cumulative translation adjustment of foreign subsidiaries since the timing of the reversal of the temporary difference can be controlled by the Group and management does not expect the reversal of the temporary differences in the foreseeable future.

Certain subsidiaries of the Parent Company have NOLCO amounting to ₱2,052 million and ₱5,732.7 million as of December 31, 2022 and 2021, respectively, and MCIT amounting to ₱32.8 million and ₱26.0 million as of December 31, 2022 and 2021, respectively. Deferred tax assets are recognized only to the extent that taxable income will be available against which the deferred tax assets can be used. As of December 31, 2022 and 2021, total unrecognized NOLCO amounted to ₱349.9 million and ₱212.1 million, respectively. As of December 31, 2022 and 2021, total unrecognized MCIT amounted to ₱0.75 million and ₱14.3 million, respectively. The subsidiaries will recognize a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable income will allow the deferred tax asset to be recovered.

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As of December 31, 2022, the Group has incurred NOLCO which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2018	₱990,792	₱990,792	₱–	2021
2019	587,561	587,561	–	2022
	₱1,578,353	₱1,578,353	₱–	

As of December 31, 2022, the Group has incurred NOLCO which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years, as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2020	₱3,105,402	₱1,625,656	₱1,479,746	2025
2021	2,039,719	146,661	1,893,058	2026
2022	2,052,441	33,943	2,018,498	2025
	₱7,197,562	₱1,806,260	₱5,391,302	

The carryover MCIT that can be used as deductions against income tax liabilities is as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2019	5,576	5,576	–	2022
2020	6,992	6,992	–	2023
2021	13,409	1,070	12,339	2024
2022	32,844	330	32,514	2025
	₱55,821	₱13,968	₱44,853	

Reconciliation between the statutory and the effective income tax rates follows:

	2022	2021	2020
Statutory income tax rate	**25.00%**	25.00%	30.00%
Tax effect of:			
Equity in net earnings of associates and joint ventures	**(5.07)**	(4.15)	(3.90)
Income under tax holiday and other nontaxable income	**(0.76)**	(0.13)	(0.88)
Interest income and capital gains taxed at lower rates	**(1.87)**	(0.56)	(0.25)
Others - net	**1.36**	2.65	1.99
Effective income tax rate	**20.18%**	22.81%	26.96%

Deferred tax related to remeasurement gain on defined benefit plans recognized in OCI amounted to ₱330.7 million and ₱274.9 million in 2022 and 2021, respectively.

Republic Act (RA) No.10963 or the Tax Reform for Acceleration and Inclusion Act (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. Although the TRAIN changes existing tax law and includes several provisions that will generally affect businesses on a prospective basis, the management assessed that the same will not have any significant impact on the financial statement balances as of the reporting date.

Corporate Recovery and Tax Incentives for Enterprises Act" or "CREATE"
To attract more investments and maintain fiscal prudence and stability in the Philippines, the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act was signed into law on March 26, 2021. RA 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It took effect in April 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact on the Group:

Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporation. For domestic corporation with net taxable income not exceeding ₱5.00 million and with total assets not exceeding ₱100.00 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.

Minimum corporate income tax (MCIT) rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.

Imposition of improperly accumulated earnings tax (IAET) is repealed.

Board of Investments (BOI) Incentives
The Board of Investments issued certificates of registrations to the following companies in accordance with the existing Omnibus Investment Code. The projects have been granted an Income Tax Holiday (ITH) for a fixed period from the date of registration or actual start of operations, whichever is earlier.

	Registration Date	**Project Location**	**ITH Start**	**ITH Period**
Econorth Resort Ventures Inc.	November 21, 2017	Seda Lio	March 2018	5 years
Capitol Central Hotel Ventures, Inc.	September 08, 2017	Seda Capitol Central	January 2018	4 years
Bonifacio Hotel Ventures, Inc.	January 11, 2012	Seda BGC	June 2018	6 years
Bonifacio Hotel Ventures, Inc.	May 22, 2019	Seda BGC Expansion	May 2019	3 years
Makati North Hotel Ventures, Inc.	August 16, 2019	Seda Residences Makati	August 2019	4 years
Central Bloc Hotel Ventures, Inc.	June 16, 2020	Seda Central Bloc Cebu	January 2021	4 years
MDC Conqrete, Inc.	October 5, 2020	PBU and WallQrete	January 2021	3 years
Amaia Land Corp	October 31, 2020	Amaia Scapes Rizal	October 2020	4 years
Amaia Land Corp	July 18, 2018	Amaia Scapes Bulacan Sector 3B	July 2018	3 years

24. Acquisition of Non-controlling Interests

Ayala Hotels, Inc. (AHI)
On January 20, 2022, the Board of Directors of ALI approved a property-for-share swap with AC and Mermac. Under the transaction, AC will subscribe to 309,597,711 primary common shares for assets valued at ₱17,275.55 million, and Mermac will subscribe to 1,982,289 primary common shares for assets worth ₱110.61 million, totaling 311,580,000 primary common shares at a value of ₱55.80 per share, as validated by a third-party fairness opinion. The total assets include 258,023,645 common share of AHI and 714,116 common shares of DADC representing 50% and 100% stake of the companies, respectively.

The primary common shares to be issued by ALI to AC and Mermac will come from the unissued shares in the 1-Billion Common Shares Carve Out approved by ALI shareholders in 2014. The said shares are not subject to pre-emptive rights and do not require stockholders' approval under the Seventh Article of the Articles of Incorporation of Ayala Land, Inc.

On December 29, 2022, SEC approved the transaction which resulted to additional 50% stake in AHI through acquisition involving common control with impact to equity reserves amounting to ₱9,800.78 million and a 100% holdings in DADC which regarded as an asset acquisition.

Vesta Property Holdings Inc.
The Parent Company acquired additional 187,985 common shares and 149,007 preferred shares of Vesta Property Holdings, Inc. for a value of ₱415.62 million in April 2022. As a result of the additional investments in common and preferred shares, the ownership interest in Vesta increased from 78% in 2021 to 84% in 2022. The acquisition is accounted as common control. As a holder of preferred share, the parent Company has voting rights same as that attached to common shares. Impact to equity reserves as a result of this transaction amounted to ₱523.36 million.

Cebu Holdings, Inc. (CHI)
On December 16, 2021, the SEC approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the “Merger”). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CBDI (the “Absorbed Corporations”), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed.

As a result of the above merger, ALI’s ownership on the seven companies also increased namely Southportal Properties, Inc. (from 65% to 100%), Cebu Leisure Company, Inc. (from 71% to 100%), CBP Theatre Management Inc. (from 71% to 100%), Taft Punta Engaño Property Inc. (from 39% to 55%), Cebu Insular Hotel Company, Inc. (from 26% to 37%), Solinea, Inc (from 25% to 35%), Amaia Southern Properties, Inc. (from 25% to 35%). Summary of financial information of the merged entities are as follow:

	Amount
	(In Thousands)
Current assets	₱7,039,965
Noncurrent assets	26,786,933
Current liabilities	(15,410,125)
Noncurrent liabilities	(1,272,817)
Equity	(17,143,955)

25. Related Party Transactions

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 financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence which include affiliates.

In its regular conduct of business, the Group has entered into transactions with its parent company, associates and other related parties principally consisting of advances and reimbursement of expenses, purchase and sale of real estate properties, construction contracts, development, management, underwriting, marketing, leasing and administrative service agreements.

Terms and Conditions of Transactions with Related Parties
Transactions with related parties are made at normal market prices. Outstanding balances at year end are unsecured, interest free and settlement occurs generally in cash, except otherwise indicated. There have been no guarantees provided or received for any related party receivables or payables. The Group does not provide any allowance relating to receivable from related parties. The Group has an active intercompany lending program and intercompany receivables are short-term. Related party borrowers are assessed to have financial capacity based on operational performance and cash flow requirements.

This assessment is undertaken each financial year through examining the financial position of the related parties and the markets in which the related parties operate.

The following tables provide the total amount of transactions that have been entered into with related parties for the relevant financial year (in thousands):

a. Transactions with Bank of the Philippine Islands (BPI), an associate of Ayala Corporation (AC)

Cash and cash equivalents earn interest from 2.5% to 6.0% per annum for Philippine Peso-denominated and 1.0% to 3.0% per annum for USD-denominated investments. Investment in FVPL are UITF which earns interest depending on the duration of time invested in the fund. Interest earned with investments in BPI for the year amounted to ₱30.99 million, ₱12.30 million, and ₱24.70 million in 2022, 2021 and 2020, respectively.

Short-term debts are secured peso denominated bank loans with interest rate ranging from 5.5% to 5.6% while long-term debts bear fixed rates ranging from 4.5% to 6.9% and floating rates ranging from 5.4% to 6.5% per annum with remaining terms ranging from less than a year to 9.9 years. Interest expense incurred on borrowings from BPI amounted to ₱220.7 million, ₱451.2 million, and ₱723.29 million for the years ended December 31, 2022, 2021 and 2020, respectively.

As of December 31, 2022 and 2021, the Group maintains current and savings account, money market placements and short-term and long-term debt payable with BPI broken down as follows:

	2022	2021
	(In Thousands)	
Cash in bank	**₱6,074,938**	₱3,302,304
Cash equivalents	**357,929**	29,181
Marketable securities	**66,444**	197,432
Short term debt	**1,636,000**	1,643,500
Long-term debt	**4,623,237**	6,366,922

b. Outstanding balances with parent company, associates and other related party

Receivables from/payables to other related parties pertain mostly to advances and reimbursement of operating expenses related to development cost and land acquisitions. Payables to related parties consist of expenses incurred on utilities, professional services and other miscellaneous services as well as purchases of vehicles. These are generally trade-related, noninterest-bearing and settled within one year.

Outstanding balances from/to related parties follow (amounts in thousands):

2022

	Receivable from related parties			Payable to related parties		
	Current	**Noncurrent**	**Total**	**Current**	**Noncurrent**	**Total**
AC	**₱90,805**	**₱–**	**₱90,805**	**₱151,143**	**₱–**	**₱151,143**
As Associates	**5,444,563**	**–**	**5,444,563**	**321,912**	**–**	**321,912**
Other related parties:						
Globe Telecom (Globe)	**213,324**	**–**	**213,324**	**10,800**	**–**	**10,800**
Bank of the Philippine Islands	**389,057**	**–**	**389,057**	**18,193**	**–**	**18,193**
Columbus	**42,922**	**–**	**42,922**	**–**	**–**	**–**
Manila Water Philippine Ventures, Inc.	**345,760**	**–**	**345,760**	**20,814**	**–**	**20,814**
Michigan Holdings, Inc.	**–**	**–**	**–**	**–**	**–**	**–**
Manila Water Company Inc.	**223,075**	**–**	**223,075**	**29,861**	**–**	**29,861**
Others	**178,377**	**–**	**178,377**	**78,057**	**–**	**78,057**
	1,392,515	**–**	**1,392,515**	**157,725**	**–**	**157,725**
	₱6,927,883	**₱–**	**₱6,927,883**	**₱630,780**	**₱–**	**₱630,780**

2021

	Receivable from related parties			Payable to related parties		
	Current	Noncurrent	Total	Current	Noncurrent	Total
AC	₱85,968	₱–	₱85,968	₱151,145	₱–	₱151,145
Associates	4,903,412	–	4,903,412	308,758	–	308,758
Other related parties:						
Globe Telecom (Globe)	172,685	–	172,685	9,542	–	9,542
Bank of the Philippine Islands	149,912	–	149,912	45,537	–	45,537
Columbus	1	–	1	267,355	–	267,355
Manila Water Philippine Ventures Inc.	144,930	–	144,930	8,381	–	8,381
Michigan Holdings, Inc.	3	–	3	–	–	–
Manila Water Company Inc.	357,441	–	357,441	13,825	–	13,825
Others	144,389	–	144,389	118,698	–	118,698
	969,361	–	969,361	463,338	–	463,338
	₱5,958,741	₱–	₱5,958,741	₱923,241	₱–	₱923,241

c. Revenue and expenses from related parties

The revenue from parent company, associates and other related parties pertains mostly to income from leasing and development projects while expenses composed of management fees and training expenses. These are usually non-interest bearing and are assessed for impairment. There are no impairment on these related receivables. Transactions are settled within one year.

Revenue and expenses from related parties follow:

Revenue from related parties:

	2022	2021	2020
		(In Thousands)	
AC	**₱7,727**	₱4,208	₱3,493
Associates	**2,254,914**	2,660,806	2,253,303
Other Related Parties			
Bank of the Philippine Islands	**764,546**	493,893	378,319
Manila Water Philippine Ventures, Inc.	**170,445**	134,767	264,628
Globe Telecom, Inc.	**103,011**	99,099	84,656
Innove Communications	**10,671**	7,673	7,982
Manila Water Company, Inc. (MWCI)	**722,225**	619,288	7,151
Laguna AAA Waterworks Corp. (LAWC)	**1,500**	1,500	1,500
Michigan Holdings, Inc.	**1,203**	1,203	1,203
Others	**87,685**	76,144	32,473
	1,861,286	1,433,567	777,912
Total	**₱4,123,927**	₱4,098,581	₱3,034,708

Expenses from related parties:

	2022	2021	2020
		(In Thousands)	
AC	**₱9,913**	₱10,432	₱10,950
Associates	**193,082**	298,823	201,558
Other Related Parties			
Manila Water Company, Inc.	**261,417**	204,324	234,167
Bank of the Philippine Islands	**208,570**	299,693	434,707
Innove Communications, Inc.	**102,283**	124,233	73,060
AG Counselors Corp.	**58,823**	41,247	206,354
Globe Telecom, Inc.	**43,812**	71,291	66,483
Manila Water Philippine Ventures, Inc.	**299,329**	187,534	125,617
Others	**867,662**	1,114,088	988,788
	1,841,896	2,042,408	2,129,176
Total	**₱2,044,891**	₱2,351,664	₱2,341,684

The following describe the nature of the material transactions of the Group with related parties as of December 31, 2022 and 2021:

- On January 12, 2016, the Parent Company has entered into a partnership with Manila Water Philippine Ventures, Inc., a wholly owned subsidiary of Manila Water Company, Inc., for the waterworks of ALI's projects nationwide. The MOA was signed by ALI and its subsidiaries and affiliates, Cebu Holdings, Inc. and Cebu Property Ventures and Development Corp. Revenue and expense in 2022 amounted to ₱170.4 million and ₱299.3 million, respectively, and ₱134.8 million and ₱187.5 million amounted in 2021, respectively.
- Revenue from Manila Water Company, Inc. (MWCI) primarily pertains to MDC's project on the design & build of the Calawis Water Treatment Plant in Antipolo. The project started on March 01, 2021 and expected to be completed by the last quarter of 2022.
- Certain credit facilities with BPI with a total carrying value of ₱4,623.2 million and ₱6,368.9 million as of December 31, 2022 and 2021, respectively, are secured by a real estate mortgage. This is in compliance with BSP ruling on directors, officers, stockholders and related interests.
- In October 2012 and July 2013, BG South, a subsidiary of Alveo, entered into a contract with FBDC for the purchase of land in Bonifacio Global City. Land cost amounting to ₱117.4 million and ₱210.6 million were recognized in profit or loss in 2022 and 2021, respectively.
- On May 20, 2013, DirectPower and its customers, which are all within the Ayala Group, entered into a Retail Electricity Supply contract wherein DirectPower agreed to supply electricity at a specific rate pursuant to the provisions and implementing rules and regulations of R.A. No. 9136 or the Electric Power Industry Reform Acts of 2001. Among the customers of Direct Power are FBDC, LDC, BPI, San Lazaro BPO Complex and 6750 Ayala Ave.
- The Group sold residential receivables on a without recourse basis to Bank of the Philippine Islands, a related party, amounting to nil and 19,041.0 million in 2022 and 2021, respectively. Proceeds of receivables sold to BPI amounted to nil and ₱17,392.9 million in 2022 and 2021, respectively. The Group recognized loss on sale (under "Other charges") amounting to nil, ₱1,648.1 million and ₱2,064.0 million in 2022, 2021 and 2020, respectively.
- The Group entered into agreements with BPI Asset Management and Trust Corporation for the assignment of interest-bearing employee receivables amounting nil and ₱43.7 million in 2022 and 2021, respectively.
- Revenue from Globe pertains to development management fee and for lease of spaces.

- As of December 31, 2021, the funds include investment in securities of its related parties with carrying value of ₱0.4 billion (see Note 26).

d. Remuneration of Key Management Personnel (KMP)

Key management personnel of the Group include all officers with position of vice president and up. Compensation of key management personnel amounted to ₱199.5 million and ₱179.0 million in 2022 and 2021, respectively.

Compensation of key management personnel by benefit type follows:

	2022	2021
	(In Thousands)	
Short-term employee benefits	**₱183,969**	₱163,513
Post-employment benefits (Note 26)	**15,497**	15,497
	₱199,466	₱179,010

The Related Party Transaction Review Committee shall approve all material related party transactions before their commencement. Material related party transactions shall be identified taking into account the related party registry. Transactions amounting to ten percent (10%) or more of the total assets of the corporation that were entered into with an unrelated party that subsequently becomes a related party may be excluded from the limits and approval process requirement.

26. **Retirement Plan**

The Group has funded, noncontributory tax-qualified defined benefit type of retirement plans (the Plan) covering substantially all of their employees. The benefits are based on a defined benefit formula.

The Plan aims to maintain a full funding, i.e., the Plan's assets fully covered the Plan's liabilities, as measured through generally accepted actuarial methodologies. Such will provide a higher level of assurance that all promised benefits can be paid from existing assets and expected investment returns. The target funded status is within the range of 80% to 100%.

The Group's fund is in the form of a trust fund being maintained by the trustee banks such as BPI Asset Management and Trust Corporation (collectively the "Retirement Fund"). The primary objective of the Retirement Fund is to achieve the highest total rate of return possible, consistent with a prudent level of risk. The investment strategy articulated in the asset allocation policy has been developed in the context of long-term capital market expectations, as well as multi-year projections of actuarial liabilities. Accordingly, the investment objectives and strategies emphasize a long-term outlook, and interim performance fluctuations will be viewed with the corresponding perspective.

The components of expense (included in manpower costs under "General and administrative expenses") in the consolidated statements of income follows:

	2022	2021	2020
		(In Thousands)	
Current service cost	**₱410,726**	₱484,161	₱398,979
Past service cost	**20,192**	(27,986)	–
Settlement (gain)loss	**(4,431)**	(11,213)	–
Net interest cost on benefit obligation	**107,590**	124,910	104,867
Total pension expense	**₱ 534,077**	₱569,872	₱503,846

The remeasurement effects recognized in other comprehensive income (included in Equity under "Remeasurement loss on defined benefit plans") in the consolidated statements of financial position follow:

	2022	2021	2020
		(In Thousands)	
Return (loss) gain on plan assets (excluding amount included in net interest)	**₱12,195**	(₱29,028)	(₱15,785)
Remeasurement (loss) gain due to liability experience	**106,793**	709,847	(47,859)
Remeasurement (loss) gain due to liability assumption changes - demographic	**(108,921)**	–	(5,641)
Remeasurement (loss) gain due to liability assumption changes - economic	**176,893**	418,766	(617,702)
Remeasurements in other comprehensive income (loss)	**(₱186,861)**	₱1,099,585	(₱686,987)

The funded status and amounts recognized in the consolidated statement of financial position for the retirement plan as of December 31, 2022 and 2021, are as follows:

	2022	2021
	(In Thousands)	
Benefit obligations	**₱3,581,087**	₱4,280,435
Plan assets	**(2,068,413)**	(2,187,661)
Net pension liability position	**₱1,512,674**	₱2,092,774

As of December 31, 2022 and 2021 pension assets (included under "Other noncurrent assets") amounted to ₱52.5 million and ₱11.0 million, respectively, and pension liabilities amounted to ₱1,871.2 million and ₱2,103.7 million, respectively.

Changes in net defined benefit liability of funded plans in 2022 are as follows (in thousands):

		Net benefit cost in consolidated statement of income					Remeasurements in other comprehensive income							
	January 1, 2022	Current service cost	Past service cost/ Settlement gain	Net interest	Subtotal	Benefits paid	Return on plan Assets*	Remeasurement gain due to liability experience	Remeasurement gain due to liability assumption changes - demographic	Remeasurement gain due to liability assumption changes- economic	Net remeasure-ment loss	Contribution by employer	Transfer in /(out)	December 31, 2022
Present value of defined benefit obligation	₱4,280,435	**₱ 410,726**	**₱15,761**	**179,848**	**₱606,335**	**(₱416,320)**	**(₱49,033)**	**₱84,657**	**(100,616)**	**(₱152,878)**	**(217,870)**	**(₱678,974)**	**₱ 7,482**	**₱3,581,087**
Fair value of plan assets	(2,187,661)	–	**–**	**(72,258)**	**(72,258)**	**210,374**	**61,228**	**22,136**	**(8,305)**	**329,772**	**404,831**	**–**	**(2,952)**	**2,068,413**
Net defined benefit liability	₱2,092,774	**₱ 410,726**	**₱15,761**	**₱ 107,590**	**₱534,077**	**(₱626,694)**	**₱12,195**	**₱106,793**	**(₱108,921)**	**₱176,893**	**₱186,961**	**(₱678,974)**	**₱4,530**	**₱1,512,674**

*excluding amount included in net interest

Changes in net defined benefit liability of funded plans in 2021 are as follows (in thousands):

		Net benefit cost in consolidated statement of income					Remeasurements in other comprehensive income							
	January 1, 2021	Current service cost	Past service cost	Net interest	Subtotal	Benefits paid	Return on plan Assets*	Remeasurement loss due to liability experience	Remeasurement loss due to liability assumption changes - demographic	Remeasurement loss due to liability assumption changes- economic	Net remeasure-ment loss	Contribution by employer	Transfer in /(out)	December 31, 2021
Present value of defined benefit obligation	₱5,094,096	₱484,161	(₱39,199)	213,192	₱658,154	(₱346,515)	₱–	(₱709,847)	₱–	(₱418,766)	(1,128,613)	₱–	₱3,313	₱4,280,435
Fair value of plan assets	(2,085,519)	–	–	(88,282)	(88,282)	186,948	29,028	–	–	–	29,028	(229,836)	–	(2,187,661)
Net defined benefit liability	₱3,008,577	₱484,161	(₱39,199)	₱124,910	₱569,872	(159,567)	₱29,028	(₱709,847)	₱–	(₱418,766)	(1,099,585)	(₱229,836)	₱3,313	₱2,092,774

*excluding amount included in net interest

All equity and debt instruments held have quoted prices in an active market. The remaining plan assets do not have quoted market prices in an active market.

The plan assets have diverse investments and do not have any concentration risk.

The fair value of plan assets by each class as at the end of the reporting period are as follows:

	December 31	
	2022	2021
	(In Thousands)	
Cash and cash equivalents	**₱55,100**	₱18,209
Equity investments		
Unit Investment Trust Funds	**373,006**	400,919
Holding firms	**201,763**	176,694
Property	**284,836**	109,259
Services	**36,704**	19,757
Financials	**34,272**	90,759
Industrials	**7,171**	17,598
Mutual funds	**3,885**	3,786
	941,637	818,772
Debt investments		
AAA rated debt securities	**544,674**	503,439
Government securities	**294,914**	452,261
Unit Investment Trust Funds	**144,204**	53,977
Mutual funds	**27,341**	4,032
Not rated debt securities	**60,543**	336,971
	1,071,676	1,350,680
	₱2,068,413	₱2,187,661

The Retirement Fund's investments will be appropriately diversified to control overall risk and will exhibit portfolio characteristics similar to the set benchmark for each asset class. In case of securities, the aggregate holdings of any security may not exceed 10% of the Plan assets. The criteria for including an asset class in the strategic policy include: (a) wide recognition and acceptance among institutional investors; (b) low correlation with other accepted asset classes; and (c) a meaningful performance history. The Group expects to make contributions of ₱518.02 million to its retirement fund in 2022.

The allocation of the fair value of plan assets follows:

	2022	2021
Investments in debt securities	**52.17%**	61.74%
Investments in equity securities	**29.56%**	37.43%
Others	**18.27%**	0.83%

Funds invested in debt securities include government securities, corporate notes and bonds and money market placements. Investments in equity securities consist of investments in PSE listed stocks and unit investment trust funds. Others were in the form of cash and cash equivalents.

The Group's transactions with the funds mainly pertain to contributions, benefit payments and settlements.

As of December 31, 2022 and 2021, the funds include investment in securities of its related parties (see Note 25). Details of the investment per type of security are as follows:

	December 31, 2022			December 31, 2021
	Carrying Value	**Fair Value**	**Unrealized Gain**	Fair Value
	(In Thousands)			
Investments in debt securities	**₱900,641**	**₱ 873,618**	**(₱14,777)**	₱41,796
Investments in equity securities	**656,280**	**589,709**	**(61,561)**	290,310
Others	**228,240**	**221,620**	**(5,695)**	55,379
	₱1,785,161	**₱1,684,947**	**(₱82,003)**	₱387,485

The plan assets include shares of stock of the Parent Company with fair value amounting to ₱50.85 million and ₱54.03 million as of December 31, 2022 and 2021, respectively. The Parent Company gives the trustee bank the discretion to exercise voting rights over the shares. The plan assets include debt securities of the Parent Company amounting to ₱11.56 million and ₱31.93 million as of December 31, 2022 and 2021, respectively. The gain of the fund arising from investment in debt and equity securities of the Parent Company is ₱0.89 million.

The cost of defined benefit pension plans and other post-employment medical benefits as well as the present value of the pension liabilities 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:

	2022	2021
Discount rates	**4.94 to 7.65%**	3.65 to 5.83%
Future salary increases	**4.00 to 9.00%**	3.00 to 8.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of the end of the reporting period, assuming all other assumptions were held constant:

2022

	Effect on income before income tax Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis points**
	(In Thousands)	
Discount rate	**(₱251,501)**	**₱325,793**
Salary increase rate	**309,550**	**(245,352)**

2021

	Effect on income before income tax Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis points
	(In Thousands)	
Discount rate	(₱980,588)	(₱45,965)
Salary increase rate	(79,648)	(970,101)

Shown below is the maturity analysis of the undiscounted benefit payments:

Year ending:	**2022**	2021
	(In Thousands)	
1 year and less	**₱392,219**	₱104,456
more than 1 years to 5 years	**623,555**	722,390
more than 5 years to 10 years	**2,475,139**	3,503,290
more than 10 years to 15 years	**17,626,358**	9,497,759
more than 15 years to 20 years	**2,017,630**	10,522,147
more than 20 years	**14,661,951**	18,841,385

The average duration of the defined benefit obligation is 12 to 22 years and 6.0 to 24.0 years in 2022 and 2021, respectively.

27. Earnings Per Share

The following tables present information necessary to compute EPS (amounts in thousands except EPS):

EPS on net income attributable to equity holders of Ayala Land, Inc. are as follows:

	2022	2021	2020
	(In Thousands)		
Net income attributable to equity holders of Ayala Land, Inc.	**₱18,617,234**	₱12,228,148	₱8,727,155
Less: dividends on preferred stock	**(62,038)**	(62,038)	(62,038)
Net income attributable to equity holders of the Parent Company for basic and diluted earnings per share	**₱18,555,196**	₱12,166,110	₱8,665,117
Weighted average number of common shares for basic EPS	**14,777,782**	14,724,716	14,721,234
Add: dilutive shares arising from stock options	**(5,582)**	(2,143)	2,296
Adjusted weighted average number of common shares for diluted EPS	**14,772,200**	14,722,573	14,723,530
Basic and diluted EPS	**₱1.26**	₱0.83	₱0.59

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

The convertibility of the preferred shares will start on the 10th asyear from the issue date which was in 2012. This has an antidilutive effect on the computation of diluted EPS.

28. Stock Options and Ownership Plans

The Parent Company has stock option plans for key employees covering 2.5% of the Parent Company's authorized capital stock. The grantee is selected based on certain criteria like outstanding performance over a three-year period.

ESOP
The ESOP grantees may exercise in whole or in part the vested allocation in accordance with the vesting percentage and vesting schedule stated in the ESOP. Also, the grantee must be an employee of the Parent Company or any of its subsidiaries during the 10-year option period. In case the grantee retires, he is given 3 years to exercise his vested and unvested options. In case the grantee resigns, he is given 90 days to exercise his vested options.

The Parent Company has no ESOP grant and availment during 2022, 2021 and 2020.

ESOWN
In November 2001, the Parent Company offered all its ESOWN subscribers with outstanding ESOWN subscriptions the option to cancel the subscriptions within the 5-year holding period. In December 2001, the program for ESOWN was indefinitely suspended.

In 2005, the Parent Company introduced a revised ESOWN Plan (the Plan) wherein grantees may subscribe in whole or in part to the shares awarded to them based on a discounted market price that was determined by the Compensation Committee as the offer price set at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. The subscription is subject to a holding period stated in the plan. To subscribe, the grantee must be an employee of the Parent Company or any of its subsidiaries during the ten (10)-year payment period. In case the grantee resigns, unsubscribed shares are cancelled, while the subscription may be paid up to the percent of holding period completed and payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares. All shares acquired through the Plan are subject to the Parent Company’s right to repurchase.

The subscribed shares are effectively treated as options exercisable within a given period which is the same time as the grantee’s payment schedule. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula and Binomial Tree Model (BTM), taking into account the terms and conditions upon which the options were granted. The BSM Formula and BTM Model requires six inputs to produce an option stock value namely; market value of the share, book value of the share, time to maturity, volatility rate, dividend yield, and risk free rate. The expected volatility was determined based on an independent valuation.

Movements in the number of options outstanding and weighted average exercise prices (WAEP) under ESOWN follow:

	2022	**WAEP**	2021	WAEP
At January 1	**–**	**₱–**	–	₱–
Granted	**17,349,169**	**–**	14,683,519	–
Subscribed	**(14,170,576)**	**30.29**	(11,389,265)	33.29
Availment	**1,067,483**	**–**	434,218	–
Cancelled	**(4,246,076)**	**–**	(3,728,472)	–
At December 31	**–**		–	

The fair value of stock options granted under ESOWN at grant date and the assumptions used to determine the fair value of the stock options follow:

	Grant Date							
	March 31, 2022	March 15, 2021	August 17, 2020	March 21, 2019	March 28, 2018	March 01, 2017	April 05, 2016	March 20, 2015
Number of unsubscribed shares	–	–	–	–	–	–	181,304	–
Fair value of each option (BTM)	₱–	₱–	₱–	₱–	₱–	₱8.48	₱13.61	₱16.03
Fair value of each option (BSM)	₱12.62	₱9.25	₱9.12	₱17.13	₱12.71	₱–	₱18.21	₱20.63
Weighted average share price	₱35.63	₱39.17	₱32.61	₱44.70	₱41.02	₱39.72	₱35.58	₱36.53
Exercise price	₱30.29	₱33.29	₱27.72	₱44.49	₱45.07	₱35.81	₱26.27	₱29.58
Expected volatility	24%	27.19%	25.05%	31.48%	34.04%	30.95%	32.03%	31.99%
Dividend yield	0.77%	0.38%	0.81%	1.16%	1.22%	1.34%	1.27%	1.02%
Interest rate	1.18%	1.03%	1.13%	5.57%	4.14%	4.41%	4.75%	4.11%

Total expense (included under "General and administrative expenses") recognized in 2022, 2021 and 2020 in the consolidated statements of income arising from share-based payments amounted to ₱152.87 million, ₱150.07 million, and ₱111.92 million, respectively (see Note 22).

ALLHC

ALLHC introduced the ESOWN Plan (the Plan) wherein grantees (employees within ALLHC Group) may subscribe in whole or in part to the shares awarded to them based on a discounted market price, but in no case lower than the par value, that was determined at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. To subscribe, the grantee must be an employee, officer or director of ALLHC as of June 30, 2015. In case the grantee resigns, unsubscribed shares are cancelled and returned to the plan pool, while the subscription payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares.

The BOD of ALLHC approved the allocation of 32 million shares (first tranche) for ESOWN plan which will be taken from the remaining unissued shares (with grant date in 2016) and the increase in authorized of stock of ALLHC, which was approved by the SEC in July 2016. In 2017, notice of grant for the 218 million shares (second tranche of ESOWN plan) was issued to employees for the right to subscribe to the common shares of ALLHC at ₱1.68 per share which were fully availed as of December 31, 2018. In 2021 and 2020, ALLHC has no ESOWN grant.

29. Financial Assets and Liabilities

Fair Value Information

The following tables set forth the carrying values and estimated fair values of the Group's financial assets and liabilities recognized as of December 31, 2022 and 2021:

	December 31, 2022		December 31, 2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
	(In Thousands)			
Financial Assets at FVTPL (Note 6)	**₱291,989**	**₱291,989**	₱700,803	₱700,803
Financial Assets at FVOCI (Note 10)				
Unquoted equity securities	**440,811**	**440,811**	583,543	583,543
Quoted equity securities	**522,807**	**522,807**	397,727	397,727
	1,255,607	**1,255,607**	981,270	981,270
Investment in bonds (Note 9)	**2,309,440**	**2,309,440**	2,309,440	2,309,440
	₱3,565,047	**₱3,565,047**	₱3,991,513	₱3,991,513

	December 31, 2022		December 31, 2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
		(In Thousands)		
Financial assets at amortized cost (Note 7)				
Noncurrent trade residential, commercial and office development	**₱48,400,251**	**₱50,628,112**	₱42,926,431	₱43,149,538
Receivable from employees	**927,787**	**927,787**	755,814	755,814
	₱49,328,038	**₱51,555,899**	₱43,682,245	₱43,905,352
Other financial liabilities				
Long-term debt (Note 16)	**229,491,580**	**229,141,647**	₱206,314,239	₱195,588,364
Deposits and other noncurrent liabilities (Note 18)*	**46,578,921**	**47,138,408**	59,686,987	51,360,589
	₱276,070,501	**₱276,280,055**	₱266,001,226	₱246,948,953

**excluding deferred output VAT*

The methods and assumptions used by the Group in estimating the fair value of the financial instruments are as follows:

Cash and cash equivalents, short-term investments and current receivables, accounts and other payables and short term debt - Carrying amounts approximate fair values due to the relatively short-term maturities of these financial instruments.

Financial assets at FVPL - These are investments in fund and treasury bills. Fair value of the funds is based on net asset values as of reporting dates.

Financial assets at FVOCI quoted equity securities - fair values are based on quoted prices published in markets.

Financial assets at FVOCI unquoted equity securities – fair values are based on the latest selling price available.

Liabilities - The fair value of noncurrent unquoted instruments (long-term debt and deposits) are estimated using the discounted cash flow methodology using the Group's current incremental borrowing rates for similar borrowings with maturities consistent with those remaining for the liability being valued. The discount rates used ranged 2.70% to 7.40% and 1.00% to 5.25% as of December 31, 2022 and 2021, respectively. The fair value of noncurrent unquoted debt instruments with floating rates are estimated using discounted cash flow - last repricing method.

Noncurrent accounts and notes receivables - The fair values of residential, commercial and office development accounts and notes receivable, and receivable from employees, are based on the discounted value of future cash flows using the applicable rates for similar types of instruments. The discount rates used ranged 2.70% to 7.40% and 1.00% to 5.25% as of December 31, 2022 and 2021, respectively. The fair value of noncurrent unquoted debt instruments with floating rates are estimated using discounted cash flow - last repricing method.

Fair Value Hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation technique:

Level 1: quoted (unadjusted prices) in active markets for identical assets and liabilities
Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

The Group categorizes trade receivable, receivable from employees, long-term debt and deposits and other noncurrent liabilities under Level 3. The fair value of these financial instruments is determined by discounting future cash flows using the applicable rates of similar types of instruments plus a certain spread. This spread is the unobservable input and the effect of changes to this is that the higher the spread, the lower the fair value.

Investment in Arch Capital Fund amounting to ₱207.2 million and ₱293.8 million as of December 31, 2022 and 2021, respectively, were classified under Level 3 (see Note 6).

Investment in Unit Investment Trust Fund (UITF) amounting to ₱84.8 million and ₱407.0 million as of December 31, 2022, and 2021, respectively, were classified under Level 2 (see Note 6).

Quoted FVOCI financial assets amounting to ₱573.0 million and ₱397.7 million as of December 31, 2022 and 2021, respectively, were classified under Level 1 (see Note 10).

Unquoted FVOCI financial assets amounting to ₱440.8 million and ₱583.5 million as of December 31, 2022 and 2021, respectively, were classified under Level 3 (see Note 10).

There have been no reclassifications to and from Level 1, Level 2 and Level 3 categories in 2022 and 2021 for financial assets at FVTPL and FVOCI.

<u>Financial Risk Management Objectives and Policies</u>
The Group's principal financial instruments comprise of cash and cash equivalents, short-term investment, financial assets at FVPL, AFS quoted and unquoted equity securities, investments in bonds, bank loans, corporate notes and bonds. The financial debt instruments were issued primarily to raise financing for the Group's operations. The Group has various financial assets such as trade receivables and trade payables which arise directly from the conduct of its operations.

Exposure to liquidity, credit, interest rate, currency and equity risks arise in the normal course of the Group's business activities. The main objectives of the Group's financial risk management are as follows:

- to identify and monitor such risks on an ongoing basis;
- to minimize and mitigate such risks; and
- to provide a degree of certainty about costs.

The use of derivative financial instruments, if any, is solely for management of the Group's financial risk exposures. It is the Group's policy not to enter into derivative transactions for speculative purposes.

The Group's financing and treasury function operates as a centralized service for managing financial risks and activities as well as providing optimum investment yield and cost-efficient funding for the Group.

There were no changes in the Group's financial risk management objectives and policies in 2022 and 2021.

Liquidity risk
Liquidity risk is defined by the Group as the risk of losses arising from funding difficulties due to deterioration in market conditions and/or the financial position of the Group that make it difficult for the Group to raise the necessary funds or that forces the Group to raise funds at significantly higher interest rates than usual.

This is also the possibility of experiencing losses due to the inability to sell or convert marketable securities into cash immediately or in instances where conversion to cash is possible but at a loss due to wider than normal bid-offer spreads.

The Group employs scenario analysis and contingency planning to actively manage its liquidity position and guarantee that all operating, investing and financing needs are met. The Group has come up with a three-layered approach to liquidity through the prudent management of sufficient cash and cash equivalents, the potential sale of accounts receivables and the maintenance of short-term revolving credit facilities.

Cash and cash equivalents are maintained at a level that will enable it to fund its general and administrative expenses as well as to have additional funds as buffer for any opportunities or emergencies that may arise. Management develops viable funding alternatives through a continuous program for the sale of its receivables and ensures the availability of ample unused short-term revolving credit facilities from both local and foreign banks as back-up liquidity.

The Group ascertains that its cash is invested in short-term bank placements and special deposit accounts, as well as in high-quality and marketable government and corporate securities.

Credit line
The Group has a total short term credit line up to ₱110.8 billion and ₱100.8 billion with various local banks, of which ₱70.3 billion and ₱58.9 billion remain undrawn as of December 31, 2022 and 2021, respectively.

The table summarizes the maturity profile of the Group's financial liabilities at December 31, 2022 and 2021 based on contractual undiscounted payments:

December 31, 2022

	1 year & below	**>1 to 5 years**	**> 5 years**	**Total**
		(In Thousands)		
Accounts and other payables	**₱143,952,127**	**₱–**	**₱–**	**₱143,952,127**
Short-term debt	**6,574,271**	**–**	**–**	**6,574,271**
Long-term debt	**19,258,289**	**95,613,291**	**114,620,000**	**229,491,580**
Deposits and other current liabilities	**31,211,023**	**–**	**–**	**31,211,023**
Deposits and other noncurrent liabilities*	**–**	**47,519,882**	**–**	**47,519,882**
	200,995,710	**143,133,173**	**114,620,000**	**458,748,883**
Interest payable**	**₱9,024,578**	**₱32,939,330**	**₱12,562,650**	**₱54,526,559**

**excludes deferred output vat*
***includes future interest payment*

December 31, 2021

	1 year & below	>1 to 5 years	> 5 years	Total
		(In Thousands)		
Accounts and other payables	₱115,684,195	₱–	₱–	₱115,684,195
Short-term debt	16,782,500	–	–	16,782,500
Long-term debt	26,173,997	100,766,275	79,373,967	206,314,239
Deposits and other current liabilities	27,231,492	–	–	27,231,492
Deposits and other noncurrent liabilities	–	59,686,987	–	59,686,987
	207,118,208	160,453,262	12,047,706	425,699,413
Interest payable*	₱5,610,541	₱31,522,655	₱9,365,613	₱46,498,809

**includes future interest payment*

Cash and cash equivalents, short-term investments and financial assets at FVTPL are used for the Group's liquidity requirements. Please refer to the terms and maturity profiles of these financial assets shown on the maturity profile of the interest-bearing financial assets and liabilities disclosed in the interest rate risk section. There are no undrawn loan commitments from long-term credit facilities as of December 31, 2022 and 2021.

Credit risk
Credit risk is a risk that a counterparty will not meet its obligation under its financial instrument or customer contract leading to a financial loss.

The Group's credit risks are primarily attributable to installments receivable, rental receivables and other financial assets. To manage credit risks, the Group maintains defined credit policies and monitors its exposure to credit risks on a continuous basis.

In respect of installments receivable from the sale of properties, 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 contribute to lower customer default than its competitors. Customer payments are facilitated through various collection modes including the use of postdated checks and auto-debit arrangements. Exposure to bad debts is not significant as title to real estate properties are not transferred to the buyers until full payment has been made and the requirement for remedial procedures is minimal given the profile of buyers. Also, to the extent allowed by regulations, certain payments are not returned which minimizes exposure to bad debts.

Credit risk arising from rental income from leasing properties is primarily managed through a tenant selection process. Prospective tenants are evaluated on the basis of payment track record and other credit information. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Group security deposits and advance rentals which helps reduce the Group's credit risk exposure in case of defaults by the tenants. For existing tenants, the Group has put in place a monitoring and follow-up system. Receivables are aged and analyzed on a continuous basis to minimize credit risk associated with these receivables. Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of paying capacity. The amount of exposure from bad debts is minimized to the extent of the advance rentals and security deposits from the tenants.

Other financial assets are comprised of cash and cash equivalents excluding cash on hand, short-term investments, financial assets at FVTPL and financial assets at FVOCI. The Group adheres to fixed limits and guidelines in its dealings with counterparty banks and its investment in financial instruments. Bank limits are established on the basis of an internal rating system that principally covers the areas of liquidity, capital adequacy and financial stability. The rating system likewise makes use of available international credit ratings. Given the high credit standing of its accredited counterparty banks, management does not expect any of these financial institutions to fail in meeting their obligations. Nevertheless, the Group closely monitors developments over counterparty banks and adjusts its exposure accordingly while adhering to pre-set limits.

The Group has an active intercompany lending program and intercompany receivable that are short term. To minimize credit exposures, the Group assesses the financial capacity of the affiliated entities and operating cash flows.

The Group's maximum exposure to credit risk as of December 31, 2022 and 2021 is equal to the carrying values of its financial assets.

Given the Group's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rate based on days past due of all customers as they have similar loss patterns. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity. Intercompany receivables are also evaluated for impairment. The security deposits and advance rental from tenants are considered in the calculation of impairment as recoveries. As of December 31, 2022 and 2021, the exposure at default amounts to ₱23,587.7 million and ₱25,010.7 million, respectively. The average expected credit loss rates are 1.67% and 1.57% (over total receivables) that resulted in the ECL of ₱2,539.4 million and ₱2,294.2 million as of December 31, 2022 and December 31, 2021, respectively.

As of December 31, 2022 and 2021, the analysis of past due but not impaired trade receivables presented per class follow:

December 31, 2022

	Neither Past Due nor Impaired	**Past Due but not Impaired**						**Impaired**	**Total**
		<30 days	**30-60 days**	**61-90 days**	**91-120 days**	**>120 days**	**Total**		
					(In Thousands)				
Trade:									
Residential, commercial and office development	**₱81,207,777**	**₱5,045,060**	**₱1,734,959**	**₱1,697,084**	**₱2,825,851**	**₱9,222,635**	**₱20,525,589**	**₱64,092**	**₱101,797,458**
Shopping centers	**3,456,504**	**214,593**	**276,044**	**126,431**	**376,215**	**648,346**	**1,641,629**	**1,217,417**	**6,315,550**
Corporate business	**1,879,764**	**30,810**	**510,631**	**14,382**	**94,852**	**475,474**	**1,126,149**	**670,113**	**3,676,026**
Construction contracts	**912,307**	**799,310**	**278,208**	**225,769**	**173,619**	**282,014**	**1,758,920**	**155,697**	**2,826,924**
Management fees	**97,585**	**–**	**41,215**	**21,708**	**21,870**	**32,502**	**117,295**	**16,630**	**231,510**
Others	**4,993,685**	**343,315**	**62,862**	**9,580**	**53,855**	**102,895**	**572,507**	**225,446**	**5,791,638**
Advances to other companies	**8,148,743**	**139,602**	**1,752**	**17,516**	**425,156**	**6,935,486**	**7,519,512**	**190,008**	**15,858,263**
Accrued receivables	**7,281,604**	**276,212**	**–**	**12,729**	**46,845**	**1,752,952**	**2,088,738**	**–**	**9,370,342**
Related parties	**6,927,883**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**6,927,883**
Receivables from employees	**772,866**	**13,223**	**11,854**	**12,742**	**4,088**	**113,014**	**154,921**	**–**	**927,787**
	₱115,678,718	**₱6,862,125**	**₱2,917,525**	**₱2,137,941**	**₱4,022,351**	**₱19,565,318**	**₱35,505,260**	**₱2,539,403**	**₱153,723,381**

December 31, 2021

	Neither Past Due nor Impaired	Past Due but not Impaired						Impaired	Total
		<30 days	30-60 days	61-90 days	91-120 days	>120 days	Total		
					(In Thousands)				
Trade:									
Residential, commercial and office development	₱71,715,540	₱8,686,656	₱1,358,594	₱2,615,314	₱2,040,476	₱12,010,565	₱26,711,605	₱62,314	₱98,489,459
Shopping centers	2,908,306	191,539	275,175	13,421	185,070	1,006,528	1,671,733	1,074,658	5,654,697
Corporate business	1,572,835	16,834	49,561	3,774	78,533	687,181	835,883	633,108	3,041,826
Construction contracts	1,129,267	348,967	159,900	312,955	38,708	-	860,530	152,231	2,142,028
Management fees	38,651	1,780	25,048	13,355	14,272	18,030	72,485	16,630	127,766
Others	2,720,870	1,200,224	38,190	56,746	47,535	451,165	1,793,860	221,488	4,736,218
Advances to other companies	8,623,005	1,414,578	43,186	14,751	59,887	6,650,972	8,183,374	133,725	16,940,104
Accrued receivables	6,189,054	342,235	43,653	22,440	132,082	1,479,107	2,019,517	–	8,208,571
Related parties	5,958,742	–	–	–	–	–	–	–	5,958,742
Receivables from employees	606,397	11,986	22,264	4,596	71,083	39,488	149,417	–	755,814
	₱101,462,667	₱12,214,799	₱2,015,571	₱3,057,352	₱2,667,646	₱22,343,036	₱42,298,404	₱2,294,154	₱146,055,225

The table below shows the credit quality of the Company's financial assets as of December 31, 2022 and 2021:

December 31, 2022

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
				(In Thousands)				
Cash and cash equivalents (excluding cash on hand)	**₱11,818,056**	**₱–**	**₱–**	**₱–**	**₱11,818,056**	**₱–**	**₱–**	**₱11,818,056**
Short-term investments	**330,500**	**–**	**–**	**–**	**330,500**	**–**	**–**	**330,500**
Financial assets at FVTPL	**291,989**	**–**	**–**	**–**	**291,989**	**–**	**–**	**291,989**
Accounts and notes receivables:								
Trade:								
Residential, commercial and office development	**72,403,724**	**5,493,083**	**3,310,970**	**–**	**81,207,777**	**20,525,589**	**64,092**	**101,797,458**
Shopping centers	**2,092,054**	**688,530**	**675,920**	**–**	**3,456,504**	**1,641,629**	**1,217,417**	**6,315,550**
Construction contracts	**841,177**	**57,881**	**13,249**	**–**	**912,307**	**1,758,920**	**155,697**	**2,826,924**
Corporate business	**1,369,710**	**503,095**	**6,959**	**–**	**1,879,764**	**1,126,149**	**670,113**	**3,676,026**
Management fees	**97,585**	**-**	**-**	**–**	**97,585**	**117,295**	**16,630**	**231,510**
Others	**4,639,176**	**178,530**	**175,979**	**–**	**4,993,685**	**572,507**	**225,446**	**5,791,638**
Advances to other companies	**6,743,814**	**40,054**	**1,364,875**	**–**	**8,148,743**	**7,519,512**	**190,008**	**15,858,263**
Accrued receivables	**6,810,233**	**1,093**	**470,278**	**–**	**7,281,604**	**2,088,738**	**–**	**9,370,342**
Related parties	**4,207,106**	**173,844**	**2,546,933**	**–**	**6,927,883**	**–**	**–**	**6,927,883**
Receivable from employees	**724,804**	**20,925**	**27,137**	**–**	**772,866**	**154,921**	**–**	**927,787**
Financial Assets at FVOCI:								
Unquoted	**–**	**–**	**–**	**440,811**	**440,811**	**–**	**–**	**440,811**
Quoted	**522,807**	**–**	**–**	**–**	**522,807**	**–**	**–**	**522,807**
	₱112,892,735	**₱7,157,035**	**₱8,592,300**	**₱440,811**	**₱129,082,881**	**₱35,505,260**	**₱2,539,403**	**₱167,127,544**

December 31, 2021

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
					(In Thousands)			
Cash and cash equivalents (excluding cash on hand)	₱13,904,862	₱–	₱–	₱–	₱13,904,862	₱–	₱–	₱13,904,862
Short-term investments	325,641	–	–	–	325,641	–	–	325,641
Financial assets at FVTPL	700,803	–	–	–	700,803	–	–	700,803
Accounts and notes receivables:								
Trade:								
Residential, commercial and office development	61,412,808	7,388,708	2,914,024	–	71,715,540	26,711,605	62,314	98,489,459
Shopping centers	2,141,933	400,914	365,459	–	2,908,306	1,671,733	1,074,658	5,654,697
Construction contracts	1,129,267	-	-	–	1,129,267	860,530	152,231	2,142,028
Corporate business	1,567,085	705	5,045	–	1,572,835	835,883	633,108	3,041,826
Management fees	28,477	4,066	6,108	–	38,651	72,485	16,630	127,766
Others	2,623,734	53,874	43,262	–	2,720,870	1,793,860	221,488	4,736,218
Advances to other companies	8,576,334	16,314	30,357	–	8,623,005	8,183,374	133,725	16,940,104
Accrued receivables	6,140,849	-	48,205	–	6,189,054	2,019,517	–	8,208,571
Related parties	3,522,081	575,391	1,861,270	–	5,958,742	–	–	5,958,742
Receivable from employees	575,514	22,834	8,049	–	606,397	149,417	–	755,814
Financial Assets at FVOCI:								
Unquoted	–	–	–	583,543	583,543	–	–	583,543
Quoted	397,727	–	–	–	397,727	–	–	397,727
	₱103,047,115	₱8,462,806	₱5,281,779	₱583,543	₱117,375,243	₱42,298,404	₱2,294,154	₱161,967,801

The credit quality of the financial assets was determined as follows:

Cash and cash equivalents, short-term investments, financial assets at FVTPL, financial assets at FVOCI quoted securities - based on the nature of the counterparty and the Group's internal rating system;

Receivables - high grade pertains to receivables with no default in payment; medium grade pertains to receivables with up to 3 defaults in payment; and low grade pertains to receivables with more than 3 defaults in payment;

The unquoted financial assets at FVOCI are unrated.

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 interest rate risk management policy centers on reducing the overall interest expense and exposure to changes in interest rates. Changes in market interest rates relate primarily to the Group's interest-bearing debt obligations with floating interest rate as it can cause a change in the amount of interest payments.

The Group manages its interest rate risk by lever
on its premier credit rating and increasing the fixed interest component of its debt portfolio. The Company's ratio of fixed to floating rate debt stood at around 90:10 and 91:9 as of December 31, 2022 and 2021, respectively.

The following tables demonstrate the sensitivity of the Group's profit before tax and equity to a reasonably possible change in interest rates on December 31, 2022 and 2021, with all variables held constant, (through the impact on floating rate borrowings):

December 31, 2022

	Effect on income before income tax Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis points**
	(In Thousands)	
Floating rate borrowings	**(₱243,172)**	**₱243,172**

December 31, 2021

	Effect on income before income tax Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis points
	(In Thousands)	
Floating rate borrowings	(₱194,117)	₱194,117

The assumed change in rate is based on the currently observable market environment. There is no other impact on the Group's equity other than those already affecting the net income.

The terms and maturity profile of the interest-bearing financial assets and liabilities, together with their corresponding nominal amounts and carrying values are shown in the following table (in thousands):

December 31, 2022

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Group							
Cash and cash equivalents							
(excluding cash on hand)	**Fixed at the date of investment**	**Various**	**₱11,885,329**	**₱11,885,329**	**₱–**	**₱–**	**₱11,885,329**
Short-term investments	**Fixed at the date of investment or revaluation cut-off**	**Various**	**330,500**	**330,500**	**–**	**–**	**330,500**
Receivables from employees	**Fixed at the date of sale**	**Date of sale**	**927,787**	**772,866**	**154,921**	**–**	**927,787**
			₱13,143,616	**₱12,988,695**	**₱154,921**	**₱–**	**₱13,143,616**
Parent Company							
Short-term debt							
Floating-Peso	**Variable**	**Monthly**	**₱688,000**	**₱ 688,000**	**₱–**	**₱–**	**₱ 688,000**
Long-term debt							
Fixed							
Peso	**Fixed at 6.00%**	**10 years**	**2,000,000**	**-**	**–**	**1,666,347**	**1,666,347**
Peso	**Fixed at 6.0%**	**20 years**	**22,000,000**	**6,865,033**	**13,846,461**	**–**	**20,711,493**
Peso	**Fixed at 4.5000%**	**7 years**	**7,000,000**	**–**	**6,343,553**	**–**	**6,343,553**
Peso	**Fixed at 3.892 to 4.85%**	**7, 9.5 and 10 years**	**72,455,727**	**62,494,696**	**11,313,724**	**20214935**	**94,023,355**
Peso	**Fixed at 5.2624%**	**10 years**	**10,000,000**	**–**	**–**	**9,162,218**	**9,162,218**
Peso	**Fixed at 3.75% to 4.95%**	**Up to 10.5 years**	**6,250,000**	**–**	**5,680,329**	**–**	**5,680,329**
Peso	**Fixed at 5.920%**	**10 years**	**12,000,000**	**–**	**11,481,913**	**–**	**11,481,913**
Peso	**Fixed at 3.1764% to 3.187%**	**5 years**	**45,000,000**	**-**	**24,060,520**	**13,188,640**	**37,249,160**
Peso	**Fixed at 4.76% to 6.37%**	**5, 7 and 7.25 years**	**13,000,000**	**-**	**9,182,310**	**2,230,628**	**11,412,939**
Peso	**Fixed at 3.00% to 3.86%**	**2 and 5 years**					
Peso	**Fixed at 3.63% to 4.08%**	**4 and 10 years**	**289,000**	**25,187**	**227,844**	**–**	**253,031**
Floating							
Peso	**Variable**	**3 months**					
Subsidiaries							
Short-term debt			**5,859,271**	**5,859,271**	**–**	**–**	**5,859,271**
Floating							
Peso	**Variable**	**Monthly**					
Long-term debt			**20,300,250**	**3,937,785**	**3,527,142**	**9,047,038**	**16,511,964**
Fixed							
Peso	**Fixed at 3.0445% to 4.75%**	**2, 5 to 10 years**	**17,480,968**	**1,937,112**	**9,157,146**	**3,901,020**	**14,995,277**
Floating							
Peso	**Variable**	**3 months**					
			₱234,323,216	**₱81,807,084**	**₱94,820,942**	**₱59,410,826**	**₱236,038,850**

December 31, 2021

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Group							
Cash and cash equivalents							
(excluding cash on hand)	Fixed at the date of investment	Various	₱13,904,862	₱13,904,862	₱–	₱–	₱13,904,862
Short-term investments	Fixed at the date of investment or revaluation cut-off	Various	325,641	325,641	–	–	325,641
Receivables from employees	Fixed at the date of sale	Date of sale	755,815	593,939	161,876	–	755,815
			₱14,986,318	₱14,824,442	₱161,876	₱–	₱14,986,318
Parent Company							
Short-term debt							
Floating-Peso	Variable	Monthly	₱ 8,471,000	₱ 8,471,000	₱–	₱–	₱ 8,471,000
Long-term debt							
Fixed							
Peso	Fixed at 6.00%	10 years	5,650,000	5,650,000	–	–	5,650,000
Peso	Fixed at 6.0%	20 years	2,000,000	–	–	1,986,794	1,986,794
Peso	Fixed at 4.5000%	7 years	7,000,000	6,987,688	–	–	6,987,688
Peso	Fixed at 3.892 to 4.85%	7, 9.5 and 10 years	22,000,000	–	21,912,113	–	21,912,113
Peso	Fixed at 5.2624%	10 years	7,000,000	–	6,979,065	–	6,979,065
Peso	Fixed at 3.75% to 4.95%	Up to 10.5 years	81,158,570	903,471	30,616,372	49,211,500	80,731,343
Peso	Fixed at 5.920%	10 years	10,000,000	–	–	9,916,583	9,916,583
Peso	Fixed at 3.1764% to 3.187%	5 years	6,374,875	–	6,374,875	–	6,374,875
Peso	Fixed at 4.76% to 6.37%	5, 7 and 7.25 years	12,000,000	–	11,876,362	–	11,876,362
Peso	Fixed at 3.00% to 3.86%	2 and 5 years	16,250,000	9,970,491	6,192,684	–	16,163,175
Peso	Fixed at 3.63% to 4.08%	4 and 10 years	13,000,000	-	9,903,889	2,977,789	12,881,678
Floating							
Peso	Variable	3 months	306,000	16,821	288,263	–	305,084
Subsidiaries							
Short-term debt							
Floating							
Peso	Variable	Monthly	8,311,500	8,311,500	–	–	8,311,500
Long-term debt							
Fixed							
Peso	Fixed at 3.0445% to 4.75%	2, 5 to 10 years	22,397,309	2,231,816	4,968,133	15,026,300	22,226,249
Floating							
Peso	Variable	3 months	2,323,230	413,710	1,654,520	255,000	2,323,230
			₱224,242,484	₱42,956,497	₱100,766,276	₱79,373,966	₱223,096,739

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Financial assets and credit facilities of the Group, as well as major contracts entered into for the purchase of raw materials, are mainly denominated in Philippine Peso. The Group's placements in foreign currencies amounted to US$33.06 million and MYR666.47 million as of December 31, 2022 and US$30.73 million and MYR647.69 million as of December 31, 2021. The amount of the Group's foreign currency-denominated debt amounting to US$67.90 million and MYR490.78 million as of December 31, 2022 and US$132.8 million and MYR775.08 million as of December 31, 2021. The Group expected a decrease in financial assets due to the impact of COVID-19 outbreak and imposition of community quarantines by the government throughout the Philippines in March 2020, until 2nd and 3rd quarter of 2021. Considering that the Group is in the hospitality sector, the operations of the company were greatly affected. Aside from the aforementioned finding, the Group's foreign currency risk is minimal.

The following table shows the Group's consolidated foreign currency-denominated monetary assets and liabilities and their peso equivalents as of December 31, 2022 and December 31, 2021:

	December 31					
	2022			2021		
	US Dollar	**MYR ringgit**	**Php Equivalent**	US Dollar	MYR ringgit	Php Equivalent
Financial Assets						
Cash and cash equivalents	**$5,491**	**MYR405,201**	**₱1,010,733**	$5,605	MYR 426,609	₱5,507,493
Short-term investments	**–**	**–**	**–**	-	26,518	324,580
Accounts and notes receivable - net	**24,163**	**175,457**	**3,587,493**	23,575	136,883	2,877,537
Other current assets	**3,027**	**84,903**	**1,234,780**	1,168	56,450	750,504
Other noncurrent assets	**380**	**908**	**29,191**	380	1,227	34,395
Total	**33,061**	**666,469**	**5,862,196**	30,728	647,687	9,494,510
Financial Liabilities						
Accounts and other payables	**8,631**	**422,676**	**5,791,517**	4,047	772,864	9,666,212
Other current liabilities	**690**	**–**	**35,019**	463	–	23,608
Short-term debt	**–**	**31,050**	**391,521**	–	-	-
Long-term debt	**55,000**	**35,091**	**3,508,995**	125,000	102	6,374,988
Other noncurrent liabilities	**3,578**	**1,961**	**209,400**	3,293	2,118	193,834
Total	**67,899**	**490,778**	**9,936,453**	132,802	775,083	16,258,653
Net foreign currency denominated financial instruments	**($34,838)**	**MYR175,692**	**(₱4,074,257)**	($102,074)	(MYR127,396)	(₱6,764,143)

In translating the foreign currency-denominated monetary assets in peso amounts, the exchange rates used were ₱55.76 to US$1.00 and ₱50.99 to US$1.00, the Philippine Peso - US dollar exchange rates as of December 31, 2022 and 2021, respectively. The Philippine Peso- MY ringgit exchange rate as of December 31, 2022 and 2021 used was ₱12.61 to MYR1.00 and ₱12.24 to MYR1.00, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the Philippine peso-US dollar exchange rate, with all variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities) and the Group's equity.

	Effect on income before tax Increase (decrease)	
Change in exchange rate	**2022**	2021
USD		
₱1.00	**(₱34,838)**	(₱102,074)
(₱1.00)	**34,838**	102,074
MYR		
₱1.00	**(₱175,692)**	(₱127,396)
(₱1.00)	**₱175,692**	₱127,396

There is no other impact on the Group's equity other than those already affecting the net income.

Equity price risk
Quoted financial assets at FVOCI are acquired at a certain price in the market. Such investment 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. Depending on several factors such as interest rate movements, country's economic performance, political stability, domestic inflation rates, these prices change, reflecting how market participants view the developments.

The Group's market risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments; diversification plan; limits on investment in each country, sector and market.

Quoted financial assets at FVTPL pertain to investment in UITF (Fund). The Fund, which is structured as a money market UITF, aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments.

As of December 31, 2022 and 2021, the fair value, net income and equity will increase (decrease) by: (i) BPI UITF Money Market ₱0.20 million with a duration of 0.34 year and ₱1.19 million with a duration of 0.66 year , respectively; (ii) BPI UITF USD Short Term ₱0.02 million with a duration of 0.33 year and ₱0.07 million with a duration of 0.73 year , respectively; for a 100 basis points decrease (increase) in interest rates

30. **Segment Information**

The industry segments where the Group and its associates and joint ventures operate follows:

- Property developments - sale of high-end and upper middle-income residential lots and units, affordable housing units and lots, economic housing and leisure community developments; lease of residential developments under joint venture; acquisition, development and sale of large-scale, mixed-use, master-planned communities; sale of override units or the Company's share in properties made available to subsidiaries for development
- International – development and sale of residential lots and units in MCT Berhad
- Shopping centers - development of shopping centers and lease to third parties of retail space and land therein; operation of movie theaters, food courts, entertainment facilities, gas stations and carparks in these shopping centers; management and operation of malls which are co-owned with partners
- Offices - development and lease or sale of office buildings; sale of industrial lots and lease of factory building
- Hotels and Resorts - development and management of hotels and resorts/serviced apartments and lease of land to hotel tenants
- Construction - land development and construction of the Group and third-party projects
- Property management and others - facilities management of the Group and third-party projects

Assets, liabilities, revenues and expenses of the Strategic Landbank Management and Visayas-Mindanao segment were reallocated to other business segments namely, shopping centers, corporate businesses and residential developments according to the nature of the products and services provided.

The Company and its subsidiaries generally account for inter-segment sales and transfers as if the sales and transfers were to third parties at current market prices.

Management committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

For the years ended December 31, 2022, 2021 and 2020, there were no revenue transactions with a single external customer which accounted for 10% or more of the consolidated revenue from external customers.

Business segments
The following tables regarding business segments present assets and liabilities as of December 31 and revenue and profit information for each of the three years in the period ended December 31 (in millions):

2022

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱71,792	₱2,757	₱–	₱–	₱6,194	₱4,236	₱4,181	₱–	₱–	₱89,160
Interest income from real estate sales	6,695	–	–	–	–	–	–	–	–	6,695
Rental revenue	–	–	16,075	11,121	–	–	–	–	–	27,196
Intersegment sales	–	–	–	–	–	38,257	–	–	(38,257)	–
earnings of associates and joint ventures	1,419	–	10	–	–	6	(5)	–	–	1,430
Total revenue	79,906	2,757	16,085	11,121	6,194	42,499	4,176	–	(38,257)	124,481
Real estate costs and expenses	54,286	2,074	7,573	2,545	5,982	39,117	6,497	2,868	(38,049)	82,893
Gross margin (loss)	25,620	683	8,512	8,576	212	3,382	(2,321)	(2,868)	(208)	41,588
Interest and investment income										387
Other charges										(3,996)
Interest and other financing charges										(11,447)
Other income										1,688
Provision for income tax										(5,696)
Net income										₱22,524
Net income attributable to:										
Equity holders of Ayala Land, Inc.										₱18,617
Non-controlling interests										3,907
										₱22,524
Other Information										
Segment assets	₱589,589	₱17,440	₱215,705	₱155,712	₱54,615	₱44,480	₱13,557	₱102,294	(₱459,543)	₱733,849
Investment in associates and joint ventures	31,252	–	37	–	–	61	349	218	–	31,917
	620,841	17,440	215,742	155,712	54,615	44,541	13,906	102,512	(459,543)	765,766
Deferred tax assets	2,074	33	1,980	341	423	126	102	1,076	7,734	13,889
Total assets	₱622,915	₱17,473	₱217,722	₱156,053	₱55,038	₱44,667	₱14,008	₱103,588	(₱451,809)	₱779,655
Segment liabilities	236,536	6,421	94,346	25,122	20,916	33,705	7,724	195,016	(139,645)	480,141
Deferred tax liabilities	1,599	–	255	354	18	–	–	(229)	3,852	5,849
Total liabilities	₱238,135	₱6,421	₱94,601	₱25,476	₱20,934	₱33,705	₱7,724	₱194,787	(₱135,793)	₱485,990
Segment additions to:										
Property and equipment	₱141	₱50	₱1,484	₱74	₱351	₱440	₱1,406	₱478	₱–	₱4,424
Investment properties	₱7,773	₱655	₱18,529	₱3,149	₱–	₱26	₱2	₱4,543	₱–	₱34,677
Depreciation and amortization	₱542	₱162	₱4,420	₱2,340	₱920	₱552	₱504	₱249	₱–	₱9,689
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱56	₱–	158	₱62	₱1	₱–	₱3	₱1	₱–	₱281

2021

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱65,260	₱3,878	₱–	₱–	₱2,833	₱3,909	₱2,467	₱–	₱–	₱78,347
Interest income from real estate sales	6,801	–	–	–	–	–	–	–	–	6,801
Rental revenue	–	–	7,925	9,872	–	–	–	–	–	17,797
Intersegment sales	–	–	–	–	–	36,578	–	–	(36,578)	–
Equity in net earnings of associates and joint ventures	971	–	7	-	–	3	(16)	(122)	–	843
Total revenue	73,032	3,878	7,932	9,872	2,833	40,490	2,451	(122)	(36,578)	103,788
Real estate costs and expenses	49,401	2,896	5,204	2,803	4,095	39,062	2,736	229	(35,246)	71,180
Gross margin (loss)	23,631	982	2,728	7,069	(1,262)	1,428	(285)	(351)	(1,332)	32,608
Interest and investment income										253
Other charges										(3,637)
Interest and other financing charges										(11,038)
Other income										2,101
Provision for income tax										(4,628)
Net income										₱15,659
Net income attributable to:										
Equity holders of Ayala Land, Inc.										₱12,228
Non-controlling interests										3,431
										₱15,659
Other Information										
Segment assets	₱559,211	₱20,190	₱226,343	₱135,653	₱59,038	₱48,601	₱11,549	₱94,146	(₱450,625)	₱704,106
Investment in associates and joint ventures	28,194	–	45	–	–	55	172	-	–	28,466
	587,405	20,190	226,388	135,653	59,038	48,656	11,721	94,146	(450,625)	732,574
Deferred tax assets	1,901	163	1,732	389	436	114	183	1,299	6,675	12,890
Total assets	₱589,306	₱20,353	₱228,120	₱136,042	₱59,474	₱48,770	₱11,904	₱95,445	(₱443,950)	₱745,464
Segment liabilities	235,677	979	95,934	29,686	25,986	38,035	6,158	200,436	(164,449)	468,442
Deferred tax liabilities	2,619	0	177	225	4	0	(2)	(196)	3,693	6,520
Total liabilities	₱238,296	₱979	₱96,111	₱29,911	₱25,990	₱38,035	₱6,156	₱200,240	(₱160,756)	₱474,962
Segment additions to:										
Property and equipment	₱2,035	₱–	₱298	₱4	₱285	₱555	₱14	₱24	₱–	₱3,215
Investment properties	₱12,426	₱508	₱8,141	₱1,100	₱146	₱103	₱–	₱1,757	₱–	₱24,181
Depreciation and amortization	₱733	₱	₱4,438	₱1,908	₱887	₱238	₱475	₱221	₱–	₱8,900
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱11	₱–	₱22	₱114	₱–	₱114	₱98	₱181	₱–	₱540

2020

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱53,014	₱4,845	₱–	₱–	₱3,388	₱3,279	₱2,971	₱–	₱–	₱67,497
Interest income from real estate sales	8,603	–	–	–	–	–	–	–	–	8,603
Rental revenue	–	–	9,063	9,405	–	–	–	–	–	18,468
Intersegment sales	–	–	–	–	–	32,601	–	–	(32,601)	–
Equity in net earnings of associates and joint ventures	148	–	2	380	–	(4)	(4)	65	–	587
Total revenue	61,765	4,845	9,065	9,785	3,388	35,876	2,967	65	(32,601)	95,155
Real estate costs and expenses	40,897	3,917	7,156	1,653	4,079	34,886	5,244	225	(33,372)	64,685
Gross margin (loss)	20,868	928	1,909	8,132	(691)	990	(2,277)	(160)	771	30,470
Interest and investment income										395
Other charges										(3,789)
Interest and other financing charges										(12,746)
Other income										723
Provision for income tax										(4,059)
Net income										₱10,994
Net income attributable to:										
Equity holders of Ayala Land, Inc.										8,727
Non-controlling interests										2,267
										₱10,994
Other Information										
Segment assets	₱557,840	₱23,233	₱205,505	₱106,848	₱55,147	₱49,218	₱11,607	₱93,761	(₱420,388)	₱682,771
Investment in associates and joint ventures	17,101	–	38	–	–	52	188	9,222	–	26,601
	574,941	23,233	205,543	106,848	55,147	49,270	11,795	102,983	(420,388)	709,372
Deferred tax assets	1,818	96	1,178	309	324	145	220	1,485	6,547	12,122
Total assets	₱576,759	₱23,329	₱206,721	₱107,157	₱55,471	₱49,415	₱12,015	₱104,468	(₱413,841)	₱721,494
Segment liabilities	₱235,380	₱12,605	₱79,334	₱24,521	₱19,059	₱40,451	₱5,989	₱197,589	(₱160,762)	₱454,166
Deferred tax liabilities	2,888	–	186	127	12	1	21	(112)	4,026	7,149
Total liabilities	₱238,268	₱12,605	₱79,520	₱24,648	₱19,071	₱40,452	₱6,010	₱197,477	(₱156,736)	₱461,315
Segment additions to:										
Property and equipment	₱211	₱83	₱73	₱40	₱991	₱335	₱630	₱735	₱–	₱3,098
Investment properties	₱1,032	₱463	₱1,188	₱1,030	₱46	₱68	₱23	₱1,766	₱–	₱5,616
Depreciation and amortization	₱618	₱189	₱4,411	₱1,779	₱875	₱998	₱483	₱220	₱–	₱9,573
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱37	₱–	₱288	₱331	₱–	₱–	₱97	₱225	₱–	₱978

31. **Performance Obligations**

Information about the Group's performance obligations are summarized below:

Real estate sales
The Group entered into contracts to sell with one identified performance obligation which is the sale of the real estate unit together with the services to transfer the title to the buyer upon full payment of contract price. The amount of consideration indicated in the contract to sell is fixed and has no variable consideration.

The sale of real estate unit may cover the contract for either the (i) serviced lot; (ii) service lot and house, and (iii) condominium unit and the Group concluded that there is one performance obligation in each of these contracts. The Group recognizes revenue from the sale of these real estate projects under pre-completed contract over time during the course of the construction.

Payment commences upon signing of the contract to sell and the consideration is payable in cash or under various financing schemes entered with the customer. The financing scheme would include payment of 10% of the contract price spread over a certain period (e.g., one to two years) at a fixed monthly payment with the remaining balance payable (a) in full at the end of the period either through cash or external financing; or (b) through in-house financing which ranges from two (2) to ten (10) years with fixed monthly payment. The amount due for collection under the amortization schedule from each of the customer does not necessarily coincide with the progress of construction, which results to either an unbilled receivable or customers' deposit.

After the delivery of the completed real estate unit, the Group provides one year warranty to repair minor defects on the delivered serviced lot and house and condominium unit. This is assessed by the Group as a quality assurance warranty and not treated as a separate performance obligation.

Hotels and resorts
Rooms revenue from hotel and resort operations is recognized when the services are rendered. Revenue from banquets and other special events are recognized when the events take place.

Construction
Revenue from fixed price construction contracts are recognized overtime using the milestone-based revenue recognition which is in reference to output method. The output method is determined based on the start and completion of a task of the contract work inclusive of uninstalled goods and materials delivered to the site.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) as at December 31, 2022 and 2021 are as follows:

	2022	2021
	(In Thousands)	
Within one year	**₱31,674,330**	₱45,005,469
More than one year	**29,307,910**	55,587,158
	₱60,982,240	₱100,592,627

The remaining performance obligations expected to be recognized within one year and in more than one year relate to the continuous development of the Group's real estate projects. The Group's condominium units are completed within three to five years from start of construction while serviced lots and serviced lots and house are expected to be completed within two to three years from start of development.

32. Registration with Philippine Economic Zone Authority (PEZA)

Ayala Land Inc., the Parent Company, was registered with PEZA last December 13, 2017 as a Developer/Operator of the Southpark Corporate Center.

North Eastern Commercial Corporation, a wholly owned subsidiary, was registered with PEZA last July 5, 2017 as a Developer/Operator of the 30th Corporate Center.

Ayala Land Inc., the Parent Company, was registered with PEZA last November 6, 2017 as a Developer/Operator of the Vertis North IT Park.

Central Block Developers, Inc., a wholly owned subsidiary, was registered with PEZA last June 19, 2017 as a Ecozone Facilities Enterprise of the Central Bloc 1 & 2.

Ayalaland Metro North, Inc., a wholly owned subsidiary, was registered with PEZA last January 16, 2017 as a Developer/Operator of the UP Town Corporate Center.

Pangulasian Island Resort Corporation (PIRC), a subsidiary of Ten Knots Development Corporation which is a subsidiary of Ayala Land, Inc., is registered with the Philippine Economic Zone Authority (PEZA) under the Certificate of Registration number 16-055 and Registration Agreement dated March 21, 2016. The registration shall entitle PIRC to conduct activities limited to resort operations, travel/tours/leisure and recreation-related activities, and the importation of raw materials, machinery, equipment, tools, goods, wares, articles, or merchandise directly used in its registered operations inside the Green Tourism Ecozone - Pangulasian.

Nuevo Centro, a wholly-owned subsidiary of Ayala Land, Inc., is registered with PEZA with Certificate of Registration number EZ 16-30 under Registration Agreement dated July 19, 2016. The registration as a Special Economic Zone Developer/Operator shall entitle Nuevo Centro, Inc. to establish, develop, administer, manage, and operate a Special Economic Zone to be known as Alviera Industrial Park. It has been designated a 311,954-square meter area located at Barangays Dolores and Banaba, Porac, Pampanga. The Company shall be exempt from payment of all national and local taxes, except real property taxes on land and shall pay a 5% final tax on gross income.

33. Leases

<u>Operating Leases - Group as Lessor</u>
The Group entered into lease agreements with third parties covering its investment property portfolio. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals receivable under noncancellable operating leases of the Group follows:

	2022	2021
	(In Thousands)	
Within one year	**₱3,498,321**	₱5,591,888
After one year but not more than five years	**12,422,006**	15,982,405
More than five years	**55,262,893**	56,106,720
	₱71,183,220	₱77,681,012

In 2022, 2021 and 2020, the Group granted rent concessions to its tenants which were affected by the community quarantine imposed by the government amounting to ₱2.36 billion, ₱7.15 billion, and ₱6.15 billion, respectively. These rent concessions did not qualify as a lease modification, thus, were accounted for as a variable lease payments and reported as reduction of lease income in 2022, 2021 and 2020 (see Note 3).

Group as Lessee

The Group entered into lease agreements with third parties. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals payable under noncancellable operating leases of the Group follows:

	2022	2021
	(In Thousands)	
Within one year	**₱3,033,292**	₱3,003,107
After one year but not more than five years	**7,790,454**	7,973,751
More than five years	**49,234,687**	53,597,269
	₱60,058,433	₱64,574,127

Set out below are the carrying amounts of right-of-use assets recognized and the movements in 2022 and 2021:

			2022		
	Land	**Building**	**Aircraft**	**Others**	**Total**
			(in thousands)		
Cost					
At January 1	**₱14,684,025**	**₱731,053**	**₱1,701,823**	**₱385,169**	**₱17,502,070**
Additions	**1,435,322**	**46,125**	**–**	**33,950**	**1,515,397**
At December 31	**16,119,347**	**777,178**	**1,701,823**	**419,119**	**19,017,467**
Accumulated Depreciation and Amortization					
At January 1	**3,843,728**	**488,648**	**713,632**	**299,822**	**5,345,830**
Depreciation	**284,283**	**231,565**	**171,629**	**22,902**	**710,379**
Adjustments	**517,115**	**23,302**	**–**	**(1,674)**	**538,743**
Capitalized as investment property	**(849)**	**2,206**	**–**	**2,317**	**3,674**
At December 31	**4,644,277**	**745,721**	**885,261**	**323,367**	**6,598,626**
Net Book Value	**₱11,475,070**	**₱31,457**	**₱816,562**	**₱95,752**	**₱12,418,841**

			2021		
	Land	Building	Aircraft	Others	Total
			(in thousands)		
Cost					
At January 1	₱14,315,158	₱638,095	₱1,701,823	₱284,574	₱16,939,650
Additions	368,867	92,957	–	100,596	562,420
At December 31	14,684,025	731,052	1,701,823	385,169	17,502,070
Accumulated Depreciation and Amortization					
At January 1	3,100,200	181,053	542,003	108,220	3,931,475
Depreciation	239,988	184,614	171,629	27,041	623,272
Adjustments	454,428	37,246		127,780	619,454
Capitalized as investment property	49,113	85,735		36,781	171,629
At December 31	3,843,728	488,648	713,632	299,822	5,345,830
Net Book Value	₱10,840,297	₱242,404	₱988,191	₱85,348	₱12,156,240

The rollforward analysis of lease liabilities follows:

	2022	2021
At January 1	**₱17,837,354**	₱17,755,843
Additions	**614,921**	104,695
Accretion of interest expense (Note 22)	**1,439,756**	1,409,177
Capitalized interest	**–**	–
Foreign exchange gain (loss)	**127,004**	–
Payments	**(1,316,469)**	(1,432,361)
As at December 31	**₱18,702,566**	₱17,837,354
Current lease liabilities	**710,160**	599,363
Noncurrent lease liabilities	**₱17,992,406**	₱17,237,991

The following are the amounts recognized in the consolidated statement of income:

	2022	2021
Depreciation expense of right-of-use assets	**₱710,380**	₱623,272
Accretion of interest expense on lease liabilities (Note 22)	**1,439,756**	1,409,177
Rent expense - short-term leases	**556**	9,426
Rent expense - variable lease payments	**256,331**	168,963
Foreign exchange (gain) loss	**127,004**	210
Total amounts recognized in the consolidated statement of income	**₱2,534,027**	₱2,211,048

The Group has lease contracts for land that contains variable payments based on a certain percentage of gross rental income of the commercial centers. These terms are negotiated by management for certain commercial spaces without steady customer demand. Management's objective is to align the lease expense with the revenue earned. The following provides information on the Group's variable lease payments, including the magnitude in relation to fixed payments:

	2022		
	Fixed Payments	Variable Payments	Total
Fixed	**₱971,073**	**₱–**	**₱971,073**
Variable rent with minimum payment	**11,987**	**69,014**	**81,001**
Variable rent only	**–**	**2,851,097**	**2,851,097**
At December 31	**₱983,060**	**₱2,920,111**	**₱3,903,171**

	2021		
	Fixed Payments	Variable Payments	Total
Fixed	₱1,471,313	₱–	₱1,471,313
Variable rent with minimum payment	19,533	1,299	20,832
Variable rent only	–	19,543	19,543
At December 31	₱1,490,846	₱20,842	₱1,511,688

The significant leases entered into by the Group are as follows:

Parent Company

On January 2017, the Parent Company signed a Lease Agreement with Philippine Racing Club, Inc. for the lease of land located in Circuit Makati, Brgy. Carmona, Makati City with an aggregate area of 12,793 sqm. The term of the lease shall be twenty-three years and three months commencing from Delivery Date. The Lessee shall have the option to renew the lease under the same terms and conditions for another period of five years, provided that renewal period shall be mutually agreed by the Parties. For the period commencing from delivery date until sixty-three (63) months thereafter, the Lessee shall pay the Lessor the rent amounting to ₱100.00 million. Commencing on the sixty fourth month from execution of the contract until the end of the lease term, the Lessee shall pay the Lessor the rent equal to fifty percent (50%) of the Gross Income of the Lessee.

In September 2018, the Parent Company signed a Lease Agreement with Manila Seedling Bank Foundation, Inc. (MSBFI) for the lease of a 4.5-hectare portion of land located at the corner of EDSA and Quezon Avenue, Diliman, Quezon City. The term of the lease shall be coterminous with the Lessor's usufruct over the Leased Premises, or until September 20, 2027. The lessee shall pay lessor ₱50.53 million or 40% of lease upon execution of the contract and turnover of the premise while the remaining 60% amounting to ₱75.79 million shall be payable upon securing all necessary permits from Local Government of Quezon City but not later than six months from payment of preceding lease payment.

Bay City
On September 2, 2014, Parent Company signed a Lease Agreement with D.M. Wenceslao & Associates Inc. for the lease of several parcels of land along Asean Avenue and Macapagal Boulevard, Aseana City, Paranaque City with an aggregate area of 92,317 sqm. Parent Company signed a 45-year lease contract with an option to renew for another 45 years subject to such terms and conditions as may be mutually agreed upon by the lessor and the Parent Company. The Parent Company assigned the parcels of land to Bay City in December 2017.

On September 2, 2014, Parent Company signed a Lease Agreement with D.M. Wenceslao & Associates Inc. for the lease of several parcels of land along Asean Avenue and Macapagal Boulevard, Aseana City, Paranaque City, with an aggregate area of 92,317sqm. Parent Company signed a 45-year lease contract with an option to renew the lease for another term of 45 years subject to such terms and conditions as may be mutually agreed upon by the lessor and the Parent Company. The rent due to the Lessor shall be either the Minimum Guaranteed Rent or Percentage Rent (7% of Gross Rental Income), whichever is higher.

ALI also assigned the Air Rights and Basement Rights over the leased property with an aggregate area of 1,686.48 sqm and 8,294 sqm, respectively, subject to the same terms and conditions as the contract of lease dated September 2, 2014. The lessee shall pay the lessor (a) P100/sq meters subjects to annual escalation starting year 2020 ranging from P100/sq meter for the first 3 years, and subject to 25% escalation on the 4th year then 5% escalation from the 5th year to 17th year and finally 6% escalation from 18th to 45th year per square meter, or (b) rent equal to seven percent (7%) of the Gross Rental Income; whichever is higher. The lessee shall pay P100/sq meters for the Basement Right."

AMNI
On January 28, 2011, the Board of Regents of the University of the Philippines awarded to the Parent Company the ₱4.0 billion development of a 7.4-hectare lot at the University of the Philippines' Diliman East Campus, also known as the UP Integrated School, along Katipunan Avenue, Quezon City. The Parent Company signed a 25-year lease contract for the property last June 22, 2011, with an option to renew for another 25 years subject to mutual agreement of the parties. The lease payments shall commence as soon as sales are registered by the merchants. The rights were subsequently assigned by ALI to AMNI in 2015.

A retail establishment with about 63,000 sqm of gross leasable area and an office/BPO building about 8,000 sqm of gross leasable area have been constructed on the property.

Monthly rent is equal to the higher of either: (i) ₱215.65/sqm of the Gross Useable Area, subject to annual escalation at the rate of 5% (Minimum Guaranteed Rent); or (ii) Seventeen percent of the Gross Rental Income.

NTDCC

The Company entered into an assignment agreement with MRTDC wherein the latter has assigned its development rights to the Company in exchange for the Company's assumption of DRP obligation beginning January 1, 2006. The DRP obligation is payable annually for 42 years from the date of assumption, renewable upon expiration with escalation rate of 3% annually starting inception.

In consideration of the lease, the Group will be charged an annual rent related to the original DRP obligation on the MRTDC and 5% of the rental income from the Group's commercial center business. Of the 5% variable amount due, 2.42% shall be directly paid by the Group to the minority shareholders of Monumento Rail Transit Corporation, 28.47% shall be paid directly to Metro Global Holdings Corporation and the remaining 69.11% shall be applied against receivables.

On January 13, 2006, the deed of assignment between MRTDC and NTDCC was acknowledged by DOTC making MRTDC and NTDCC jointly and severally liable for the DRP and all other obligations attached thereto. NTDCC has been paying rent to DOTC in behalf of MRTDC since January 1, 2006. The DRP obligation is payable annually for 42 years from the date of assumption, renewable upon expiration. As of December 31, 2022 and 2021, the DRP obligation amounted to ₱3,722.9 million and ₱3,750.6 million, respectively. Total DRP obligation paid amounted to ₱289.2 million and ₱281.7 million in 2022 and 2021, respectively.

On October 29, 2015, the Company entered into a non-cancellable land lease agreement with Global-Estate Resort Inc (GERI) for the lease of an aggregate of 10,994.86 square meters undivided portions of the North Avenue Lot Pad A and North Avenue Lot Pad B to which the latter is entitled to development rights. The agreement shall be effective until August 8, 2047, subject to the extension of the development's rights period. Advanced rent amounting P294.4 million was paid at the beginning of the contract. Commencing on the 3rd year and until the 10th year of the contract, annual rent is P62.5 million.

During 2016, the Company entered into a non-cancellable land lease agreement with Anglo Philippine Holdings, DBH Inc. and Allante Realty & Development Corporation for the lease of an aggregate of 1,964.20 square meters, 687.47 square meters and 687.47 square meters, respectively, undivided portions of the North Avenue Lot Pad A and North Avenue Lot Pad B to which the latter is entitled to development rights. The agreement shall be effective until August 8, 2047, subject to the extension of the development's rights period. Advanced rent amounting ₱120.5 million, ₱18.4 million and ₱18.4 million was paid to Anglo, DBH and Allante, respectively, at the beginning of the contract. Commencing on the 3rd year and until the 10th year of the contract, annual rent payable for both DBH and Allante is ₱3.9 million.

ALICAP

In December 2017, the Company entered into 120-month lease agreement with NAC Aviation for a brand new ATR72-600 with MSN 1440 which will commence at the date of delivery. Commitment fee or refundable deposit required for the lease amounted to US$0.42 million. The ATR72-600 with MSN 1440 was delivered to the Company in February 2018 and has started flight operations in March 2018. The Company, per lease contract, has the option to purchase the ATR72-600 with MSN 1440 at the end of lease term for US$14.16 million.

In June 2018, the Company entered into another 120-month lease agreement with NAC Aviation for a brand new ATR72-600 with MSN 1492 which will commence at the date of delivery. Commitment fee or refundable deposit required for the lease amounted to US$0.42 million. The ATR72-600 with MSN 1492 was delivered to the Company on the same month and has started flight operations in August 2018. The Company, per lease contract, has the option to purchase the ATR72-600 with MSN 1440 at the end of lease term amounting to US$14.16 million.

AHRC
On January 30, 2018, the Company signed a Lease Agreement with Dunes & Eagle Land Development Corporation for the lease of ten parcels of land located at Barangay Mactan, Lapu-Lapu City, Mactan Island, Cebu with an aggregate area of 144,087 sqm. The term of the lease shall be for a period of fifty (50) years commencing from the date of execution of the agreement. Rent payment should be as follows: (a) ₱70 million per annum for the first 5 years (b) 5% of Gross Revenues or ₱70 million per annum whichever is higher for the 6th year to the 30th year, and (c) 5.5% of Gross Revenues or ₱70 million per annum whichever is higher for the 31st year to the 50th year.

On July 26, 2012, ALI entered into a renewable contract of lease with Province of Negros Occidental for 40,481 square meters area of land with a monthly lease of ₱73.00 per square meter which shall be escalated every five years by ten percent (10%) of the current rate of rent. The term of the lease shall be for a period of fifty (50) years commencing from the date of delivery subject to renewal by mutual agreement of the parties under such terms and conditions as may be mutually acceptable. The Company has assessed that the lease agreement is a non-cancellable lease. On December 23, 2014, ALI assigned its rights and obligations to Capitol Central Hotel Ventures, Inc. under the Contract of Lease Assignment over a portion on which Seda Capitol Central was constructed equivalent to an area of 3,714.80 square meters. The agreement on lease assignment transfers and conveys the Company to take over the lease of the assigned portion subject to the same terms and conditions contained in the contract of lease.

Bonifacio Hotel Ventures, Inc. entered into a non-cancellable and renewable contract of lease with Fort Bonifacio Development Corporation for the land on which Seda BGC Tower 1 was constructed with initial term of twenty-five (25) years commencing from the date that the Hotel first commences business or start of commercial operation. The lease agreement provides for the payment of rent based on 3% of the Hotel's gross income for its 1st year of operation, 4% of the Hotel's gross income for its 2nd year of operation, and 5% of the Hotel's gross income for the succeeding years or ₱350 per square meter for the 1st year, ₱375 per square meter for the 2nd year and ₱400 per square meter for the 3rd year, whichever is higher, and starting on the 4th year of operations, rent shall be escalated at a rate of 3% per year until the end of the lease period. The Company entered into another non-cancellable and renewable contract of lease with Fort Bonifacio Development Corporation for the land on which the Seda BGC Tower 2 was constructed with initial term of twenty-five (25) years commencing from the date that the Hotel first commences business or start of commercial operation. The lease agreement provides for the payment of rent based on 3% of the Hotel's gross income for its 1st year of operation, 4% of the Hotel's gross income for its 2nd year of operation, and 5% of the Hotel's gross income for the succeeding years or ₱575 per square meter for the 1st year, ₱616.06 per square meter for the 2nd year and ₱657.15 per square meter for the 3rd year, whichever is higher, and starting on the 4th year of operations, rent shall be escalated at a rate of 3% per year until the end of the lease period.

ALLHC
On August 28, 1990, the Company, through a Deed of Assignment, acquired all the rights, titles, interests and obligations of Gotesco Investment, Inc. in a contract of lease of the land owned by PNR for the Tutuban Terminal. The contract provided for a payment of a guaranteed minimum annual rental plus a certain percentage of gross sales. The lease covers a period of 25 years until 2014 and is automatically renewable for another 25 years, subject to compliance with the terms and conditions of the lease agreement. On December 22, 2009, ALLHC entered into an agreement with PNR for the renewal of its lease contract for another 25 years beginning September 5, 2014 until 2039. The fixed rent from 2014 to 2039 is P3.8b and variable rent is 2% of gross revenue.

SSECC
The Company has an existing contract with Bases Conversion and Development Authority (BCDA) to develop, under a lease agreement signed on July 2000, a mall with an estimated gross leasable area of 152,000 sqm on a 9.8-hectare lot inside Fort Bonifacio. Subsequently, the Company transferred its rights and obligations granted to or imposed under the lease agreement to SSECC, a subsidiary, in exchange for equity. The lease agreement covers 25 years, renewable for another 25 years subject to reappraisal of the lot at market value. The annual fixed lease rental amounts to ₱106.5 million while the variable rent ranges from 5% to 20% of gross revenues.

Capitol
On April 26, 2012 Parent Company signed a Lease Agreement with the Province of Negros Occidental for the lease of a parcel of land with an aggregate area of 40,481 sq. m. located along Gatuslao cor. North and South Capitol Roads, Bacolod City, registered in the name of the Province of Negros Occidental. The Parent Company signed a 50-year lease contract with an option to renew as may be mutually agreed upon by the lessor and the Company. The Parent Company assigned the parcels of land to Capitol in December 2017. Lease payment is P2.47 million per month and shall be escalated every five years by ten percent (10%) of the then current rate of rent.

Arvo
On October 15, 2014, Arvo entered into a property lease agreement with Rotonda Development Corporation for the construction, development and operation of a commercial and mall center. The terms of the lease shall be 42 years, with an option to renew for another 40 years subject to mutual agreement of the parties. The lease agreement provided rent-free period of 2 years and lease payments shall commence thereafter. Lease payments shall be paid annually at ₱60.00 per sqm, subject to an annual escalation of 4%.

The Group performed impairment testing on its right-of-use assets with a carrying value of ₱1,431.0 million and ₱1,360.0 million as of December 31, 2022 and 2021, respectively, by assessing its recoverable amount through estimation of its value in use. Based on the impairment testing, there is no impairment loss on the Group’s hotel and resorts right-of-use assets (see Note 3).

34. Long-term Commitments and Contingencies

Commitments

a. On December 8, 2017, ALI assigned to NTDCC development rights on certain portions of the North Triangle lot pads covered by a Deed of Assignment and Encroachment Settlement Agreement amounting to ₱631.2 million.

b. In January 15, 2018, the estate, named Parklinks was launched and is the greenest urban estate of Ayala Land in partnership with Eton Properties Inc. The first residential project of Ayala Land Premier, Parklinks North Tower was launched on the same year, while the Parklinks lifestyle mall broke ground as well, expected to provide a new destination for residents and office workers within the area when it opens in 2025. With the brisk residential sales of ALP’s first project, the Parklinks South tower was launched in 2019, together with Alveo’s first residential development “The Lattice”.

   Also set to rise within the estate will be an iconic bridge that will conveniently connect the QC and Pasig parcels, offering a new route that can help ease vehicular traffic in the northeastern and eastern portions of Metro Manila. The bridge is expected to be completed by Q2 of 2022.

c. On August 11, 2015, the Group won the bid for the Integrated Transport System Project – South Terminal (“ITS South Project"). The Company was awarded by the Department of Transportation and Communications (“DOTC”) with a 35-year concession agreement to build and operate the ITS South Project and will likewise have the right to develop and operate commercial leasing facilities on the same 5.57-hectare former Food Terminal Inc. property on which the future transport terminal will be built. The site of the ITS South Project is right next to ARCA South, where the Company is developing an integrated mixed-use estate.

d. On August 8, 1997, an “Assignment Agreement” was executed between Department of Transportation and Communications (DOTC), Metro Rail and MRTDC whereby MRTDC agreed to be bound by all obligations in respect of the Development Rights and make payments to DOTC.

e. On June 4, 2014, AHRC, a wholly owned subsidiary of the Parent Company has signed a long-term management agreement with the Mandarin Oriental Hotel Group to develop and operate luxury hotel in Makati City. Set to open its doors by 2027, the new Mandarin Oriental Manila will be featuring 276 spacious rooms complemented by an extensive range of modern amenities including premium selection of restaurants and a signature spa. AHRC is committed to pay US$5 million (₱223.6 million) to Manila Mandarin Hotel, Inc. upon the opening of the New Hotel or June 30, 2017, whichever is earlier. In 2017, the Group fully paid the said amount.

f. On February 26, 2021, The Group entered into agreements to restructure the long-outstanding receivables from Mercado General Hospital, Inc., Panay Medical Ventures, Inc., Mercado General Hospital Sta. Rosa, Inc. and Mercado General Hospital San Jose Del Monte, Inc. amounting to ₱209.0 million, ₱79.0 million, ₱5.0 million and ₱129.1 million, respectively, to a 5-year loan with interest rate of 4% per annum.

Contingencies
The Group has various contingent liabilities arising in the ordinary conduct of business including a case related to property restriction violation. The estimate of the probable cost for the resolution of this claim has been developed in consultation with outside counsel handling the defense in this matter and is based upon an analysis of potential results. In the opinion of management and its legal counsel the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Group’s financial position and results of operations. Accordingly, no provision for any liability has been made in the consolidated financial statements.

Disclosures required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, were not provided as it may prejudice the Group’s position in ongoing claims and it can jeopardize the outcome of the claims and contingencies.

35. Concession Agreement with Department of Transportation (DOTr)

On January 26, 2016, the Group through ASITI entered into a Concession Agreement (CA) with the Department of Transportation (DOTr). The CA sets forth the rights and obligations of ASITI as concessionaire, including the construction and operation of the South Integrated Transport System Project (the Project) of DOTr. During the concession period, DOTr will monitor and review the performance of the concessionaire.

The concession will run for a period of 35 years from the start of the construction of the Project. Under the terms of the concession agreement, ASITI will design, engineer, construct, operate and maintain a mass transportation intermodal terminal at the outskirts of Metro Manila. The operation of the Project includes the collection and remittance of terminal fees to DOTr of the concessionaire during the concession period. In addition, ASITI will be permitted to develop and operate commercial leasing facilities.

Upon the start of the construction of the Project, DOTr will give ASITI the full, exclusive and uninterrupted use and possession of a 5.57 hectare property known as the Project Land. Ownership of the Project Land shall remain with DOTr at all times while the possession, custody and risk of loss or deterioration of the Project and commercial assets shall vest in the concessionaire during the concession period. ASITI shall transfer the Project and the related assets, free from any liens or encumbrances, to DOTr at the end of the concession period. ASITI will be entitled to annual payments from DOTr amounting to ₱277.9 million during the 35-year concession period, subject to meeting benchmarks set for certain key performance indicators enumerated in the CA.

As of December 31, 2022, construction of the Project has not yet commenced.

36. Notes to Consolidated Statements of Cash Flows

Disclosed below is the rollforward of liabilities under financing activities:

2022

	January 1, 2022	Cash flows	Non-cash changes	Foreign exchange movement	December 31, 2022
			(In Thousands)		
Short-term debt	**₱16,782,500**	**(₱10,235,229)**	**₱–**	**₱–**	**₱6,547,271**
Current long-term debt	**26,173,997**	**(26,173,997)**	**19,228,289**	**–**	**19,228,289**
Non-current long-term debt	**180,140,242**	**49,327,017**	**(19,433,435)**	**229,466**	**210,263,290**
Dividends payable (Note 15)	**686,982**	**(4,667,960)**	**4,602,008**	**–**	**81,030**
Lease liabilities	**17,837,354**	**(1,316,469)**	**2,891,842**	**–**	**19,412,727**
Deposits and other noncurrent liabilities	**60,735,602**	**(13,299,983)**	**–**	**–**	**47,435,619**
Total liabilities from financing activities	**₱302,356,677**	**(6,366,621)**	**₱6,748,704**	**₱229,466**	**₱302,968,226**

2021

	January 1, 2021	Cash flows	Non-cash changes	Foreign exchange movement	December 31, 2021
			(In Thousands)		
Short-term debt	₱9,131,325	₱7,651,175	₱–	₱–	₱16,782,500
Current long-term debt	18,732,401	(18,732,401)	26,173,997	–	26,173,997
Non-current long-term debt	184,087,192	21,483,082	(25,829,931)	399,899	180,140,242
Dividends payable (Note 15)	241,606	(5,375,409)	5,820,784	–	686,982
Lease liabilities	17,755,843	(1,432,361)	1,513,872	–	17,837,354
Deposits and other noncurrent liabilities	50,040,170	10,695,432	–	–	60,735,602
Total liabilities from financing activities	₱279,988,537	13,844,141	₱7,678,722	₱399,899	₱301,911,299

The noncash activities of the Group pertain the following:

2022

- Transfer from investment properties to inventories amounting to ₱16,875 million
- Transfer from property and equipment to investment properties amounting to ₱5,597.3 million
- Property for share swap transaction with AC and Mermac that resulted to acquisition of investment properties amounting to ₱4,785.39 million and inventories amounting to ₱78.06 million, in exchange for the issuance of capital stock and recognition of additional paid capital amounting ₱311.58 million and ₱17,074.58 million, respectively. This also involved the recognition of noncash transactions such as equity reserves amounting to ₱9,800.78 million and noncontrolling interest amounting to ₱3,397.84 million.
- Capitalized interest amounted to ₱783.22 million

2021

- Transfer from investment properties to inventories amounting to ₱4,062.9 million
- Transfer from property and equipment to investment properties amounting to ₱1.2 million
- Transfer from inventories to investment properties amounting to ₱4,106.9 million
- Transfer from inventories to property and equipment amounting ₱2.6 million
- Capitalized interest amounted to ₱574.1 million

2020
- Transfer from investment properties to inventories amounting to ₱18,563.9 million
- Transfer from investment properties to property and equipment amounting to ₱591.6 million
- Transfer from investment properties and property and equipment to building classified as held for sale amounting to ₱950.1 million and ₱2.1 million, respectively
- Transfer from inventories to investment properties amounting to ₱2,361.2 million
- Transfer from right-of-use assets and lease liabilities to investment properties amounting to ₱6.9 million and ₱24.2 million, respectively
- Capitalized interest amounted to ₱40.1 million

37. Events After Reporting Date

On February 24, 2023, the Board of Directors of Ayala Land, Inc. approved the following:

a. The decrease in Authorized Capital Stock (ACS) by ₱62.40 million, from ₱21,500 million to ₱21,437.60 million, through the retirement of redeemed voting preferred shares as of January 31, 2023, and any additional redeemed voting preferred shares until April 25, 2023, as well as the corresponding amendment of the Seventh Article of the Articles of Incorporation. The decrease in ACS and the amendment of the Seventh Article will be presented to the stockholders for approval at their annual meeting on April 26, 2023.

b. The 2023 stock option program pursuant to our Employee Stock Ownership Plan (the “Plan”) which authorizes the grant to qualified executives, in accordance with the terms of the Plan, of stock options covering up to a total of 20,200,407 common shares at a subscription price of ₱24.68 per share, which is the average price of common shares at the Philippine Stock Exchange over the last 5-day trading as of February 13, 2023, less a prescribed discount.

c. The declaration of cash dividends of ₱0.1495 per outstanding common share payable on March 23, 2023 to stockholders of common shares as of record date March 7, 2023. This reflects a 11% increase from the cash dividends declared in the first half of 2021 amounting to ₱0.1352 per share.

38. Other Matters

The declaration of COVID-19 by the World Health Organization (WHO) as a pandemic and declaration of nationwide state of calamity and implementation of community quarantine measures throughout the country starting March 16, 2020 have caused disruptions in the Group's business activities.

As of reporting date, all shopping malls have reopened at normal operating hours and construction works for commercial and residential projects have resumed while following the safety protocols mandated by the national government. Hotels have opened and returned to their normal operations.

In view of the improving economy that was severely impacted by the pandemic and the government’s easing travel and mobility restrictions (both domestic and international), the Group’s hotels and resorts segment has registered positive growth in its revenues during the year. The hotel and resorts properties continue to post significant improvements in revenues and net income from higher occupancies due to easing of health and travel restrictions, surging leisure demand and increased guests spending. In addition, many restaurants and food outlets have reopened and operated, improving the food and beverage revenues of the segment. With a better economic outlook and market forecast, the segment is expected to continue its recovery in the future. Accordingly, there are no impairment indicators in 2022 requiring the assessment of the recoverable amount of the property and equipment and right of use assets.

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AyalaLand

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS

The management of **AYALA LAND, INC.** (the Company) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein for the years ended December 31, 2022 and 2021 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.

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

JAIME AUGUSTO ZOBEL DE AYALA
Chairman, Board of Directors

BERNARD VINCENT O. DY
President and Chief Executive Officer

AUGUSTO D. BENGZON
Chief Finance Officer

SUBSCRIBED AND SWORN to before me this February 21, 2023, at Makati City, affiants exhibited to me their passports as competent evidence of their identities, as follows:

Name	Passport No.	Date/Place of Issue
Jaime Augusto Zobel de Ayala		
Bernard Vincent O. Dy		
Augusto D. Bengzon		

WITNESS MY HAND AND SEAL on the date and at the place first above written.

Doc. No. 405
Page No. 82
Book No. I
Series of 2023.
Notarial DST pursuant to
Sec. 188 of the Tax Code
Affixed on Notary Public's copy

KEVIN EDRICK P. RELOPEZ NOTARY PUBLIC ROLL NO. 60351

KEVIN EDRICK P. RELOPEZ
Notary Public – Makati City
Appt. No. M-070 until December 31, 2023
Roll of Attorneys No. 60351

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

1	5	2	7	4	7					

COMPANY NAME

AYALA LAND, INC.

PRINCIPAL OFFICE *(No. / Street / Barangay / City / Town / Province)*

31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

Form Type	Department requiring the report	Secondary License Type, If Applicable
AAPFS	SEC	

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
iru@ayalaland.com.ph	7 908-3677	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
13,181	04/27	12/31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ma. Luisa D. Chiong	chiong.malou@ayalaland.com.ph	7 908-3681	

CONTACT PERSON's ADDRESS

30th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala 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.*

SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT

The Stockholders and Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

Opinion

We have audited the accompanying parent company financial statements of Ayala Land, Inc. (the Parent Company), which comprise the parent company statements of financial position as at December 31, 2022 and 2021, and the parent company statements of income, parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for the years then ended, and notes to the parent company financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company financial statements as of December 31, 2022 and 2021 and for the years then ended are prepared in all material respects, in accordance with the Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC), as described in Note 2 to the parent company financial statements.

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 Parent Company Financial Statements* section of our report. We are independent of the Parent Company 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 parent company financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 2 to the parent company financial statements which indicates that the parent company financial statements have been prepared are in accordance with PFRSs, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic. The impact of the application of the financial reporting reliefs on the 2021 parent company financial statements are discussed in detail in Note 2. Our opinion is not modified in respect of this matter.

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

Management is responsible for the preparation and fair presentation of the parent company financial statements in accordance with PFRSs, as modified by the application of financial reporting relief issued and approved by the SEC as described in Note 2 to the parent company financial statements, and for such internal control as management determines is necessary to enable the preparation of parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company financial statements, management is responsible for assessing the Parent 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 Parent Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company 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 parent company 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 parent company 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 Parent Company'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 Parent Company'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 parent company 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 Parent Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the parent company financial statements, including the disclosures, and whether the parent company financial statements represent the underlying transactions and events in accordance with PFRSs, as modified by the application of financial reporting relief issued and approved by the SEC as described in Note 2 to the parent company financial statements.

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Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the parent company financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 34 to the parent company financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic parent company financial statements. Such information is the responsibility of the management of Ayala Land, Inc. The information has been subjected to the auditing procedures applied in our audit of the basic parent company financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic parent company financial statements taken as a whole.

The engagement partner on the audit resulting in this independent auditor's report is Michael C. Sabado.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

February 21, 2023

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF FINANCIAL POSITION

	December 31	
	2022	2021
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4, 22 and 26)	**₱559,609,838**	₱442,349,909
Financial assets at fair value through profit or loss (Notes 5, 22 and 26)	**6,881,752**	16,860,471
Accounts and notes receivable (Notes 6, 22 and 26)	**84,710,232,539**	99,683,668,495
Inventories (Note 7)	**52,664,201,212**	35,968,216,194
Other current assets (Note 8)	**18,418,705,630**	19,346,550,375
Total Current Assets	**156,359,630,971**	155,457,645,444
Noncurrent Assets		
Noncurrent accounts and notes receivable (Notes 6 and 26)	**14,155,756,512**	12,103,452,637
Financial assets at fair value through other comprehensive income (Notes 9 and 26)	**663,761,300**	621,457,497
Investments in subsidiaries, associates and joint ventures (Note 10)	**200,565,974,361**	172,115,425,007
Right-of-use assets (Note 29)	**355,192,732**	267,638,016
Investment properties (Note 11)	**91,128,434,243**	99,957,181,405
Property and equipment (Note 12)	**3,220,578,595**	4,535,562,306
Deferred tax assets - net (Note 21)	**2,276,665,771**	2,765,046,261
Other noncurrent assets (Note 13)	**5,038,850,745**	4,191,492,201
Total Noncurrent Assets	**317,405,214,259**	296,557,255,334
	473,764,845,230	₱452,014,900,774
LIABILITIES AND EQUITY		
Current Liabilities		
Short-term debt (Notes 15, 22 and 26)	**₱688,000,000**	₱8,471,000,000
Accounts and other payables (Notes 14, 22 and 26)	**62,504,865,090**	70,631,658,624
Current portion of lease liabilities (Note 29)	**28,253,675**	22,940,180
Current portion of long-term debt (Notes 15, 22 and 26)	**14,570,101,002**	23,528,471,449
Deposits and other current liabilities (Note 16)	**16,167,403,676**	12,632,104,634
Total Current Liabilities	**93,958,623,443**	115,286,174,887
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 15, 22 and 26)	**177,311,875,979**	158,236,289,770
Pension liabilities - net (Note 23)	**835,426,798**	1,077,076,557
Lease liabilities - net of current portion (Note 29)	**333,711,622**	230,664,110
Deposits and other noncurrent liabilities (Notes 17 and 26)	**20,564,706,140**	26,879,578,441
Total Noncurrent Liabilities	**199,045,720,539**	186,423,608,878
Total Liabilities	**293,004,343,982**	301,709,783,765
Equity (Note 18)		
Paid-in capital	**97,636,861,482**	79,897,467,539
Treasury shares	**(19,080,713,529)**	(16,894,379,503)
Retained earnings	**100,122,974,279**	85,197,372,483
Equity reserves	**2,061,846,271**	2,044,561,984
Fair value reserve of financial assets at FVOCI (Note 9)	**124,305,105**	71,139,285
Remeasurement loss on defined benefit plans (Note 23)	**(104,772,360)**	(11,044,779)
Total Equity	**₱180,760,501,248**	₱150,305,117,009
	₱473,764,845,230	₱452,014,900,774

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF INCOME

	Years Ended December 31	
	2022	2021
REVENUE		
Real estate (Note 19)	**₱30,703,430,374**	₱26,082,243,254
Interest income from real estate sales (Notes 6 and 19)	**2,950,883,232**	2,593,376,964
Equity in net earnings	**-**	-
	33,654,313,606	28,675,620,218
Interest income (Notes 4 and 22)	**754,922,290**	860,835,455
Dividend income	**7,799,663,161**	3,260,001,694
Other income (Notes 10,11,12 and 20)	**10,247,380,609**	5,191,787,763
	18,801,966,060	9,312,624,912
	52,456,279,666	37,988,245,130
COSTS AND EXPENSES (Note 20)		
Real estate	**20,094,466,577**	16,279,614,071
General and administrative expenses	**1,635,473,738**	1,438,820,263
Interest expense and other financing charges	**10,718,662,760**	9,889,251,305
Other charges and expenses	**491,322,674**	361,650,683
	32,939,925,749	27,969,336,322
INCOME BEFORE INCOME TAX	**19,516,353,917**	10,018,908,808
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 21)	**528,743,813**	1,085,078,456
NET INCOME	**₱18,987,610,104**	₱8,933,830,352
Earnings Per Share (Note 24)		
Basic and diluted	**₱1.28**	₱0.60

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31	
	2022	2021
NET INCOME	**₱18,987,610,104**	₱8,933,830,352
Other comprehensive income (loss)		
Items that may be reclassified to profit or loss in subsequent years:		
Fair value reserve of financial assets at FVOCI (Note 9)	**53,165,820**	18,100,000
Items that will not be reclassified to profit or loss in subsequent years:		
Remeasurement gain (loss) on pension liability (Note 23)	**(102,189,109)**	816,035,935
Income tax effect (Note 21)	**25,547,277**	(204,008,984)
Total other comprehensive loss - net of tax	**(23,476,012)**	640,126,951
TOTAL COMPREHENSIVE INCOME	**₱18,964,134,092**	₱9,563,957,303

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY

	Capital Stock (Note 18)	Additional Paid-in Capital (Note 18)	Subscriptions Receivable (Note 18)	Appropriated Retained Earnings (Note 18)	Unappropriated Retained Earnings (Note 18)	Equity Reserve	Stock Options Outstanding (Note 25)	Fair Value Reserve of Financial Assets at FVOCI (Note 9)	Remeasurement Loss on Defined Benefit Plans (Note 23)	Treasury Shares	Total
As of January 1, 2022	**₱16,687,845,437**	**₱65,494,262,907**	**(₱2,284,640,805)**	**₱25,000,000,000**	**₱60,197,372,483**	**₱2,044,561,984**	**₱–**	**₱71,139,285**	**(₱11,044,779)**	**(₱16,894,379,503)**	**₱150,305,117,009**
Net income	–	–	–	–	**18,987,610,105**	–	–	–	–	–	**18,987,610,105**
Other comprehensive income	–	–	–	–	–	–	–	**53,165,820**	**(93,727,581)**	–	**(40,561,761)**
Total comprehensive income	–	–	–	–	**18,987,610,105**	–	–	**53,165,820**	**(93,727,581)**	–	**18,947,048,344**
Cost of stock options	–	**78,859,516**	–	–	–	–	–	–	–	–	**78,859,516**
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	**(2,186,334,026)**	**(2,186,334,026)**
Collections of subscription receivable	–	–	**200,365,366**	–	–	–	–	–	–	–	**200,365,366**
Stock options exercised	**14,170,576**	**451,829,412**	**(391,994,927)**	–	–	–	–	–	–	–	**74,005,061**
Legal merger	–	–	–	–	–	**17,284,287**	–	–	–	–	**17,284,287**
Property for Share Swap	**311,580,000**	**17,074,584,000**	–	–	–	–	–	–	–	–	**17,386,164,000**
Cash dividends declared	–	–	–	–	**(4,062,008,309)**	–	–	–	–	–	**(4,062,008,309)**
Appropriation	–	–	–	–	–	–	–	–	–	–	–
As of December 31, 2022	**₱17,013,596,013**	**₱83,099,535,835**	**(₱2,476,270,366)**	**₱25,000,000,000**	**₱75,122,974,279**	**₱2,061,846,271**	**₱–**	**₱124,305,105**	**(₱104,772,360)**	**(₱19,080,713,529)**	**₱180,760,501,248**

	Capital Stock (Note 18)	Additional Paid-in Capital (Note 18)	Subscriptions Receivable (Note 18)	Appropriated Retained Earnings (Note 18)	Unappropriated Retained Earnings (Note 18)	Equity Reserve	Stock Options Outstanding (Note 25)	Fair Value Reserve of Financial Assets at FVOCI (Note 9)	Remeasurement Loss on Defined Benefit Plans (Note 23)	Treasury Shares	Total
As of January 1, 2021	₱16,066,829,821	₱49,149,511,070	(₱2,262,756,590)	₱8,000,000,000	₱73,278,764,765	₱–	₱–	₱53,039,285	(₱623,071,730)	(₱1,260,780,037)	₱142,401,536,584
Net income	–	–	–	–	8,933,830,352	–	–	–	–	–	8,933,830,352
Other comprehensive income	–	–	–	–	–	–	–	18,100,000	612,026,951	–	630,126,951
Total comprehensive income	–	–	–	–	8,933,830,352	–	–	18,100,000	612,026,951	–	9,563,957,303
Cost of stock options	–	150,072,224	–	–	–	–	–	–	–	–	150,072,224
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	(1,656,634,510)	(1,656,634,510)
Collection of subscription receivable	–	–	324,723,462	–	–	–	–	–	–	–	324,723,462
Stock options exercised	11,389,265	335,218,412	(346,607,677)	–	–	–	–	–	–	–	–
Legal merger	609,626,351	15,859,461,201	–	–	(951,994,282)	2,044,561,984	–	–	–	(13,976,964,956)	3,584,690,298
Cash dividends declared	–	–	–	–	(4,063,228,352)	–	–	–	–	–	(4,063,228,352)
Appropriation	–	–	–	17,000,000,000	(17,000,000,000)	–	–	–	–	–	–
As of December 31, 2021	₱16,687,845,437	₱65,494,262,907	(₱2,284,640,805)	₱25,000,000,000	₱60,197,372,483	₱2,044,561,984	₱–	₱71,139,285	(₱11,044,779)	(₱16,894,379,503)	₱150,305,117,009

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF CASH FLOWS

	Years Ended December 31	
	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	**₱19,516,353,917**	₱10,018,908,808
Adjustments for:		
Interest expense and amortization of transaction cost (Note 15 and 20)	**10,718,662,760**	9,889,251,304
Depreciation (Notes 11, 12 and 20)	**1,893,509,564**	1,173,683,051
Cost of share-based payments (Note 23)	**152,864,577**	150,072,224
Loss (gain) on foreign exchange (Note 20)	**261,580,000**	372,000,000
Provision for impairment losses and write-offs (Note 20)	**80,058,171**	191,409,324
Unrealized gain on financial assets at fair value through profit or loss (Note 20)	**3,806,089**	(7,557,476)
Gain on sale of property and equipment (Note 20)	**(15,808,202)**	(27,620,167)
Dividend income	**(7,799,663,161)**	(3,260,001,694)
Gain on sale of investment in subsidiaries, associates and joint ventures (Note 20)	**(1,730,020,949)**	(1,027,844,017)
Interest income	**(754,922,290)**	(860,835,455)
Gain on sale of investment property (Note 20)	**(8,022,019,173)**	(3,113,520,411)
Operating income before changes in working capital	**14,304,401,303**	13,497,945,491
Changes in operating assets and liabilities:		
Decrease (increase) in:		
Accounts and notes receivable (Note 6)	**16,672,597,539**	3,282,848,176
Inventories (Notes 7 and 29)	**(3,974,497,613)**	4,767,065,560
Other current assets	**3,023,851,920**	(138,568,707)
Increase (decrease) in:		
Other current liabilities	**3,694,278,771**	(2,308,002,501)
Pension liabilities (Note 23)	**(343,838,868)**	87,883,980
Accounts and other payables (Note 14)	**(8,030,526,544)**	(18,453,838,936)
Cash generated from operations	**25,346,266,508**	735,333,063
Dividends received	**6,021,194,359**	4,250,231,694
Interest received	**754,171,338**	860,712,534
Income tax paid	**(2,110,823,222)**	(2,395,490,953)
Interest paid inclusive of capitalized borrowing cost	**(11,019,520,237)**	(10,710,131,200)
Net cash provided by (used in) operating activities	**18,991,288,746**	(7,259,344,862)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal/redemption of:		
Investments in subsidiaries, associates and joint ventures (Note 10)	**2,067,228,908**	1,756,705,130
Investment properties (Note 11)	**10,899,185,159**	9,613,879,515
Property and equipment (Note 12)	**939,860,784**	27,620,167
Financial assets at fair value through profit of loss	**2,242,338,930**	549,699,926
Purchases/additions to:		
Financial assets at fair value through other comprehensive income	**10,862,017**	–
Financial assets at fair value through profit of loss	**(2,236,166,300)**	(406,057,559)

(Forward)

	Years Ended December 31	
	2022	2021
Property and equipment (Note 12)	**(₱694,057,305)**	(₱2,043,257,863)
Investment properties (Note 11)	**(5,070,720,950)**	(8,264,395,857)
Investments in subsidiaries, associates and joint ventures (Note 10)	**(13,866,531,997)**	(3,625,625,975)
Cash proceeds from the acquisition of subsidiaries as a result of merger (Note 18)	**–**	27,881,859
Decrease in other noncurrent assets	**(977,680,985)**	(441,239,178)
Decrease (Increase) in accounts and notes receivable - nontrade (Note 6)	**(2,052,303,875)**	6,185,394,890
Net cash provided by (used in) investing activities	**(8,737,985,615)**	3,380,605,055
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term and long-term debts (Note 15)	**114,630,000,000**	157,945,869,190
Proceeds from capital stock subscriptions	**200,365,366**	324,723,462
Decrease in deposits and other noncurrent liabilities (Note 17)	**(6,314,673,764)**	5,558,347,311
Payments of lease liability	**(50,618,720)**	(40,619,900)
Acquisition of treasury shares	**(2,186,334,026)**	(1,656,634,510)
Payments of cash dividends (Note 18)	**(4,062,008,309)**	(4,051,013,587)
Payments of short-term and long-term debts (Note 15)	**(112,352,773,750)**	(154,888,579,012)
Net cash provided by financing activities	**(10,136,043,205)**	3,192,092,954
NET DECREASE IN CASH AND CASH EQUIVALENTS	**117,259,929**	(686,646,853)
EFFECT OF FOREIGN EXCHANGE CHANGES	**–**	–
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**442,349,909**	1,128,996,762
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱559,609,838**	₱442,349,909

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
NOTES TO PARENT COMPANY FINANCIAL STATEMENTS

1. Corporate Information

Ayala Land, Inc. (the "Parent Company", or "ALI") is domiciled and was incorporated on June 30, 1988 in the Republic of the Philippines with corporate life of fifty years. The Parent Company is a subsidiary of Ayala Corporation (AC). AC is a publicly-listed company, 47.87%-owned by Mermac, Inc. and the rest by the public as of December 31, 2021. The Parent Company's registered office and principal place of business is 31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City.

The Parent Company is incorporated to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent or otherwise deal in and dispose of, for itself or for others, residential including, but not limited to, all kinds of housing projects, commercial, industrial, urban or other kinds of real property; to acquire, purchase, hold, manage, develop and sell subdivision lots, with or without buildings or improvements; to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Parent Company or of other persons; and to engage or act as real estate broker.

On February 23, 2021 and April 21, 2021, the Parent Company's Board of Directors (BOD) and stockholders approved a plan to merge the Company and Cebu Holdings, Inc. (CHI), Asian I-Office Properties. Inc. (AiO), Arca South Commercial Ventures Corp (ASCVC) and Central Block Developers, Inc. (CBDI) (the "Absorbed Corporations"), with the Parent Company as the surviving corporation. The Articles and Plan of Merger between the Parent Company and the Absorbed Corporations were executed on April 28, 2021 and April 5, 2021, respectively.

On December 16, 2021, the SEC approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CBDI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed. The method used in the merger of accounts of the merged entities is the "Pooling-of-Interest" method. The impact on the direct ownership of ALI on the absorbed entities are discussed in Notes 10 and 18.

The accompanying parent company financial statements were endorsed for approval by the Audit Committee on February 16, 2023 and were approved and authorized for issue by the Board of Directors (BOD) on February 21, 2023.

2. Summary of Significant Accounting Policies

<u>Basis of Preparation</u>
The parent company financial statements have been prepared using the historical cost basis, except for financial assets at fair value through profit or loss (FVPL) and financial assets at fair value through other comprehensive income (FVOCI) that have been measured at fair value. The parent company financial statements are presented in Philippine Peso (₱), which is also the Parent Company's functional currency and all amounts are rounded to the nearest peso, except when otherwise indicated.

The Parent Company also prepares and issues consolidated financial statements presented in compliance with Philippine Financial Reporting Standards (PFRSs), as modified by the application of the financial reporting relief on the accounting for significant financing components as issued and approved by the SEC in response to the COVID-19 pandemic.

The parent company financial statements provide comparative information in respect of the previous period. While there are recent signs of increased market activity with the easing of quarantine measures in key areas in the Philippines, management believes that the impact of COVID-19 situation remains fluid and evolving and the pace of recovery remains uncertain.

Statement of Compliance
The parent company financial statements of Ayala Land, Inc., which are prepared for submission to the Philippine Securities and Exchange Commission (SEC) and to the Bureau of Internal Revenue (BIR), have also been prepared in compliance with PFRSs, as modified by the application of the financial reporting relief on the accounting for significant financing components as issued and approved by the SEC in response to the COVID-19 pandemic.

The Parent Company has availed of the relief granted by the SEC under Memorandum Circular (MC) No. 34-2020 which further extended the deferral of PIC Q&A 2018-12-D (assessment if the transaction price includes a significant financing component) until December 31, 2023.

SEC MC No. 4-2020 deferring the adoption of IFRIC Agenda Decision on Over Time Transfers of Constructed Goods under PAS 23, *Borrowing Cost* (the IFRIC Agenda Decision on Borrowing Cost) and is not applicable to the Parent Company as is it is already in full compliance with the requirements of the IFRIC Agenda Decision.

The details and the impact of the adoption of the above financial reporting reliefs are discussed in the Adoption of New and Amended Accounting Standards and Interpretations section of Note 2.

PFRSs include Philippine Financial Reporting Standards, Philippine Accounting Standards and Interpretations issued by the Philippine Interpretations Committee (PIC).

Adoption of New and Amended Accounting Standards and Interpretations
The accounting policies adopted in the preparation of the parent company financial statements are consistent with those of the previous financial year except for the adoption of the following new accounting pronouncements which became effective January 1, 2022. The Parent Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have an impact on the financial statements of the Parent Company.

- Amendments to PFRS 3, *Reference to the Conceptual Framework*

  The amendments replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

  At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

- Amendments to PAS 16 , *Plant and Equipment: Proceeds before Intended Use*

  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*

  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

  The Parent Company applies these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments.

- *Annual Improvements* to PFRSs 2018-2020 Cycle

  - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*

    The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to PFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

  - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*

    The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

    The Parent Company applies the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

  - Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

    The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

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

*Effective beginning on or after January 1, 202*3

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*
  The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

- Amendments to PAS 8, *Definition of Accounting Estimates*
  The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023 with earlier adoption permitted.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

  The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023. Early application is permitted as long as this fact is disclosed.

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
  The amendments clarify paragraphs 69 to 76 of PAS 1, *Presentation of Financial Statements*, to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:
  - What is meant by a right to defer settlement
  - That a right to defer must exist at the end of the reporting period
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and must be applied retrospectively. However, in November 2021, the International Accounting Standards Board (IASB) tentatively decided to defer the effective date to no earlier than January 1, 2024. The Parent Company is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*
  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

  - A specific adaptation for contracts with direct participation features (the variable fee approach)
  - A simplified approach (the premium allocation approach) mainly for short-duration contracts

  On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of PFRS 17 by two (2) years after its effective date as decided by the IASB.

  PFRS 17 is effective for reporting periods beginning on or after January 1, 2023, with comparative figures required. Early application is permitted.

  The new standard is not applicable to the Parent Company since it has no activities that are predominantly connected with insurance or issue insurance contracts.

Deferred Effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, 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. 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.

  The Parent Company is currently assessing the impact of adopting these amendments.

- Deferral of Certain Provision of PIC Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry (as amended by PIC Q&As 2020-02 and 2020-04)

  On February 14, 2018, the PIC issued PIC Q&A 2018-12 which provides guidance on some PFRS 15 implementation issues affecting the real estate industry. On October 25, 2018 and February 08, 2019, the Philippine Securities and Exchange Commission (SEC) issued SEC MC

No. 14-2018 and SEC MC No. 3-2019, respectively, providing relief to the real estate industry by deferring the application of certain provisions of this PIC Q&A for a period of three years until December 31, 2020. On December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020 which further extended the deferral of certain provisions of this PIC Q&A until December 31, 2023. A summary of the PIC Q&A provisions covered by the SEC deferral and the related deferral period follows:

	Deferral Period
Assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)	Until December 31, 2023

The SEC Memorandum Circulars also provided the mandatory disclosure requirements should an entity decide to avail of any relief. Disclosures should include:

a. The accounting policies applied.
b. Discussion of the deferral of the subject implementation issues in the PIC Q&A.
c. Qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted.
d. Should any of the deferral options result into a change in accounting policy (e.g., when an entity excludes land and/or uninstalled materials in the POC calculation under the previous standard but opted to include such components under the relief provided by the circular), such accounting change will have to be accounted for under PAS 8, i.e., retrospectively, together with the corresponding required quantitative disclosures.

After the deferral period, real estate companies would have to adopt PIC Q&A No. 2018-12 and any subsequent amendments thereto retrospectively or as the SEC will later prescribe.

The Parent Company availed of the SEC relief on the accounting for significant financing component of PIC Q&A No. 2018-12. Had this provision been adopted, the Parent Company assessed that the impact would have been as follows:

The mismatch between the POC of the real estate projects and right to an amount of consideration based on the schedule of payments provided for in the contract to sell might constitute a significant financing component. In case of the presence of significant financing component, the guidance should have been applied retrospectively and would have resulted in restatement of prior year financial statements. Adoption of this guidance would have impacted interest income, interest expense, revenue from real estate sales, installment contracts receivable, provision for deferred income tax, deferred tax asset or liability for all years presented, and the opening balance of retained earnings. These would have impacted the cash flows from operations and cash flows from financing activities for all years presented. While there maybe instances that the performance obligation differs from the buyer's amortization schedule, initial calculation showed SFC but the consolidated impact is expected to be not material to the Parent Company. Assumptions are still under assessment and evaluation, and the refinement to the calculation to determine the SFC is ongoing.

Current and Noncurrent Classification

The Parent Company presents assets and liabilities in parent company statement of financial position based on current/noncurrent classification. An asset is current when it is:

- 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 Parent Company classifies all other liabilities as noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities, respectively.

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

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 Parent Company 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 for which fair value is measured or disclosed in the parent company financial statements are categorized within the fair value hierarchy, described as follows, 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 financial statements on a recurring basis, the Parent Company 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.

External valuers are involved for valuation of significant assets, such as investment properties. Involvement of external valuers is decided upon annually by corporate finance after discussion with and approval by the Parent Company's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The Parent Company, in conjunction with the external valuers, also compares each of the changes in the fair value of each asset with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Parent Company has determined classes of assets on the basis of the nature, characteristics and risks of the asset and the level of the fair value hierarchy as explained above.

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 dates of placement and that are subject to an insignificant risk of changes in value.

Financial Instruments
Date of recognition
The Parent Company recognizes a financial asset or a financial liability in the parent company 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.

a. Financial assets
Initial recognition of financial instruments
Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Parent Company's business model for managing them. The Parent Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables, except for residential, commercial and office development receivables, are measured at the transaction price determined under PFRS 15. Refer to the accounting policies on Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Parent Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Parent Company commits to purchase or sell the asset.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in four categories:
- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortized cost
This category is the most relevant to the Parent Company. The Parent Company measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Interest income and impairment losses or reversals are recognized in the parent company statement of comprehensive income. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Parent Company's financial assets at amortized cost includes "Cash and cash equivalents" and "Accounts and notes receivables".

Disposal of financial assets at amortized cost
When financial assets at amortized cost are disposed, these are assessed whether the Parent Company is consistent with its objective of collecting contractual cash flows until maturity. In the event that disposals have been concluded as infrequent and insignificant, the financial assets continue to be accounted at amortized cost (see Note 6).

Financial assets at fair value through OCI (debt instruments)
The Parent Company measures debt instruments at fair value through OCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the consolidated statement of income and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value change recognized in OCI is recycled to profit or loss.

The Parent Company does not have debt instruments at fair value through OCI.

Financial assets designated at fair value through OCI (equity instruments)
Upon initial recognition, the Parent Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under PAS 32, *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognized as other income in the parent company statement of income when the right of payment has been established, except when the Parent Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Parent Company's financial assets at fair value through OCI includes investments in quoted and unquoted equity instruments.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. 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. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the parent company statement of financial position at fair value with net changes in fair value recognized in the parent company statement of income.

Investments in Unit Investment Trust Fund (UITF) and treasury bills are held for trading and classified as financial assets at FVPL.

<u>Derecognition</u>
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Parent Company's statement of financial position) when:
- The rights to receive cash flows from the asset have expired; or
- The Parent Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Parent Company has transferred substantially all the risks and rewards of the asset, or (b) the Parent Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Parent Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Parent Company continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Parent Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Parent Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Parent Company could be required to repay.

<u>Modification of financial assets</u>
The Parent Company derecognizes a financial asset when the terms and conditions have been renegotiated to the extent that, substantially, it becomes a new asset, with the difference between its carrying amount and the fair value of the new asset recognized as a derecognition gain or loss in profit or loss, to the extent that an impairment loss has not already been recorded.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Parent Company recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the parent company statement of income.

Impairment of Financial Assets
The Parent Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Parent Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables, the Parent Company applies a simplified approach in calculating ECLs. Therefore, the Parent Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Parent Company has established a provision matrix for trade receivables and a vintage analysis for residential, commercial and office development receivables that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets such as accrued receivable, receivable from related parties and advances to other companies, ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For cash and cash equivalents, the Parent Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Parent Company's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Parent Company uses the ratings from Standard and Poor's (S&P), Moody's, and Fitch to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Parent Company considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

The key inputs in the model include the Parent Company's definition of default and historical data of three years for the origination, maturity date and default date. The Parent Company considers trade receivables and contract assets in default when contractual payment are 90 days past due, except for certain cases when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to 90 days and beyond. However, in certain cases, the Parent Company may also consider a financial asset to be in default when internal or external information indicates that the Parent Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Parent Company.

Determining the stage for impairment
At each reporting date, the Parent Company assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Parent Company considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

The Parent Company considers that there has been a significant increase in credit risk when contractual payments are more than 90 days past due.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

b. Financial liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Directly attributable transaction costs are documentary stamp tax, underwriting and selling fees, regulatory filing fees and other fees.

The Parent Company's financial liabilities include "Accounts and other payables" (other than "Taxes payable which is covered by other accounting standard), "Short-term and long-term debts", "Deposits and Other Liabilities" and "Lease liabilities".

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Parent Company that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the parent company statement of income.

Only if the criteria in PFRS 9 are satisfied, the designation of financial liabilities at fair value through profit or loss at the initial date of recognition is allowed. The Parent Company has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings
This is the category most relevant to the Parent Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of income.

This category generally applies to short-term and long-term debt.

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an

exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the parent company statement of income.

c. *Offsetting Financial Instruments*
Financial assets and financial liabilities are offset and the net amount reported in the parent company statement of financial position, if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

<u>Refundable Deposits</u>
Refundable deposits are measured initially at fair value. After initial recognition, refundable deposits are subsequently measured at amortized cost using the effective interest method.

The difference between the cash received and its fair value is deferred and amortized using the straight-line method under the "Real estate revenue" account in the parent company statement of income.

Non-refundable deposits that are applicable against costs of services incurred or goods delivered are measured at fair value.

<u>Inventories</u>
Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost or net realizable value (NRV).

Cost includes:
- Land cost
- Land improvement cost
- Amounts paid to contractors for construction and development
- Planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and the estimated costs of sale.

<u>Prepaid Expenses</u>
Prepaid expenses are carried at cost less the amortized portion. These typically comprise prepayments for commissions, marketing fees, advertising and promotions, taxes and licenses, and insurance.

With the exception of commission which is amortized using percentage of completion, other prepaid expenses are amortized as incurred.

<u>Input Value-Added Tax (VAT)</u>
Input VAT arises from the purchase of goods and services. These are applied against output VAT. The remaining balance is recoverable in future periods. These are carried at cost less allowance for impairment loss, if any. Impairment loss is recognized when input VAT can no longer be recovered.

<u>Advances to Other Companies, Advances to Contractors and Suppliers and Deposits on Land Purchases</u>
Advances to other companies, advances to contractors and suppliers and deposits on land purchases are carried at cost less impairment losses, if any.

Investments in Subsidiaries, Associates and Joint Ventures
The Parent Company's investments in its subsidiaries, associates and joint ventures are accounted for under the cost method and are carried at cost less accumulated provisions for impairment losses, if any. A subsidiary is an entity over which the Parent Company has control. The Parent Company controls an entity when it is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. An associate is an entity in which the Parent Company has a significant influence and which is neither a subsidiary nor a joint venture. A joint arrangement is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a joint venture is a joint arrangement that involves the establishment of a separate entity in which each venturer has an interest.

The Parent Company recognizes income from the investment only to the extent that the Parent Company receives distributions from accumulated profits of the investee arising after the date of acquisition. Distributions received in excess of such profits are regarded as recovery of investment and are recognized as a reduction of the cost of the investment.

The Parent Company reduces the carrying value of its investment based on average acquisition cost per share (historical cost) when the Parent Company disposes the investment or the investee reacquires its own equity instruments from the Parent Company.

Investment Properties
Investment properties comprise completed property and property under construction or re-development that are held to earn rentals or capital appreciation or both and that are not occupied by the Parent Company. It also includes land intended as investment property or with unintended future use.

The Parent Company uses the cost model in measuring investment properties since this represents the historical value of the properties subsequent to initial recognition. Investment properties, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in residual value. Land is carried at cost less any impairment in value.

Expenditures incurred after the investment property has been put in operation, such as repairs and maintenance costs, are normally charged against income in the period in which the costs are incurred.

Assets that are under construction are carried at cost (including borrowing costs) and transferred to the related investment property account when the construction and related activities to prepare the property for its intended use are complete, and the property is ready for occupation or under the condition as intended by the Parent Company.

Depreciation of investment properties are computed using the straight-line method over the estimated useful lives of the assets. The estimated useful lives and the depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of investment properties.

The estimated useful lives of investment properties, which is comprised of buildings, ranges from 20-40 years.

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. Any gain or loss on the retirement or disposal of an investment property is recognized in the parent company statement of income in the year of retirement or disposal.

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.

The Parent Company discloses the fair values of its investment properties in accordance with PAS 40. The Parent Company engaged independent valuation specialist to assess fair value as at December 31, 2022 and 2021. The Parent Company's investment properties consist of land and building pertaining to land properties, retail spaces and office properties. Land were valued by reference to market-based evidence using comparable prices adjusted for specific market factors such as nature, location and condition of the property. Buildings (retail, office, hospital) were valued using income approach by reference to the valie of income, cash flow or cost saving generated by the asset.

Property and Equipment

Property and equipment, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in value. Land is carried at cost less any impairment in value. The initial cost of property and equipment comprises its construction cost or purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use, including borrowing costs.

Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the item will flow to the Parent Company and the cost of the items can be measured reliably. All other repairs and maintenance are charged against current operations as incurred.

Depreciation and amortization of property and equipment commences once the property and equipment are available for use and is computed on a straight-line basis over the estimated useful lives of the property and equipment as follows:

	Years
Buildings and improvements	20-40
Furniture, fixtures and office equipment	3-10
Transportation equipment	3-5

The assets' residual values, estimated useful lives and depreciation and amortization method are reviewed periodically to ensure that the amounts, periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

When property and equipment are retired or otherwise disposed of, the cost and the related accumulated depreciation and amortization and accumulated provision for impairment losses, if any, are removed from the accounts and any resulting gain or loss is credited to or charged against current operations.

Impairment of Nonfinancial Assets

The Parent Company assesses at each reporting date whether there is an indication that an asset may be impaired (investments in subsidiaries, associates and joint ventures, investment properties, property and equipment and right-of-use assets). If any such indication exists, or when annual impairment testing for an asset is required, the Parent Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Parent Companys 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. Impairment losses of continuing operations are recognized in the parent company statement of income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If any such indication exists, the recoverable amount is estimated. 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 such 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, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the parent company statement of income unless the asset is carried at revalued amount, in which case, the reversal is treated as a revaluation increase. After such reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

The following criteria are also applied in assessing impairment of specific assets:

Investments in subsidiaries, associates and joint ventures
The Parent Company determines at each reporting date whether there is any objective evidence that the investment in subsidiaries, associates or joint ventures is impaired. If this is the case, the Parent Company calculates the amount of impairment as being the difference between the recoverable amount and the carrying value of the investee company and recognizes the difference in the parent company statement of income.

<u>Provisions</u>
Provisions are recognized when the Parent Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the Parent Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. 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 interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

<u>Pension Cost</u>
Pension cost is actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. Actuarial valuations are conducted with sufficient regularity, with option to accelerate when significant changes to underlying assumptions occur. Pension cost includes: a) service costs comprising current service costs and past-service costs b) gains and losses on curtailments and non-routine settlements, and c) net interest cost on benefit obligation.

Remeasurements, comprising of actuarial gains or losses, the effect of the asset ceiling excluding net interest cost and the return on plan assets (excluding net interest), are recognized immediately in the parent company statement of financial position with a corresponding debit or credit to OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The liability recognized in the parent company statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the reporting date less fair value of the plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by using risk-free interest rates of long-term government bonds that have terms to maturity approximating the terms of the related pension liabilities or applying a single weighted average discount rate that reflects the estimated timing and amount of benefit payments.

Share-based Payments
The Parent Company has equity-settled, share-based compensation plans with its employees.

PFRS 2 options
For options granted after November 7, 2002 that have not vested on or before January 1, 2005, the cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value is determined by using the Black-Scholes model, further details of which are presented in Note 25.

The cost of equity-settled transactions is recognized, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Parent Company's best estimate of the number of equity instrument that will ultimately vest. The income or expense for a period represents the movement in cumulative expense recognized as at the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum, an expense is recognized. In addition, an expense is recognized for any increase in the value of the transaction as a result of the modification, as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Pre-PFRS 2 options
For options granted before November 7, 2002 that has vested before January 1, 2005, the intrinsic value of stock options determined as of grant date is recognized as expense over the vesting period.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (see Note 24).

Employee Stock Ownership Plan
The Parent Company has an employee stock ownership plan (ESOWN) which allows the grantees to purchase the Parent Company's shares. The Parent Company recognizes stock compensation expense over the holding period. The Parent Company treats its ESOWN plan as option exercisable within a given period. These are accounted for similar to the PFRS 2 options. Dividends paid on the awards that have vested are deducted from equity and those paid on awards that are unvested are charged to profit or loss. For the unsubscribed shares where the employees still have the option to subscribe in the future, these are accounted for as options.

Equity
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. Direct costs incurred related to equity issuance are chargeable to "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings. When the Parent Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

Subscriptions receivable pertains to the uncollected portion of the subscribed shares.

Retained earnings represent accumulated earnings of the Parent Company less dividends declared.

Equity reserves pertain to the difference between the consideration transferred and the equity acquired in a common control business combination.

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the parent company statement of income on the purchase, sale, issue or cancellation of its own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized under "Additional paid-in capital". Voting rights related to treasury shares are nullified for the Parent Company and no dividends are allocated to them respectively. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue from Contract with Customers
The Parent Company primarily derives its real estate revenue from the sale of vertical and horizontal real estate projects. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Parent Company expects to be entitled in exchange for those goods or services. Except for the provisioning of water, electricity, air-conditioning and common use service area in its mall retail spaces, wherein it is acting as agent, the Parent Company has generally concluded that it is the principal in its revenue arrangements.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 3.

Real estate sales
The Parent Company derives its real estate revenue from sale of lots, house and lot and condominium units. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or percentage of completion) since based on the terms and conditions of its contract with the buyers, the Parent Company's performance does not create an asset with an alternative use and the Parent Company has an enforceable right to payment for performance completed to date.

In measuring the progress of its performance obligation over time, the Parent Company uses the output method. The Parent Company recognizes revenue on the basis of direct measurements of the value to customers of the goods or services transferred to date, relative to the remaining goods or services promised under the contract. Progress is measured using survey of performance completed to date. This is based on the monthly project accomplishment report prepared by the third party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the developer itself.

Any excess of progress of work over the right to an amount of consideration that is unconditional, recognized as trade receivables under residential, commercial and office development receivables account. Any excess of collections over the total of recognized trade receivables is included in the customers' deposit account in the liabilities section of the parent company statements of financial position. The impact of the significant financing component on the transaction price has not been considered since the Parent Company availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018 as of 2018 for the implementation issues of PFRS 15 affecting the real estate industry. Under the SEC Memorandum Circular No. 34, the relief has been extended until December 31, 2023

Cost recognition

The Parent Company recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets such as connection fees. These include costs of land, land development costs, building costs, professional fees, depreciation, permits, and licenses. These costs are allocated to the saleable area, with the portion allocable to the sold area being recognized as costs of sales while the portion allocable to the unsold area being recognized as part of real estate inventories.

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. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Service fees, which include marketing fees, management fees from administration and property management, are recognized when services are rendered.

Interest income is recognized as it accrues using the effective interest method.

Dividend income is recognized when the Parent Company's right to receive the payment is established.

Customers' deposit
A customers' deposit is the obligation to transfer goods or services to a customer for which the Parent Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Parent Company transfers goods or services to the customer, a customers' deposit is recognized when the payment is made or the payment is due (whichever is earlier). Customers' deposit are recognized as revenue when the control of the goods or services are transferred to the customers by the Parent Company which is essentially fulfillment of its performance obligation under the contract

Customers' deposit also include payments received by the Parent Company from the customers for which revenue recognition has not yet commenced.

Costs to Obtain Contract
The incremental costs of obtaining a contract with a customer are recognized as an asset if the Parent Company expects to recover them. The Parent Company has determined that commissions paid to brokers and marketing agents 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 as earned. Commission expense is included in the "Real estate costs and expenses" account in the parent company statement of income.

Costs incurred prior to obtaining contract with customer are not capitalized but are expensed as incurred.

Amortization, de-recognition and impairment of capitalized costs to obtain a contract
Following the pattern of real estate revenue recognition, the Parent Company amortizes capitalized costs to obtain a contract to cost of sales over the expected construction period using percentage of completion. The amortization is included within cost of sales.

A capitalized cost to obtain a contract is derecognized either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

At each reporting date, the Parent Company determines whether there is an indication that cost to obtain a contract maybe impaired. If such indication exists, the Parent Company makes an estimate by comparing the carrying amount of the assets to the remaining amount of consideration that the Parent Company expects to receive less the costs that relate to providing services under the relevant contract. In determining the estimated amount of consideration, the Parent Company uses the same principles as it does to determine the contract transaction price, except that any constraints used to reduce the transaction price will be removed for the impairment test.

Where the relevant costs or specific performance obligations are demonstrating marginal profitability or other indicators of impairment, judgement is required in ascertaining whether or not the future economic benefits from these contracts are sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific performance indicators that could trigger variable consideration, or service credits. Where a contract is anticipated to make a loss, these judgements are also relevant in determining whether or not an onerous contract provision is required and how this is to be measured.

Rental income (part of real estate sales in the parent company statement of income)
Rental income under noncancellable and cancellable leases on investment properties is recognized in the parent company statement of income on a straight-line basis over the lease term and the terms of the lease, respectively, or based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract.

No rental income is recognized when the Parent Company waive its right to collect rent and other charges. This is recognized as a rent concession and reported as a variable payment (see Note 29).

Expense Recognition
Expenses are recognized in the parent company statement of income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Expenses are recognized in the parent company statement of income as follow:
- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or
- Immediately when expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify or cease to qualify, for recognition in the parent company statement of financial position as an asset.

Direct operating expenses and general and administrative expenses are recognized as they are incurred.

Borrowing Costs
Borrowing costs directly attributable to the acquisition or construction 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 (included in “Investment properties” account in the statement of financial position). All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

The interest capitalized is calculated using the Parent Company’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 thos 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. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded.

Leases
The Parent Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Parent Company as lessee
Except for short-term leases and leases of low-value assets, the Parent Company applies a single recognition and measurement approach for all leases. The Parent Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets
The Parent Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received and estimate of cost to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The Parent Company's right-of-use assets include lease of land which is depreciated based on the term of the lease ranging from 5 to 47 years.

If ownership of the leased asset transfers to the Parent Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in Impairment of nonfinancial assets section.

ii) Lease liabilities
At the commencement date of the lease, the Parent Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Parent Company and payments of penalties for terminating the lease, if the lease term reflects the Parent Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Parent Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases
The Parent Company applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Parent Company as lessor
Leases where the Parent Company does not transfer substantially all the risk and benefits of ownership of the assets are classified as operating leases. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as the rental income. Contingent rents are recognized as revenue in the period in which they are earned.

<u>Current Tax</u>
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 tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted as at the end of the reporting period.

<u>Deferred Tax</u>
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 exceptions. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess of minimum corporate income tax (MCIT) over the regular corporate income tax and unused 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 and NOLCO can be utilized.

Deferred tax liabilities are not provided on nontaxable temporary differences associated with investments in domestic subsidiaries, associates and interests 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 profit 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 rates and tax laws that have been enacted or substantively enacted at the reporting date. Movements in the deferred tax assets and liabilities arising from changes in tax rates are charged against or credited to income for the period.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

<u>Foreign Currency Transactions</u>
Transactions in foreign currencies are initially recorded using the exchange rate at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are restated using the closing exchange rates prevailing at reporting date. Exchange gains or losses arising from foreign exchange transactions are credited to or charged against operations for the year.

<u>Earnings Per Share (EPS)</u>
Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared. Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. Calculation of dilutive EPS considers the potential

ordinary shares of subsidiaries, associates and joint ventures that have dilutive effect on the basic EPS of the Parent Company. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

Segment Reporting
The Parent Company'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. Financial information on business segments is presented in Note 27 of the parent company financial statements.

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

Events after the Reporting Date
Post year-end events that provide additional information about the Parent Company's position at the reporting date (adjusting events) are reflected in the parent company financial statements. Post year-end events that are not adjusting events are disclosed in the parent company financial statements when material.

3. Significant Accounting Judgments and Estimates

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

Judgments
In the process of applying the Parent Company'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 parent company financial statements:

Existence of a contract
The Parent Company's primary document for a contract with a customer is a signed contract to sell. It has determined, however, that in cases wherein contract to sell are not signed by both parties, the combination of its other duly executed and signed documentation such as reservation agreement, official receipts, buyers' computation sheets and invoices, would contain all the criteria to qualify as contract with the customer under PFRS 15.

In addition, part of the assessment process of the Parent Company before revenue recognition is to assess the probability that the Parent Company will collect the consideration to which it will be entitled in exchange for the real estate property that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property. Managament regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Revenue recognition method and measure of progress
The Parent Company concluded that revenue for real estate sales is to be recognized over time because: (a) the Parent Company's performance does not create an asset with an alternative use and; (b) the Parent Company has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Parent Company's ability to direct the promised property for another use is substantive. This is because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Parent Company requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits will flow to the Parent Company. The Parent Company considers that the initial and continuing investments by the buyer of about 10% would demonstrate the buyer's commitment to pay.

The Parent Company has determined that output method used in measuring the progress of the performance obligation (i.e. percentage of completion) faithfully depicts the Parent Company's performance in transferring control of real estate development to the customers. As discussed in Note 2, Changes in Accounting Policies, the Parent Company adopted the provision of PFRS 15 that covered the treatment of land in the determination of the POC as discussed in PIC Q&A 2018-12-E.

Distinction of land between real estate inventories and investment properties
The Parent Company determines whether a property will be classified as real estate inventories or investment properties. In making this judgment, the Parent Company considers whether the property will be sold in the normal operating cycle (real estate inventories) and even if the real estate inventories are leased out, the classification remains on the condition that the intent to sell remains. All other properties that are not yet determined to be sold in the normal operating cycle are classified as investment properties.

Control of entities in which the Parent Company holds only 50% or less than majority of voting rights
The Parent Company considers that it controls the following entities even though it owns 50% or less than majority of the voting rights. Control is achieved when the Parent Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect that return through its power over the investee.

Alabang Commercial Corp. (ACC)
For ACC, the Parent Company holds 50% of the voting rights, and is also the single largest shareholder and the remaining 50% of the equity shares are held by several shareholders. The second largest stockholder of ACC holds 8.3% share while the other shareholders' equity interest ranges from 2.1% to 8.3%. In addition, the Parent Company has an existing management services agreement with ACC which gives the Parent Company the exclusive control and decision over the relevant activities of ACC.

BGWest Properties, Inc. (BG West)
For the BG West, wherein the Parent Company and the other shareholder each own 50% of the voting rights, the Parent Company controls the investee through exercise of its exclusive project development and marketing agreement as well as the ability to decide on the financing, operating and strategic policies of the investees. This enabled the Parent Company to conclude that it has control.

Roxas Land Corp. (RLC), ALI-CII Development Corp. (ALI-CII) and Leisure and Allied Industries Philippines, Inc. (LAIP)
The Parent Company has an existing management services agreement with RLC, ALI-CII and LAIP which gives Parent Company the exclusive control and decision over the relevant activities of RLC, ALI-CII and LAIP.

Contingencies
The Parent Company is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Parent Company currently does not believe that these proceedings will have a material effect on the Parent Company's financial position (see Note 30).

Sale of real estate receivables
The Parent Company has entered into arrangements with banks wherein it discounted its real estate receivables without recourse. The Parent Company believes that the sales transactions are not more than infrequent and that the receivables discounted is insignificant in value both individually and in aggregate. Accordingly, the Parent Company continues to present trade receivables at amortized cost as it remains to hold trade receivables with the objective of collecting contractual cash flows until maturity.

Definition of default and credit-impaired financial assets
The Parent Company defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria – for residential, commercial and office development receivables, the customer receives a notice of cancellation and does not continue the payments.

Qualitative criteria
The customer meets unlikeliness to pay criteria, which indicates the customer is in significant financial difficulty. These are instances where:
a. The customer is experiencing financial difficulty or is insolvent
b. The customer is in breach of financial covenant(s)
c. An active market for that financial assets has disappeared because of financial difficulties
d. Concessions or deferrals have been granted by the Parent Company, for economic or contractual reasons relating to the customer's financial difficulty (e.g. Bayanihan Acts I and II considerations)
e. It is becoming probable that the customer will enter bankruptcy or other financial reorganization

The criteria above have been applied to the financial instruments held by the Parent Company and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) throughout the Parent Company's expected loss calculation.

Incorporation of forward-looking information
The Parent Company incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

To do this, the Parent Company considers a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs. Based on the Parent Company's evaluation and assessment and after taking into consideration external actual and forecast information, the Parent Company formulates a 'base case' view of the future direction of relevant economic variables as well as a representative range of other possible forecast scenarios. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The base case represents a most-likely outcome and is aligned with information used by the Parent Company for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Parent Company carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

The Parent Company has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

Determination of lease term of contracts with renewal and termination options – Parent Company as a lessee
The Parent Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Parent Company has several lease contracts that include extension and termination options. The Parent Company applies judgment in evaluating whether the provisions to renew or terminate the lease is enforceable. For leases where the Parent Company has the unilateral option to renew or terminate, it then applies judgment on whether it is reasonably certain or not to exercise the option. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Parent Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

Assessment on whether lease concessions granted constitute a lease modification
In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Parent Company waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions.

The Parent Company applies judgment when assessing whether the rent concessions granted is considered a lease modification under PFRS 16.

In making this judgment, the Parent Company determines whether the rent concessions granted has changed the scope of the lease, or the consideration thereof, that was not part of the original terms and conditions of the lease. The Parent Company assessed that the lease concessions it granted to lessees do not qualify as lease modifications since the terms and conditions under the corresponding lease contracts have not been modified by the waiver and therefore, is not a lease modification under PFRS 16.

The rent concessions granted by the Parent Company amounted to ₱341.0 million and ₱139.6 million 2022 and 2021, respectively.

Judgements made in determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates applying paragraph 122 of PAS 1, Presentation of Financial Statements
Upon adoption of the Interpretation, the Parent Company has assessed whether it has any uncertain tax position. The Parent Company applies significant judgement in identifying uncertainties over its income tax treatments. The Parent Company determined, based on its assessment, in consultation with its tax counsel, that it is probable that its uncertain income tax treatments (including those for the subsidiaries) will be accepted by the taxation authorities. Accordingly, the interpretation did not have an impact on the parent company financial statements.

Management's Use of Estimates
The key assumptions concerning the future and other key 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.

Revenue recognition on real estate projects
The Parent Company’s revenue recognition policy requires management to make use of estimates and assumptions that may affect the reported amounts of revenues. The Parent Company’s revenue from real estate is recognized based on the percentage of completion and this is measured principally on the basis of the estimated completion of a physical proportion of the contract work. Apart from involving significant estimates in determining the quanitity of imports such as materials, labor and equipment needed, the assessment process for the POC is complex and the estimated project development costs requires technical determination by management’s specialists (project engineers).

Following the pattern of real estate revenue recognition, the cost of sales and cost to obtain a contract (e.g. commission), is determined using the percentage of completion. To determine the cost of sales, the POC is applied to the standard cost, which is regularly reviewed and adjusted to actual cost. In view of the continuing community quarantines and restricted mobility, the progress of the Parent Company's performance obligation is adversely affected which resulted to lower percentage-of-completion in 2022 and 2021 as compared to previous years.

Evaluation of net realizable value of real estate inventories
The Parent Company adjusts the cost of its real estate inventories to net realizable value based on its assessment of the recoverability of the inventories. NRV for completed real estate inventories is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Parent Company in the light of recent market transactions. NRV in respect of real estate inventories under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. In line with the impact of COVID-19, the Parent Company experienced limited selling activities that resulted to lower sales in 2021 and 2020. In evaluating NRV, recent market conditions and current market prices have been considered. See Note 7 for the related balances.

Share-based payments
The expected life of the options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of stock of the Parent Company. See Note 25 for the related balances.

Estimating pension liabilities and other retirement benefits
The determination of the Parent Company’s obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Significant assumptions are disclosed in Note 23 and include among others, discount rate and salary increase rate.

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 obligation.

The mortality rate is based on publicly available mortality tables and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates.

While the Parent Company believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions could materially affect retirement obligations. See Note 23 for the related balances.

Fair value of financial instruments
When the fair values of financial assets and financial liabilities recorded and disclosed in the parent company statement of financial position cannot be derived from active markets, they are determined using internal valuation techniques and generally accepted market valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility, and correlation. Certain financial assets and liabilities were initially recorded at their fair values by using the discounted cash flow methodology. See Note 26 for the related balances.

Provision for expected credit losses of trade receivables
The Parent Company uses a provision matrix to calculate ECLs for trade receivables other than residential, commercial and office development receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Parent Company's historical observed default rates. The Parent Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information such as inflation and GDP growth rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The Parent Company uses vintage analysis approach to calculate ECLs for residential, commercial and office development receivables. The vintage analysis accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period.

The assessment of the correlation between historical observed default rates, forecast economic conditions (inflation and interert rates) and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Parent Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The Parent Company has considered the impact of COVID-19 pandemic and revised its assumptions in determining the macroeconomic variables and loss rates in the computation of ECL. The changes in the gross carrying amount of receivables from sale of real estate during the year and impact of COVID-19 pandemic did not materially affect the allowance for ECLs.

The information about the ECLs on the Parent Company's trade receivables is disclosed in Notes 6 and 26.

Estimating the incremental borrowing rate for leases
The Parent Company uses its incremental borrowing rate (IBR) to measure lease liabilities because the interest rate implicit in the lease is not readily determinable. The IBR is the rate of interest that the Parent Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Parent Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Parent Company estimates the IBR using observable inputs (such as market interest rates) when available.

The Parent Company's lease liabilities as of December 31, 2022 and 2021 amounted to ₱362.0 million and ₱253.6 million , respectively (see Note 29).

Finance lease commitments – Parent Company as lessor
The Parent Company has entered into a lease agreement on the parcel of land and building pertaining to MECC. The Parent Company has determined, based on evaluation of the terms and arrangement, particularly on the economic life, that the Parent Company has transferred substantially all the significant risks and rewards of ownership of this property to the lessee and accounts for the agreement as finance lease

Evaluation of impairment of nonfinancial assets
The Parent Company assesses whether there are any indicators of impairment for all nonfinancial assets (i.e., investment in subsidiaries, associates and joint ventures, property and equipment, investment properties, right of use assets and other current assets) at each financial reporting date. These nonfinancial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of an asset is the higher of its fair value less cost to sell and value in use. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs, while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

For investment in subsidiaries, associates and joint ventures, the Parent Company calculates the amount of impairment as the difference between the recoverable amount and the carrying value of the investee company and recognizes the difference in the parent company statement of income.

No impairment loss was recognized in 2022, 2021 and 2020.

4. Cash and Cash Equivalents

This account consists of:

	2022	2021
Cash on hand	**₱1,559,622**	₱6,750,227
Cash in banks	**558,050,216**	312,126,410
Cash equivalents	**–**	123,473,272
	₱559,609,838	₱442,349,909

Cash in banks earn interest at the respective bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Parent Company, and earn interest at the respective short-term investment rates.

The annual interest rates of the cash equivalents are as follows:

	2022	2021
Philippine Peso	**5.00% to 6.00%**	0.75% to 1.2%

There is no restriction on the Parent Company's cash and cash equivalents balances as of December 31, 2022 and 2021.

5. **Financial Assets at FVPL**

This account consists of:

	2022	2021
Investment in Unit Investment Trust Funds (UITF)	**₱6,881,752**	₱16,860,471
Investment in Treasury Bills	**–**	–
	₱6,881,752	₱16,860,471

The Parent Company has investments in the BPI Money Market Fund and BPI USD Short Term Fund). The Fund, which is structured as a money market UITF, aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments and with no minimum holding period requirement.

As of December 31, 2022, the Parent Company invested in the Fund with a fair value of ₱1.6 million for BPI Money Market Fund and ₱5.3 million for BPI USD Short Term Fund. The Fund's Net Asset Value (NAV) was at ₱39,946.5 million with duration of 124 days and ₱33,852.2 million with duration of 120 days, respectively.

As of December 31, 2021, the Parent Company invested in the Fund with a fair value of ₱7.3 million for BPI Money Market Fund and ₱9.6 million for BPI USD Short Term Fund. The Fund's Net Asset Value (NAV) was at ₱61,969.7 million with duration of 241 days and ₱45,783.84 million with duration of 267 days, respectively.

The following table provides the fair value hierarchy of the Parent Company's financial assets at FVPL which are measured at fair value as of December 31, 2022 and 2021:

2022

		Fair value measurement using			
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Investment in UITF	**December 31, 2022**	**₱6,881,752**	**₱–**	**₱6,881,752**	**₱–**

2021

		Fair value measurement using			
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Investment in UITF	December 31, 2021	₱16,860,471	₱–	₱16,860,471	₱–

The fair value of the investment in UITF is based on net asset values as of reporting dates.

Reconciliation of fair value measurement of Investment in UITF is shown below:

	2022	2021
Balance at beginning of year	**₱16,860,471**	₱10,758,924
Additions	**2,236,166,300**	142,207,567
Disposals	**(2,242,338,930)**	(143,663,496)
Unrealized gains included under "Other income" (see Note 20)	**(3,806,089)**	7,557,476
Balance at end of year	**₱6,881,752**	₱16,860,471

6. **Accounts and Notes Receivable**

Accounts and notes receivable account consists of:

	2022	2021
Trade		
Residential, commercial and office development	**₱31,258,641,754**	₱36,370,537,084
Corporate business	**1,796,501,911**	1,705,440,720
Shopping centers	**2,144,626,613**	1,775,755,005
Others	**500,528,788**	1,295,641,558
Receivable from related parties (Notes 22 and 26)	**53,824,773,264**	56,531,223,474
Advances to other companies	**7,695,185,847**	14,209,358,665
Dividends receivable	**2,136,222,555**	357,753,753
Receivable from employees	**129,589,610**	82,184,945
Interest receivable (Note 26)	**13,431,171**	12,680,219
	99,499,501,513	112,340,575,423
Less allowance for impairment losses	**633,512,462**	553,454,291
	98,865,989,051	111,787,121,132
Less noncurrent portion	**14,155,756,512**	12,103,452,637
	₱84,710,232,539	₱99,683,668,495

The classes of trade receivables of the Parent Company follow:

- Residential, commercial and office development - pertains to receivables from the sale of high-end and upper middle-income residential lots and units, sale of commercial lots, sale of office units and leisure community developments.
- Corporate business - pertain to lease receivables of office buildings.
- Shopping centers - pertain to lease receivables from retail spaces
- Others - pertain mainly to receivables from lease of land, facility management and other support services.

Residential, commercial and office development receivables are collectible in monthly installments over a period of one (1) to ten (10) years. These are carried at amortized cost using the effective interest rate method with annual interest rates ranging from 5.8% to 10.5%. Titles to real estate properties are transferred to the buyers only once full payment has been made.

Corporate business receivables are collectible on a monthly or quarterly basis depending on the terms of the lease contracts.

Receivables from shopping centers, and rent receivables included under other trade receivables are due within 30 days upon billing.

Receivables from facility management and other support services included under other trade receivables are normally due within 30 to 90 days upon billing.

Receivable from related parties, dividends receivable and interest receivable are due and demandable.

Advances to other companies includes advances made to joint venture partners that have been made in consideration of project costs and purchases of land that are still subject to completion. The documentation for these advances provides that these will be payable over a fixed term or on demand in order to allow for repayment of the advances when closing does not occur or not settled. The advances are liquidated when proceeds from the sale of the related projects are applied.

Receivables from employees pertain to housing, car, salary and other loans granted to the Parent Company's employees which are collectible through salary deduction, are interest-bearing (6.0% per annum) and payable on various maturity dates.

Receivables amounting to ₱633.5 million and ₱553.5 million as of December 31, 2022 and 2021, respectively, were impaired and fully provided with allowance. The movements in the allowance for ECLs on receivables follow:

2022

	Trade			
	Shopping Centers	**Corporate Business**	**Advances to Other Companies**	**Total**
Balance at beginning of year	**₱209,747,330**	**₱209,982,369**	**₱133,724,592**	**₱553,454,291**
Provisions during the year (Note 20)	**23,775,000**	**-**	**56,283,171**	**80,058,171**
Balance at end of year	**₱233,522,330**	**₱209,982,369**	**₱190,007,763**	**₱633,512,462**

2021

	Trade			
	Shopping Centers	Corporate Business	Advances to Other Companies	Total
Balance at beginning of year	₱201,885,468	₱136,494,700	₱74,664,799	₱413,044,967
Provisions during the year (Note 20)	7,861,862	73,487,669	59,059,793	140,409,324
Balance at end of year	₱209,747,330	₱209,982,369	₱133,724,592	₱553,454,291

Based on the Parent Company's assessment, the modifications in the contractual cash flows as a result of the above reliefs are not substantial and therefore do not result in the derecognition of the affected financial assets.

As of December 31, 2022 and 2021, nominal amount of trade receivables from residential development amounting to ₱31,126.3 million and ₱39,817.8 million, respectively, were recorded initially at fair value. The fair values of the receivables were obtained by discounting future cash flows using the applicable rates of similar types of instruments.

Movements in the unamortized discount of the Parent Company's receivables as of December 31, 2022 and 2021 follow:

	2022	2022
Balance at beginning of year	**₱4,689,943,719**	₱5,548,155,152
Additions during the year	**956,155,086**	1,735,165,531
Accretion for the year (Note 19)	**(2,950,883,232)**	(2,593,376,964)
Balance at end of year	**₱2,695,215,573**	₱4,689,943,719

The Parent Company entered into agreements with BPI Asset Management and Trust Corporation in 2021 for the assignment of interest-bearing employee receivables amounting to ₱27.3 million (nil in 2022). The transactions were without recourse and did not result to any gain or loss.

The Parent Company sold receivables on a without recourse basis to partner mortgage banks, which include Bank of the Philippine Islands, a related party, amounting to ₱7,887.9 million in 2022 and ₱8,995.9 million in 2021. These were sold at discount with total proceeds of ₱6,229.7 million and ₱8,217.1 million, respectively. The Parent Company recognized loss on sale (under "Interest expense and other financing charges") amounting to ₱1,658.3 million and ₱778.8 million in 2022 and 2021, respectively (see Note 20).

7. Inventories

This account consists of

	2022	2021
Real estate - at cost		
Residential and commercial lots	**₱41,296,172,714**	₱26,347,766,600
Residential and commercial units	**11,368,028,498**	9,620,449,594
	₱52,664,201,212	₱35,968,216,194

A summary of the movements in inventories is set out below:

2022

	Residential and commercial lots	**Residential and commercial units**	**Total**
Balances at beginning of year	**₱26,347,766,600**	**₱9,620,449,594**	**₱35,968,216,194**
Construction/development costs incurred/adjustments	**7,421,648,994**	**8,052,257,605**	**15,473,906,599**
Disposals (recognized as cost of real estate sales) (Note 20)	**(5,624,496,436)**	**(5,796,848,865)**	**(11,421,345,301)**
Transfers within inventories	**507,829,836**	**(507,829,836)**	**–**
Transfers to/from investment property (Note 11)	**878,530,188**	**–**	**878,530,188**
Transfers to/from PPE (Note12)	**11,764,893,532**		**11,764,893,532**
Balances at end of year	**₱41,296,172,714**	**₱11,368,028,498**	**₱52,664,201,212**

2021

	Residential and commercial lots	Residential and commercial units	Total
Balances at beginning of year	₱21,268,063,057	₱11,339,830,372	₱32,607,893,429
Construction/development costs incurred/adjustments	11,085,864,541	2,791,648,891	13,877,513,432
Disposals (recognized as cost of real estate sales) (Note 20)	(6,535,744,641)	(4,327,182,706)	(10,862,927,347)
Transfers within inventories	183,846,963	(183,846,963)	–
Transfers from investment property (Note 11)	345,736,680	–	345,736,680
Balances at end of year	₱26,347,766,600	₱9,620,449,594	₱35,968,216,194

The Parent Company has no purchase commitments pertaining to its inventories as of December 31, 2022 and 2021.

There are no liens and encumbrances on the Parent Company's real estate inventories.

For the capital commitments, please refer to Notes 18 and 30.

8. Other Current Assets

This account consists of:

	2022	2021
Prepaid taxes and licenses	**₱11,348,967,033**	₱9,206,238,651
Advances to contractors and suppliers	**4,062,064,781**	6,050,787,739
Prepaid expenses	**2,115,145,158**	2,072,680,531
Value-added input tax - net	**892,528,658**	2,016,843,454
	₱18,418,705,630	₱19,346,550,375

Prepaid taxes and licenses pertains to the excess of payments made against current income tax due which can be claimed against income tax for future periods, and prepayments on other taxes and licenses.

Advances to contractors and suppliers represents prepayments for the construction of inventories.

Prepaid expenses mainly include prepayments for commissions, marketing and management fees, and rentals and insurance. The cost to obtain contracts which includes prepaid commissions, amounted to ₱764.5 million and ₱589.4 million in 2022 and 2021, respectively. In line with the Parent Company's accounting policy, as set out in Note 2, if a contract or specific performance obligation exhibited marginal profitability or other indicators of impairment, judgement was applied to ascertain whether or not the future economic benefits from these contracts were sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific key performance indicators that could trigger variable consideration, or service credits (see Note 13).

Value-added input tax is applied against value-added output tax. The remaining balance is recoverable in future periods

9. Financial Assets at Fair Value through OCI

As of December 31, 2022 and 2021, financial assets at FVOCI consists of investments in:

	2022	2021
Shares of stock:		
Unquoted	**₱462,624,810**	₱463,121,007
Quoted	**76,831,385**	87,197,205
	539,456,195	550,318,212
Net unrealized gain	**124,305,105**	71,139,285
	₱663,761,300	₱621,457,497

Investments in quoted shares of stock include shares held for clubs wherein the Parent Company does not exercise control or demonstrate significant influence.

Investments in unquoted shares of stock include unlisted shares of public utility companies which the Parent Company will continue to carry as part of the infrastructure that it provides to its real estate projects.

On December 16, 2021, the SEC approved the merger of Cebu Holdings, Inc (CHI), Asian I-Office Properties. Inc. (AiO), Arca South Commercial Ventures Corp (ASCVC) and Central Block Developers, Inc. (CBDI) with and into ALI, with ALI as the surviving entity (the “Merger”). As a result of the merger, CHI’s unquoted shares of stock amounting to ₱310.5 million was migrated to the books of the Parent Company.

Movements in the reserves for financial assets at FVOCI as of December 31, 2022 and 2021 are as follows:

	2022	2021
Balance at beginning of year	**₱71,139,285**	₱53,039,285
Fair value changes during the year	**53,165,820**	18,100,000
Balance at end of year	**₱124,305,105**	₱71,139,285

The following tables provide the fair value hierarchy of the Parent Company's financial assets at FVOCI which are measured at fair value as of December 31, 2022 and 2021:

2022

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Shares of stock:					
Quoted					
Tourism and leisure	**December 31, 2022**	**₱194,200,000**	**₱194,200,000**	**₱–**	**₱–**
Unquoted					
Tourism and leisure	**Various**	**453,503,802**	**–**	**–**	**453,503,803**
Utilities and energy	**Various**	**8,589,590**	**–**	**–**	**8,589,590**
Real estate	**Various**	**7,467,907**	**–**	**–**	**7,467,907**
		₱663,761,300	**₱194,200,000**	**₱–**	**₱469,561,300**

2021

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Shares of stock:					
Quoted					
Tourism and leisure	December 31, 2021	₱151,400,000	₱151,400,000	₱–	₱–
Unquoted					
Tourism and leisure	Various	454,000,000	–	–	454,000,000
Utilities and energy	Various	8,589,590	–	–	8,589,590
Real estate	Various	7,467,907	–	–	7,467,907
		₱621,457,497	₱151,400,000	₱–	₱470,057,497

10. Investments in Subsidiaries, Associates and Joint Ventures

This account consists of:

	Percentages of Direct Ownership		Carrying Amounts	
	2022	2021	**2022**	2021
Subsidiaries:				
Regent Wise Investment Ltd. and Subsidiary (Regent Wise)	**100%**	100%	**₱16,654,593,355**	₱16,654,593,351
AyalaLand Hotels and Resorts Corporation and Subsidiaries (AHRC)	**100**	100	**16,760,432,000**	16,760,432,000
AyalaLand Logistics Holdings Corp. and Subsidiaries (ALLHC) (formerly Prime Orion Philippines, Inc.)	**71**	71	**10,582,725,757**	10,582,725,757
AREIT, Inc. (AREIT) (formerly One Dela Rosa Property Development, Inc.(ODR)) (Note 20)	**55**	66	**26,376,871,681**	16,968,342,306
Amaia Land Corporation and Subsidiary (Amaia)	**100**	100	**7,286,931,640**	7,006,931,640
Avida Land Corporation and Subsidiaries (Avida)	**100**	100	**6,689,977,831**	6,689,977,831
AyalaLand Offices, Inc. and Subsidiaries (ALO)	**100**	100	**6,522,486,376**	6,522,486,376
Summerhill E-Office Corporation (Summerhill)	**100**	100	**6,579,990,035**	6,579,990,035
Bay City Commercial Ventures Corp. (BCCVC)	**100**	100	**4,929,421,699**	4,929,421,699
AyalaLand Estates, Inc. (formerly Southgateway Development Corp. (SDC))	**100**	100	**4,005,642,479**	4,005,642,479
AyalaLand MetroNorth, Inc. (AMNI)	**100**	100	**3,895,726,210**	3,895,726,210
North Ventures Commercial Corp. (NVCC)	**100**	100	**3,784,145,284**	3,784,145,284
Alveo Land Corporation and Subsidiaries (Alveo)	**100**	100	**2,677,613,403**	2,677,613,403
North Triangle Depot Commercial Corporation (NTDCC)	**73**	73	**2,640,805,402**	2,640,805,402
ALI Capital Corp. (ALICap) (formerly Varejo Corp.)	**100**	100	**2,625,000,000**	2,625,000,000
Capitol Central Commercial Ventures Corp. (CCCVC)	**100**	100	**2,517,000,000**	2,517,000,000
BellaVita Land Corporation (BellaVita)	**100**	100	**2,300,000,000**	2,300,000,000
Amorsedia Development Corporation and Subsidiaries (ADC)	**100**	100	**2,274,943,627**	2,274,943,627

(Forward)

	Percentages of Direct Ownership		Carrying Amounts	
	2022	2021	**2022**	2021
Makati Cornerstone Leasing Corp.(MCLC)	**100**	100	**₱2,213,961,000**	₱2,213,961,000
Arvo Commercial Corporation (Arvo)	**100**	100	**1,800,000,000**	1,800,000,000
ALI Commercial Center, Inc. and Subsidiary (ACCI)	**100**	100	**1,692,680,000**	1,692,680,000
Vesta Property Holdings, Inc. (VPHI)	**84**	78	**1,905,635,902**	1,483,331,714
North Eastern Commercial Corp. (NECC)	**100**	100	**1,300,000,000**	1,300,000,000
Northbeacon Commercial Corporation (NBCC)	**100**	100	**1,238,100,000**	1,288,100,000
Aurora Properties Incorporated	**81**	81	**1,199,997,664**	1,199,997,664
Cavite Commercial Town Center, Inc. (CCTCI)	**100**	100	**1,515,390,793**	1,515,390,793
Aviana Development Corporation	**50**	50	**966,000,000**	966,000,000
Accendo Commercial Corp. (Accendo)	**67**	67	**874,697,062**	874,697,062
Cagayan de Oro Gateway Corp. (CDOGC)	**70**	70	**867,680,000**	867,680,000
Philippine Integrated Energy Solutions, Inc. (PhilEnergy)	**100**	100	**854,500,000**	854,500,000
Nuevo Centro, Inc. (Nuevo Centro)	**55**	54	**819,223,620**	819,223,620
Soltea Commercial Corp. (Soltea)	**60**	60	**796,416,740**	796,416,740
Makati Development Corporation and Subsidiaries (MDC)	**100**	100	**750,958,813**	750,958,813
ALO Prime Realty Corporation	**100**	100	**733,676,554**	733,676,554
Westview Commercial Ventures Corp. (Westview)	**100**	100	**731,075,299**	731,075,299
Ecoholdings Company, Inc. (ECI)	**100**	100	**718,368,400**	718,368,400
Ceci Realty, Inc. (Ceci)	**60**	60	**699,785,665**	699,785,665
Whiteknight Holdings, Inc. (WHI)	**100**	100	**1,000,000**	1,000,000
Prow Holdings, Inc. (Prow)	**55**	55	**670,273,870**	670,273,870
Anvaya Cove Golf & Sports Club, Inc. (Anvaya Cove Golf)	**76**	76	**562,210,799**	589,029,530
Adauge Commercial Corporation (Adauge)	**60**	60	**600,000,000**	600,000,000
ALI Makati Hotel Property, Inc.	**20**	20	**584,702,865**	584,702,865
Ayala Hotels, Inc. (AHI)	**100**	50	**13,763,396,233**	564,772,538
Anvaya Cove Beach & Nature Club Inc. (Anvaya Cove Beach)	**73**	73	**503,493,565**	506,544,359
Crans Montana Holdings, Inc.	**100**	100	**505,329,030**	505,329,030
Ten Knots Development, Corporation and Subsidiaries (TKDC)	**60**	60	**495,000,000**	495,000,000
Integrated Eco-resort, Inc. (IERI)	**100**	100	**492,922,224**	492,922,224
Subic Bay Town Centre, Inc. (SBTCI)	**100**	100	**478,500,000**	478,500,000
Station Square East Commercial Corporation (SSECC)	**69**	69	**461,825,050**	461,825,050
Red Creek Properties, Inc. (RCPI)	**100**	100	**431,511,128**	431,511,128
Roxas Land Corp (RLC)	**50**	50	**327,022,960**	327,022,960
AREIT Fund Manager, Inc. (formerly AyalaLand Commercial REIT, Inc. (ALCRI))	**100**	100	**300,000,000**	300,000,000
Serendra, Inc.	**28**	28	**266,027,100**	266,027,100
Alabang Commercial Corporation (ACC)	**50**	50	**258,431,769**	258,431,769
Ayalaland Medical Facilities Leasing, Inc. (AMFLI)	**100**	100	**128,000,000**	255,000,000
BGWest Properties (BGW)	**50**	50	**1,340,000,000**	250,000,000
AMSI, Inc. (formerly Ayalaland Malls Synergies, Inc.) (AMSI)	**100**	100	**235,000,000**	235,000,000
Crimson Field Enterprises, Inc.	**100**	100	**219,714,272**	219,714,272
Southportal Properties, Inc. (Southportal)	**100**	100	**290,000,000**	290,000,000
Primavera Towncentre, Inc. (PTI)	**100**	100	**248,420,000**	248,420,000
Sunnyfield E-Office Corporation (Sunnyfield)	**100**	100	**173,000,000**	173,000,000
First Longfield Investments Limited (First Longfield) (Hongkong Company)	**100**	100	**167,923,610**	167,923,610
Arca South Integrated Terminal, Inc.	**100**	100	**151,000,000**	151,000,000
Hillsford Property Corporation (Hillsford)	**100**	100	**150,000,000**	150,000,000
Ayala Land International Sales, Inc. (ALISI)	**100**	100	**138,700,000**	138,700,000
ALInet.com, Inc. (ALInet)	**100**	100	**130,482,764**	130,482,764
Leisure and Allied Industries Philippines, Inc. (LAIP)	**50**	50	**191,300,000**	191,300,000
ALI-CII Development Corporation (ALI-CII)	**50**	50	**102,765,300**	102,765,300
Lagdigan Land Corp. (Lagdigan)	**60**	60	**99,000,000**	99,000,000
Ten Knots Phils., Inc.(TKPI)	**60**	60	**93,131,600**	93,131,600
Aprisa Business Process Solutions (Aprisa)	**100**	100	**40,000,000**	40,000,000
DirectPower Services, Inc. (DirectPower)	**100**	100	**40,000,000**	40,000,000
CMPI Holdings, Inc. (CMPI)	**60**	60	**28,800,000**	28,800,000
ALI Makati Hotel & Residences, Inc. (AMHRI)	**20**	**20**	**22,097,135**	22,097,135
Altaraza Development Corporation	**51**	51	**153,000,000**	13,515,000
Ayala Land Sales, Inc. (ALSI)	**100**	100	**10,000,000**	10,000,000

(Forward)

	Percentages of Direct Ownership		Carrying Amounts	
	2022	2021	**2022**	2021
AyalaLand Malls, Inc. (ALMI) (formerly Solerte, Inc.)	**100**	100	**₱5,000,000**	₱5,000,000
Ayala Land Premier, Inc. (ALPI)	**100**	100	**5,000,000**	5,000,000
Altaraza Prime Realty Corporation (Altaraza)	**100**	100	**4,000,000**	4,000,000
Verde Golf Development Corp (Verde Golf)	**100**	100	**3,125,000**	3,125,000
Buendia Landholdings, Inc. (BLI)	**100**	100	**2,833,562**	2,833,562
Ayala Land Club Management, Inc.	**100**	100	**2,500,000**	2,500,000
Ayala Property Management Corporation (APMC)	**100**	100	**1,912,026**	1,912,026
Ayala Theatres Management, Inc. (ATMI)	**100**	100	**864,559**	864,559
Next Urban Alliance Development Corp.	**100**	100	**365,500**	365,500
Five Star Cinema, Inc. (FSCI)	**100**	100	**250,000**	250,000
Regent Time International, Limited (Regent Time) (British Virgin Islands)	**100**	100	**52**	52
Amaia Southern Properties, Inc. (ASPI)	**35**	35	**93,100,000**	93,100,000
Taft Punta Engaño Property Inc. (TPEPI)	**55**	55	**550,000,000**	550,000,000
Central Bloc Hotel Ventures, Inc.	**100**	100	**47,500,000**	47,500,000
Solinea, Inc.	**35**	35	**124,250,000**	124,250,000
Cebu Insular Hotel Company, Inc. (CIHCI)	**37**	37	**239,302,475**	239,302,475
Cebu Leisure Company, Inc. (CLCI)	**100**	100	**46,000,000**	46,000,000
Ayalaland-Tagle Properties, Inc.	**55**	55	**303,325,000**	28,325,000
Cebu Business Park Theater Management Inc. (CBPTMI)	**100**	100	**62.500**	62,500
Ayala Malls Zing, Inc.	**100**	-	**21,875,000**	-
Darong Agricultural And Development Corporation (DADC)	**100**	-	**1,722,601,620**	-
Joint Ventures:				
ALI-ETON Property Development Corporation	**50**	50	**7,386,500,000**	5,287,500,000
AKL Properties, Inc. (AKL)	**50**	50	**3,083,523,294**	3,083,523,296
Emerging City Holdings, Inc. (ECHI)	**50**	50	**1,555,004,550**	1,555,004,550
Cebu District Property Enterprise, Inc. (CDPEI)	**50**	50	**1,810,000,000**	1,810,000,000
Berkshires Holdings, Inc. (BHI)	**50**	50	**666,430,520**	666,430,521
Associates:				
OCLP Holdings, Inc. (OHI)	**21**	21	**7,190,241,827**	7,190,241,828
Bonifacio Land Corp. (BLC)	**5**	5	**346,881,017**	346,881,016
Lagoon Development Corporation (LDC)	**30**	30	**37,050,000**	37,050,000
			200,885,934,067	172,435,384,713
Less allowance for probable losses			**319,959,706**	319,959,706
			₱ 200,565,974,361	₱172,115,425,007

The above companies are domestic except for Regent Time which is domiciled and incorporated in British Virgin Islands and First Longfield and Regent Wise which are domiciled and incorporated in Hong Kong.

As of December 31, 2022 and 2021, the Parent Company had no commitments to its interests in joint ventures.

Investment in Regent Wise Investments Limited
Regent Wise is is a limited liability company incorporated in Hong Kong. It is a wholly – owned subsidiary of the Parent Company. It's registered office is located at Level 54, Hopewell Centre 183 Queen's Road East, Hong Kong. It's principal activity is investment holding.

As of December 31, 2022 and 2021, the investment of the Parent Company in Regent Wise both amounted to ₱16,654.6 million.

Investment in AyalaLand Hotels and Resorts Corp.
In 2010, the Parent Company established AHRC to support the Parent Company's hotel and resort business. The Parent Company subscribed to all common and preferred shares issued at a total of ₱1.2 billion.

As of December 31, 2022 and 2021, the Parent Company's investment both amounted to ₱16,760.4 million.

Investment in AyalaLand Logistics Holdings Corp.
ALLHC was incorporated and registered May 19, 1989. It is a subsidiary of the Parent Company. It is listed in the Philippine Stock Exchange (PSE). It is engaged in real estate and property development, manufacturing and retailing/distribution, non-life insurance and other allied services, organized under a number of intermediate holding companies.

On March 19, 2021, ALLHC purchased the 5% equity interest owned by Mitsubishi Corporation in LTI, equivalent to 2,013 common shares, with a total value of Php 200 million. As a result, ALI's effective ownership in LTI has increased to 71% from 68%.

As of December 31, 2022 and 2021, the Parent Company's investment in ALLHC both amounted to ₱10,582.7 million.

Investment in AREIT, Inc.
AREIT is a wholly-owned subsidiary of ALO, which is involved in leasing office and commercial spaces. In October 2018, AREIT increased its authorized capital stock by 881,500,000 shares which were subsequently acquired by ALI for ₱8,815.0 million, resulting to a 90% ownership in AREIT.

On August 2020, AREIT, Inc. sold its 454.7 million shares with a cost of ₱4,547.1 million through an initial public offering (IPO). Subsequently, during a one-month stabilization process, BPI Capital Corporation acquired 35.18 million shares at an average price of ₱26.0/share and redelivered this to ALI. Gain on sale arising from AREIT's IPO amounting to ₱7,730.0 million was recognized (see Note 20).

As of December 31, 2020, AREIT is 45.04% owned by ALI, 9.39% owned by ALO and 45.57% public after the company was listed in the Philippine Stock Exchange on August 13, 2020. Effectively, ALI's effective ownership was reduced from 100.00% to 54.43% as a result of public offering. The company was organized primarily as a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations and other applicable laws. The control of the Parent Company over AREIT, Inc. remains as of December 31, 2020.

On April 30, 2021, ALI sold 44,000,000 shares of AREIT, Inc. (AREIT) at a transaction price of Php 32.00 per share, equivalent to Php 1.408 billion (exclusive of fees and taxes). The gain on the disposal amounted to in ₱1.02 billion in 2021 (Note 20).

On October 8, 2021, ALI and AREIT, Inc. received approval from the SEC of the property-for-share-swap, specifically the subscription of ALI and its subsidiaries namely, Westview Commercisl Ventures Corp. and Glensworth Development, Inc. (collectively referred to as Subsidiaries) to 483,254,375 shares of AREIT in exchange for identified properties owned by ALI and the subsidiaries, under the Deed of Exchange dated June 8, 2021. This resulted in ALI's interest in AREIT from 45% to 66%. The gain on this property for share-swap amounted to ₱1.73 billion in 2022 (Note 20).

On March 9, 2022, the Executive Committee of ALI approved the subscription to 252,136,383 AREIT primary common shares, in exchange for six office buildings located in Cebu with an aggregate value of ₱11,257.89 million, under a property-for-share swap as validated by a third-party fairness opinion.

The transaction was approved by AREIT shareholders at their annual meeting held on April 21, 2022, but is still subject to approval by pertinent regulatory bodies.

On April 27, 2022, Ayala Land, Inc. sold 87,370,000 shares of AREIT at a transaction price of ₱39.70 per share, equivalent to ₱3.47 billion (exclusive of fees and taxes). ALI's net equity reserve from the sale of AREIT shares aggregated to ₱2.53 billion out of the ₱3.40 net proceeds. This transaction was executed in relation to the property-for-share swap transaction with AREIT. (Refer to Note 19)

On May 19, 2022, ALI and AREIT executed the Deed of Exchange on the property-for-share swap transaction involving the issuance of 252,136,383 primary common shares of AREIT (Shares) to ALI, at an issue price of ₱44.65 per share in exchange for identified properties valued at ₱11,257.89 million . This was approved by the SEC on December 29, 2022.

On December 29, 2022, ALI and AREIT executed the Amendment to the Deed of Exchange to set October 1, 2022 as the effective date of assignment by ALI of the income of the properties and the tenant lease contracts and permits to AREIT. The gain on this property for share-swap amounted to ₱8.02 billion in 2022 (Note 20).

As of December 31, 2022 and 2022, the investment in AREIT amounted to ₱26,376.87 million and 16,968.34 million, respectively.

Investment in Whiteknight Holdings, Inc.
In 2021, the Parent Company returned deposit for future subscription amounting ₱692.93 million, which reduced its investment in WHI to ₱1.0 million from ₱693.93 million as of December 31, 2021 which remained the same as of December 31, 2022.

Investment in AyalaLand Offices, Inc.
On July 18, 2014, the Board of Directors (BOD) and the stockholders of APPCo approved the change of its corporate name to AyalaLand Offices, Inc (ALO). On October 17, 2014, the amended Articles of Incorporation was executed and subsequently approved by SEC on November 18, 2014. In 2015, the Parent Company made additional infusions amounting to ₱3,270.5 million increasing its investment cost to ₱7,200.6 million as of December 31, 2015.

In 2020, the Parent Company redeemed preferred shares both amounting to ₱123.7 million. No gain or loss was recognized at redemption. The Parent Company investment amounted to ₱6,522.4 million as of December 31, 2022 and 2021, respectively.

Investment in Summerhill Commercial Ventures Corp.
Summerhill was incorporated and registered on July 7, 2008, primarily organized to purchase, subscribe for or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property, including shares of stock, bonds, debentures, notes, any evidence of indebtedness and other securities, contracts or obligations of any corporation or association. It is a wholly-owned subsidiary of the Parent Company.

As of December 31, 2022 and 2021, the investment in Summerhill both amounted to ₱6,580.0 million.

Investment in Cebu Holdings, Inc.
On December 16, 2021, the SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the “Merger”). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the “Absorbed Corporations”), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed.

As of December 31, 2022 and 2021, the investment in CHI amounted to nil.

Investment in Ayalaland Metro North, Inc.
AMNI was incorporated in November 29, 2012 and is a wholly owned subsidiary of the Parent Company. It is established primarily to develop and operate shopping malls and offices.

In 2019, the Parent Company made additional infusion amounting to ₱2,019.7 million and redeemed ₱130.0 million of its preference shares. The Parent Company’s investment amounted both to ₱3,895.7 million as of December 31, 2022 and 2021.

Investment in North Ventures Commercial Corp.
On July 31, 2014, the Board of Directors and stockholders of Fairview Prime Commercial Corp. approved the amendment of Fairview Prime's Articles of Incorporation to change its name to North Ventures Commercial Corp. The Amendment was subsequently approved by the SEC on December 3, 2014.

In 2019, the Parent Company's investment in preferred shares of NVCC amounting to ₱120.0 million was redeemed. The Parent Company's total investment in NVCC both amounted to ₱3,784.1 million as of December 31, 2022 and 2021.

Investment in Capitol Central Commercial Ventures Corp.
Capitol Central Commercial Ventures Corp., a wholly-owned subsidiary was incorporated on December 4, 2017 for the development of Ayala Malls Capitol Central. In 2019 , the Parent Company made additional investments amounting to ₱360.4 million. As of December 31, 2022 and 2021, the investment in CVCC both amounted to ₱2,517.0 million.

Investment in Central Block Developers, Inc.
CBDI is a subsidiary of the Parent Company with pro-rata ownership of the ALI Parent Company's Cebu Companies, CPVDC and CHI. The project of CBDI is called Central Bloc and is located at the core of Cebu IT Park. The development includes two BPO towers, an Ayala branded hotel, and a 5-storey mall. On July 28, 2015, CBDI was registered in SEC. CBDI was organized to develop, sell, invest, own, acquire, lease, hold, mortgage, administer, or otherwise deal with commercial, residential, industrial, or agricultural lands, buildings, structures or apertures, or in any other profitable business enterprise.

Prior to the merger, CBDI is directly owned by the Parent Company by 45.0% and 55.0% owned by CHI (71% owned subsidiary of ALI).

On December 16, 2021, the SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed.

The investment of the Parent Company in CBDI amounted to nil and nil as of December 31, 2022 and 2021.

Investment in ALI Commercial Center, Inc.
ACCI was organized and registered on October 13, 2014 and has started its leasing operations on January 1, 2015. It is a wholly-owned subsidiary of the Parent Company.

In 2019, the Parent Company made additional infusion amounting to ₱1,567.7 million

On December 29, 2021, SEC has approved the merger of Ayalaland Malls, Inc. (ALMI) and Ayalaland Malls NorthEast Inc. (AMNE) with and into ALI Commercial Center, Inc. (ACCI), with ACCI as the surviving entity (the "Merger"). ACCI subsequently changed its corporate name to Ayala Malls Inc. effective January 30, 2023.

Company's total investment amounted to ₱1,692.7 million in December 31, 2022 and 2021.

Investment in Vesta Property Holdings, Inc.
In 2021, the Parent Company and various stockholders made additional equity infusions amounting to ₱80.7 million.

The Parent Company acquired additional 187,985 common shares and 149,007 preferred shares of Vesta Property Holdings, Inc.for a value of ₱415.62 million in April 2022. As a result of the additional investments in common and preferred shares, the ownership interest in Vesta increased from 78% in 2021 to 84% in 2022. The acquisition is accounted as common control. As a holder of preferred share, the parent Company has voting rights same as that attached to common shares. Impact to equity reserves as a result of this transaction amounted to ₱523.36 million.

As of December 31, 2022 and 2021, the Parent Company's investment in VPHI amounted to ₱1,905.6 million and ₱1,483.3 million, respectively.

Investment in North Beacon Commercial Corporation
In 2008, the Parent Company, through NBCC and as part of its ongoing development in North Luzon, started to develop a 70,000 square meter retail center dubbed as "The MarQuee" mall located in Angeles City, Pampanga.

In 2015, the Parent Company made additional infusion amounting to ₱910.0 million and redeemed ₱21.0 million of its preferred shares.

In 2017 and 2016, the Parent Company redeemed ₱131.0 million and ₱45.5 million of its preferred shares.

In 2019, the Parent Company redeemed ₱100.0 million of its preferred shares which decreased the total cost of its investment to ₱1,288.1 million.

In 2022, the Parent Company redeemed ₱50.0 million of its preferred shares which decreased the total cost of its investment to ₱1,238.1 million as of December 31, 2022.

Investment in Cavite Commercial Towncenter Inc.
In 2020, The Parent Company infused additional amounting to 391.2 million shares which increased the Parent Company's investment to ₱1,515.4 million. As of December 31, 2022 and 2021, the Parent Company's investment in CCTCI amounted to ₱1,515.4 million.

Investment in Aviana Development Corporation
Aviana Development Corp. (the Company) is domiciled in the Philippines and was registered on September 17, 2013. Its primary purpose is to develop, sell, invest, own, acquire, lease, hold, mortgage, administer or otherwise deal with commercial, residential, industrial or agricultural lands, buildings, structures or apertures, or in any other profitable business enterprise, venture or establishment, alone or jointly with other persons, natural or artificial.

Aviana Development Corporation is directly owned by the Parent Company by 50.0% and 10.0% owned by Accendo (67% owned subsidiary of ALI).

As of December 31, 2022 and 2021, the Parent Company's investment amounted to ₱966.0 million.

Investment in Westview Commercial Ventures Corp.
In 2019, the Parent Company redeemed ₱14.3 million of its investment in preferred shares in Westview, which decreased the Parent Company's total investment to ₱731.1 million.. As of December 31, 2022 and 2021, the Parent Company's investmentamounted to ₱731.1 million.

Investment in Anvaya Cove Golf and Sports Club Inc.
In 2021, the Parent Company sold its investment in Anvaya Cove Golf amounting to ₱22.7 million. Gain on sale of the shares was recognized amounting to ₱68.9 million (see Note 20). The Parent Company's investment in Anvaya Cove Golf amounted to ₱562.2 million and ₱589.0 million as of December 31, 2022 and 2021, respectively.

Investment in ALI Makati Hotel Property, Inc.
ALI Makati Hotel Property, Inc. doing business under the name and style of Fairmont Raffles Hotel Makati was organized and registered on August 13, 2007 primarily to acquire by purchase, develop and lease or acquire hotels and other buildings and improvement. It als manages hotels and other accomodations and facilities belonging to a general hostelry business.

It is directly owned by the Parent Company by 20.0% and 80.0% owned by AHRC (wholly-owned subsidiary of ALI).

As of December 31, 2022 and 2021, the investment in ALI Makati Hotel Property, Inc.amounted to ₱584.7 million.

Investment in Anvaya Cove Beach & Nature Club, Inc.
In 2021 and 2022, the Parent Company sold its investment in Anvaya Cove Beach amounting to ₱13.2 million and ₱3.0 million respectively. Gain on sale of the shares was recognized amounting to ₱44.9 million. The Parent Company's investment in Anvaya Cove Beach amounted to ₱503.4 million and ₱506.5 million as of December 31, 2022 and 2021, respectively.

Investment in Integrated Eco-Resort Inc.
On May 6, 2019, the Parent Company and ALICap executed a Deed of Assignment wherein, ALICap assigned 100% of the total issued and outstanding shares in the capital stock of Integrated Eco-Resort, Inc, a corporation duly organized and existing under the laws of the Philippines to the Parent Company amounting to ₱492.9 million.

As of December 31, 2022 and 2021, the Parent Company's investment in IERI amounted to ₱492.9 million.

Investment in Subic Bay Town Center Inc.
In 2019, the Parent Company redeemed ₱30.0 million of its investment in preferred shares in SBTCI, which decreased the Parent Company's total investment from ₱508.5 million in 2018 to ₱478.5 million as of December 31, 2020 and 2021.

Investment in Roxas Land Corp.
In 2019, the Parent Company's investment in preferred shares of RLC amounting to ₱790.0 million was redeemed, which decreased the Parent Company's total investment in RLC to ₱327.5 million as of December 31, 2022 and 2021.

Investment in Serendra, Inc.
Serendra, Inc. was incorporated on June 6, 1994 and is domiciled in the Republic of the Philippines. It was organized and registered with the Philippine Securities and Exchange Commission primarily to acquire by purchase, lease, donation or otherwise, and to own, use, improve, develop, subdivide, sell, mortgage, exchange, lease, develop and hold for investment or otherwise, real estate of all kinds, whether to improve, manage or otherwise dispose of buildings, houses, apartments, and other structures of whatever kind, together with their appurtenances. Its administrative functions and activities in connection with its business operations are carried out by Alveo.

It is directly owned by the Parent Company by 28.0% and 39.0% owned by Alveo (wholly-owned subsidiary of ALI).

As of December 31, 2022 and 2021, the investment in Serendra, Inc. amounted to ₱266.0 million.

Investment in Primavera Towncentre, Inc.
In 2020 and 2019, the Parent Company made additional infusion amounting to ₱67.4 million and ₱90.0 million, respectively. The Parent Company's total investment amounted to ₱248.4 million as of December 31, 2022 and 2021.

Investment in Leisure and Allied Industries Phils. Inc.
In 2021, the Parent Company made additional infusion amounting ₱85.0 million. As of December 31, 2022 and 2021, the Parent Company's total investment amounted to ₱191.3 million.

Investment in Lagdigan Land Corporation
Lagdigan Land Corp. (Lagdigan) was incorporated on March 17, 2014 and is 60% owned by the Parent Company and 40% owned by AC. Its main purpose is to develop Laguindingan's 500-hectare property owned by AC. The vision is to develop it as a mixed-use area that will be the primary growth area in Misamis Oriental. As of December 31, 2015 and 2014, investment in Lagdigan amounted to ₱12.0 million.

In 2017, the Parent Company made additional infusion amounting to ₱36.0 million, equivalent to 1,800,000 common shares and 16,200,000 preferred shares, increasing its investment to ₱48.0 million as of December 31, 2017.

In 2019, the Parent Company made additional infusion amounting to ₱36.0 million. As of December 31, 2022 and 2021, the investment in Lagdigan amounted to ₱99.0 million.

Investment ALI Makati Hotel and Residences, Inc.
AMHRI was organized and registered on January 30, 2007 primarily to acquire, purchase, lease, develop and sell real estate of all kinds. It can also hold investment in real estate properties of any kind and, operate and manage hotels and all other accommodations appurtenant to a general hostelry business.

It is directly owned by the Parent Company by 60.0% and 40.0% owned by AHRC (wholly-owned subsidiary of ALI).

As of December 31, 2022 and 2021, the investment in ALI Makati Hotel Property, Inc. amounted to ₱22.1 million.

Investment in Altaraza Development Corporation
Altaraza Development Corporation was incorporated on May 27, 2020 and is 51% owned by ALI and 49% owned by Gregorio Araneta, Inc. and Araza Resources, Inc. ("Araneta Group"). The company was organized primarily to acquire and develop or hold land for investments in Altaraza Estate in Bulacan.

The Parent Company paid an amount of ₱13.5 million in relation to 382,496 subscribed common shares and 3.4 million subscribed preferred shares.

In 2022, the Parent Company made additional cash infusion amounting to ₱139.485 million equivalent to 1.3M common shares and 12.6M preferred shares which lead to increase of investment amount to ₱153.0 million as of December 31, 2022.

Investment in ALI-ETON Property Development Corporation
ALI-ETON Property Development Corporation (ALI-ETON) was incorporated on March 13, 2016. ALI-ETON is a joint venture between Ayala Land, Inc. and LT Parent Company, Inc. The ALI and LT Parent Company, Inc. entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be a township development that spans portions of Pasig City and Quezon City.

In 2020, 2021, and 2022, the Parent Company and LT Group, Inc. made additional equity infusions to fund the development requirements of Parklinks amounting to ₱1,083.5 million, ₱833.0 million, and ₱2,099.0 million, respectively.

As of December 31, 2022 and 2021, the investment in ALI – ETON Property Development Corporation amounted to ₱7,386.5 million and ₱5,287.5 million, respectively.

Investment in AKL Properties Inc.
In 2018, the Parent Company invested ₱1,959.7 million in AKL, which is a 50:50 joint venture between Ayala Land, Inc. and Royal Asia Land, Inc. (RALI), and is organized primarily for future mixed-use development in South Luzon area.

On July 13, 2020, the Parent Company paid the equity call for the existing subscription and for the additional subscription to AKL for a total of ₱508.4 million. The additional subscription will cover the scheduled infusion of the parcels for the first phase of Project Newton Residential as per joint venture agreement (JVA). RALI also entered with the same subscription agreement with AKL.

On December 7, 2020, the Parent Company entered into another subscription agreement with AKL amounting to ₱246.0 million which will cover the amount due for the DOAS of Dolfo and Ledesco parcels of land for the first phase of Project Newton Residential. RALI also entered with the same subscription agreement with AKL.

On January 22, 2021, the Parent Company paid the equity call for the additional subscription to AKL amounting to ₱12.8 million. The additional subscription will cover the amount of parcels of land for the first phase of Project Newton Residential. RALI also entered with the same subscription agreement with AKL venture agreement (JVA).

On November 17, 2021, the Parent Company entered into another subscription agreement with AKL amounting to ₱21.9 million CALAX Link Lots located in Silang, Cavite. RALI also entered with the same subscription agreement with AKL.

As of December 31, 2022 and 2021, the Parent Company's investment in AKL both amounted to ₱3,083.5 million.

Investment in Emerging City Holdings, Inc., Berkshires Holdings, Inc. and Bonifacio Land Corp.
The Parent Company's 5.3% direct investment in BLC and 4.8% through Regent Time are accounted for using the equity method because the Parent Company has significant influence over BLC.

The Parent Company and Evergreen Holdings, Inc (EHI) jointly hold the 50.4% equity interest in BLC through ECHI and BHI. The Parent Company and EHI assigned the notes receivable from MPC to ECHI and BHI, which acquired the shares of stock of Columbus. Columbus directly owns the 50.4% interest in BLC. BLC owns 55.0% interest in FBDC, the primary developer of certain areas in Fort Bonifacio Global City for residential, commercial and business development. Columbus accounted for the acquisition of the 50.4% interest in BLC using the purchase method.

Subsequent to this, the Parent Company and EHI acquired additional shares of BLC through a combination of direct acquisition and through its associates at varying dates:

On July 31, 2008, the Group acquired, through the Parent Company, Regent Time and Columbus, additional 4,360,178 shares of BLC from FBDC amounting to ₱689.0 million, equivalent to 7.7% ownership in BLC. In January and October 2009, a total of 2,295,207 BLC shares were acquired from Development Bank of the Philippines and Metro Pacific Corporation (MPC), pertaining to the pledged shares, through Columbus amounting to ₱362.6 million.

As of December 31, 2022 and 2021, investments in ECHI, BHI and BLC amounted to ₱1,555.0 million, ₱666.4 million and ₱346.9 million, respectively.

Investment Ayalaland-Tagle Properties, Inc.
Ayalaland-Tagle Properties, Inc. was incorporated with the SEC on August 27, 2021. The company is 55% owned by Ayala Land, Inc. 35% owned by Griffinstone, Inc. and 10% owned by CTM Management Corp. The primary purpose of the Company is to deal and engage in land or real estate business in all its branches and ramifications.

In 2022, the Parent Company made additional infusion amounting to ₱275.0 million, which increased the Parent Company's total investment from ₱28.3 million to ₱303.325 million as of December 31, 2022.

Investment in Southportal Properties, Inc., Cebu Leisure Company, Inc., Cebu Business Park Theater Management Inc., Taft Punta Engaño Property Inc., Cebu Insular Hotel Company, Inc., Amaia Southern Properties, Inc., and Solinea, Inc.
On December 16, 2021, the SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed.

As a result of the above merger, ALI's ownership in Southportal Properties, Inc. increased from 65% to 100%. The subsidiaries of CHI was transferred to ALI and these are Cebu Leisure Company, Inc., CBP Theatre Management Inc., both with 100% ownership, Taft Punta Engaño Property Inc., 55%, Cebu Insular Hotel Company, Inc., 37%, Solinea, Inc., 35%, and Amaia Southern Properties, Inc., 35%.

As of December 31, 2022, investments in SPI, CLCI, CBPTMI, TPEPI, CIHCI, ASPI and Solinea, Inc. amounted to ₱290.0 million, ₱46.0 million, ₱0.06 million, ₱550.0 million, ₱239.3 million, ₱93.1 million and ₱124.3 million, respectively.

Central Bloc Hotel Ventures, Inc., a subsidiary of CBDI, was also transferred to ALI upon merger with 100% ownership. As of Dember 31, 2022, investments in CBHVI amounted to ₱47.5 million.

Investment in Cebu District Property Enterprise, Inc.
In April and December 2021, the Parent Company made additional infusions amounting to ₱217.0 million and ₱543.0 million, respectively. As of December 31, 2022 and 2021, the Parent Company's investment both amounted to ₱1,810.0 million.

Investment in Darong Agricultural and Development Corp.
On January 20, 2022, the Board of Directors of Ayala Land, Inc. (ALI) approved a property-for-share swap with Ayala Corporation (AC) and Mermac, Inc. (Mermac). Under the transaction, AC will subscribe to 309,597,711 primary common shares for assets valued at ₱17,275,552,273.80, and Mermac will subscribe to 1,982,289 primary common shares for assets worth ₱110,611,726.20, totaling 311,580,000 primary common shares at a value of ₱55.80 per share, as validated by a third-party fairness opinion. The total assets includes 258,023,645 common share of AHI representing 50% of the Company and 714,116 common shares of DADC representing 50% and 100% stake of the companies, respectively.

The primary common shares to be issued by ALI to AC and Mermac will come from the unissued shares in the 1-Billion Common Shares Carve Out approved by ALI shareholders in 2014. The said shares are not subject to pre-emptive rights and do not require stockholders' approval under the Seventh Article of the Articles of Incorporation of Ayala Land, Inc.

On December 29, 2022, the property-for-share swap has been approved by the SEC. As a result., ALI received 258,023,645 common share of Ayala Hotels Inc. (AHI) representing 50% stake of the entity. This transaction was accounted as acquisition involving common control with an impact to equity reserves amounting to ₱9,800.78 million. Additionally, ALI received 714,116 common shares of Darong Agricultural and Development Corporation (DADC) representing 100% stake fo the company. This transaction, on the other hand, was accounted as an asset acquisition.

As of December 31, 2022, the Parent Company's investment amounted to ₱1,722.6 million.

Investment in Ayala Malls Zing (AMZING), Inc.
Ayala Malls Zing (AMZING), Inc. was incorporated on December 3, 2021. The Company is 100% owned by ALI. The primary purpose of the Company is to engage in online and/or digital businesses that support Ayala Malls and other businesses of Ayala Land Inc.

As of December 31, 2022, the Parent Company's investment amounted to ₱21.9 million.

11. **Investment Properties**

The rollforward analysis of this account follows:

2022

	Land	**Buildings**	**Construction in Progress**	**Total**
Cost				
Balance at beginning of year	**₱48,331,811,986**	**₱30,909,657,240**	**₱40,555,186,857**	**₱119,796,656,083**
Additions	**3,194,346,395**	**3,115,541,083**	**1,887,073,627**	**8,196,961,105**
Transfers from/to Inventories (Note 7)	**(11,762,263,825)**	**(2,629,707)**	**–**	**(11,764,893,532)**
Transfers from/to PPE (Note 12)	**3,054,464**	**(1,950,983)**		**1,103,481**
Disposals	**(259,152,669)**	**(5,965,246,386)**	**–**	**(6,224,399,055)**
Migrated balance due to merger	**–**	**–**	**–**	**–**
Balance at end of year	**₱39,507,796,351**	**₱28,055,371,247**	**₱42,442,260,484**	**₱110,005,428,082**
Accumulated depreciation				
Balance at beginning of year	**–**	**19,460,441,037**	**–**	**19,460,441,037**
Depreciation (Note 20)	**–**	**1,645,387,074**	**–**	**1,645,387,074**
Disposals	**–**	**(2,607,867,912)**	**–**	**(2,607,867,912)**
Migrated balance due to merger	**–**	**–**	**–**	**–**
Balance at end of year	**–**	**18,497,960,199**	**–**	**18,497,960,199**
Accumulated impairment losses				
Balance at beginning of year	**153,825,482**	**225,208,159**	**–**	**379,033,641**
Impairment losses(Note 20)	**–**	**–**	**–**	**–**
Balance at end of year	**153,825,482**	**225,208,159**	**–**	**379,033,641**
Net Book Value	**₱39,353,970,869**	**₱9,332,202,889**	**₱42,442,260,484**	**₱91,128,434,243**

2021

	Land	Buildings	Construction in Progress	Total
Cost				
Balance at beginning of year	₱43,590,365,901	₱32,665,454,169	₱25,244,826,661	₱101,500,646,731
Additions	1,868,977,315	1,815,873,009	5,798,257,177	9,483,107,501
Transfers (Note 7)	(345,736,680)	–	–	(345,736,680)
Disposals	(49,962,744)	(16,455,484,850)	–	(16,505,447,594)
Migrated balance due to merger	3,268,168,194	12,883,814,912	9,512,103,019	25,664,086,125
Balance at end of year	₱48,331,811,986	₱30,909,657,240	₱40,555,186,857	₱119,796,656,083
Accumulated depreciation				
Balance at beginning of year	–	13,450,335,817	–	13,450,335,817
Depreciation (Note 20)	–	943,837,383	–	943,837,383
Disposals	–	(568,490,131)	–	(568,490,131)
Migrated balance due to merger	–	5,634,757,968	–	5,634,757,968
Balance at end of year	–	19,460,441,037	–	19,460,441,037
Accumulated impairment losses				
Balance at beginning of year	102,825,482	225,208,159	–	328,033,641
Impairment losses(Note 20)	51,000,000	–	–	51,000,000
Balance at end of year	153,825,482	225,208,159	–	379,033,641
Net Book Value	₱48,177,986,504	₱11,224,008,044	₱40,555,186,857	₱99,957,181,405

Certain parcels of land are leased to several individuals and corporations. Some of the lease contracts provide, among others, that within a certain period from the expiration of the contracts, the lessee will have to demolish and remove any and all improvements (such as buildings) introduced or built within the leased properties. Otherwise, the lessor will cause the demolition and removal thereof and charge the cost to the lessee unless the lessor occupies and appropriates the same for its use and benefit.

Construction in progress (CIP) pertain to buildings under construction to be leased as retail and office spaces upon completion. Ongoing projects are expected to be completed in 2021 to 2024.

On January 31, 2020, the Parent Company entered into a finance lease transaction with AREIT, Inc. for the Mckinley Property, which includes land of approximately 4,513 square meters and a five storey building with gross floor area of 14,598.4 square meters, with net book value of ₱417.0 million and fair value of ₱853.2 million resulting to a gain of ₱436.1 million.The lease commenced on February 1, 2020 and will terminate on December 31, 2054.

On January 15, 2021, the Parent Company sold to AREIT Inc. its 25-storey building with a total construction floor area of 144,374.8 square meters and the surrounding driveway and gardens. The book value of the property amounted to ₱4,205.3 million resulting to a gain on sale of ₱351.04 million.

On October 8, 2021, Ayala Land, Inc. and AREIT, Inc. received the approval from the SEC of the property-for-share swap, specifically the subscription of ALI to 383,664,531 shares of AREIT in exchange for identified properties owned by the Parent Company, under the Deed of Exchange dated June 8, 2021. The carrying value of the properties amounted to ₱9,436.6 million resulting to a gain on sale amounting to ₱2,707.18 million.

On December 15, 2021, the Parent Company sold to Endurance Realty Corporation its 2-storey building with a total construction floor area of 2,832.18 square meters, located in Sta Rosa Estates, Sta. Rosa City, Laguna. The book value of the property amounted to ₱2.41 million resulting to a gain on sale of ₱55.30 million.

The aggregate fair value of the Parent Company's investment properties amounted to ₱227,029.7 million and ₱266,128.6 million as of December 31, 2022 and 2021, respectively**.**

The fair value of the investment properties was determined by independent professionally qualified appraisers.The following table provides the fair value hierarchy of the Parent Company's investment properties as of December 31, 2022 and 2021:

2022

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Land properties	**Various**	**₱180,257,054,622**	**₱–**	**₱–**	**₱180,257,054,622**
Office properties	**Various**	**34,216,388,255**	**–**	**–**	**34,216,388,255**
Retail properties	**Various**	**12,556,252,765**	**–**	**–**	**12,556,252,765**

2021

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Land properties	Various	₱202,232,344,414	₱–	₱–	₱202,232,344,414
Office properties	Various	51,017,776,392	–	–	51,017,776,392
Retail properties	Various	12,878,503,975	–	–	12,878,503,975

The values of the land were arrived using the Market Data Approach. Market Data Approach provides an indication of value by comparing the subject asset with identical or similar assets for which price information is available. This approach was used for the land as it is commonly used in the property market since inputs and data for this approach are available. For Market Data Approach, the higher the price per sqm., the higher the fair value.

The values of the buildings were arrived using the Income Approach. Income Approach provides an indication of value by converting future cash flow to a single current value. Under the income approach, the value of an asset is determined by reference to the value of income, cash flow or cost saving generated by the asset.

The significant unobservable inputs to valuation of investment properties ranges from ₱5,782 to ₱67,000 per sqm.

In 2021, the Parent Company started capitalizing borrowing costs to its investment properties under construction. Interest capitalized amounted to ₱558.0 million with a capitalization rate of 3.44%. For the years 2020, 2019 and 2018, total capitalized interest aggregated to ₱1,993.1 million (included in additions) (see Note 16).

Rental income from investment properties amounted to ₱5,638.7 million and ₱2,998.2 million in 2022 and 2021, respectively (see Note 19). Direct operating expenses arising from the investment properties amounted to ₱2,805.0 million and ₱1,838.6 million in 2022 and 2021, respectively (see Note 20).

Depreciation expense pertaining to investment properties amounted to 1,592.0 million and ₱943.8 million in 2022 and 2021, respectively (see Note 20).

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

Gain on property-for-share swap amounted to ₱8,022.0 million in 2022 (₱3,113.52 million in 2021) which is included under "Other income" in the parent company statements of income (see Note 20).

Certain short-term and long-term debt are secured by real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the investment property amounted to ₱2,800.9 million and ₱2,907.2 million as of December 31, 2022 and 2021, respectively (see Note 15).

For the capital commitments, please refer to Notes 18 and 30.

12. Property and Equipment

The rollforward analysis of this account as of December 31 follows:

2022

	Land, Buildings and Improvements	Furniture, Fixtures and Office Equipment	Transportation Equipment	Total
Cost				
Balance at beginning of year	**₱4,806,499,724**	**₱2,040,074,327**	**₱601,404,131**	**₱7,447,978,182**
Additions	**535,221,808**	**88,806,376**	**70,029,121**	**694,057,305**
Disposals	**(921,625,993)**	**(44,634)**	**(69,583,374)**	**(991,254,001)**
Transfers from/to Inventories (Note 7)	**(878,530,188)**	**–**	**–**	**(878,530,188)**
Transfers from/to Investment Properties (Note 11)	**(1,103,481)**	**–**		**(1,103,481)**
Balance at end of year	**3,540,461,870**	**2,128,836,069**	**601,849,878**	**6,271,147,817**
Accumulated depreciation				
Balance at beginning of year	**745,960,911**	**1,686,968,554**	**479,486,411**	**2,912,415,876**
Depreciation (Note 20)	**60,520,293**	**88,003,321**	**56,831,151**	**205,354,765**
Disposals	**–**	**(44,634)**	**(67,156,785)**	**(67,201,419)**
Balance at end of year	**806,481,204**	**1,774,927,241**	**469,160,777**	**3,050,569,222**
Net Book Value	**2,733,980,666**	**353,908,828**	**132,689,101**	**3,220,578,595**

2021

	Land, Buildings and Improvements	Furniture, Fixtures and Office Equipment	Transportation Equipment	Total
Cost				
Balance at beginning of year	₱2,563,026,184	₱1,882,015,494	₱536,125,653	₱4,981,167,331
Additions	1,950,052,203	37,359,138	55,846,522	2,043,257,863
Disposals	–	–	(11,851,350)	(11,851,350)
Migrated balance due to merger	293,421,337	120,699,695	21,283,306	435,404,338
Balance at end of year	4,806,499,724	2,040,074,327	601,404,131	7,447,978,182
Accumulated depreciation				
Balance at beginning of year	600,698,935	1,489,218,793	427,293,713	2,517,211,441
Depreciation (Note 20)	52,970,926	80,280,931	59,276,835	192,528,692
Disposals	–	–	(11,851,350)	(11,851,350)
Migrated balance due to merger	92,291,050	117,468,830	4,767,213	214,527,093
Balance at end of year	745,960,911	1,686,968,554	479,486,411	2,912,415,876
Net Book Value	₱4,060,538,813	₱353,105,773	₱121,917,720	₱4,535,562,306

In 2022 and 2021, the gain on sale of property and equipment amounted to ₱15.81 million and ₱27.6 million, respectively, included under “Other income” in the parent company statements of income (see Note 20).

Depreciation of property and equipment included in the general and administrative expenses amounted to ₱205.4 million and ₱192.5 million in 2022 and 2021, respectively (see Note 20). No interest on borrowings capitalized in 2022 and 2021.

The Parent Company has no restrictions on its property and equipment and none of these have been pledged as security for its obligations. For the capital commitments, please refer to Notes 18 and 30.

13. Other Noncurrent Assets

This account consists of:

	2022	2021
Deposit on land purchases	**₱1,346,399,671**	₱1,346,399,671
Advances to contractors and supplies	**726,290,237**	845,635,938
Deferred charges	**709,350,401**	1,258,041,485
Project costs	**608,872,493**	211,108,755
Recoverable deposits	**247,175,600**	221,103,329
Others	**1,400,762,343**	309,203,023
	₱5,038,850,745	₱4,191,492,201

Deposit on land purchases refer to prepayments for acquisition of land.

Deferred charges and project costs consist of project costs incurred for unlaunched projects of the Parent Company, advance rental payments, and noncurrent prepaid management fees. This also includes the noncurrent portion of cost to obtain contracts which includes prepaid commissions amounting ₱522.3 million and ₱1,070.9 million as of December 31, 2022 and 2021, respectively.

Advances to contractors and supplies represents prepayments for the construction of investment property and property and equipment.

Recoverable deposits pertain to various utility deposits and security deposits for leases.

Project costs represents incurred expenses for unlaunched projects.

Other assets pertain to prepayments for expenses that is amortized for more than one year and unamortized VAT portion from purchases of capital goods.

14. **Accounts and Other Payables**

This account consists of:

	2022	2021
Accounts payable	**₱22,875,085,120**	₱25,104,259,600
Payable to related parties (Note 22)	**15,997,914,470**	23,537,186,540
Accrued expenses		
Salaries and employee benefits	**5,419,316,204**	4,482,587,766
Professional and management fees	**992,809,045**	706,298,497
Advertising and promotions	**956,403,956**	835,268,733
Project costs	**945,884,365**	952,990,324
Commissions	**684,711,806**	689,413,818
Utilities	**418,654,024**	422,180,696
Representation	**382,984,929**	382,984,929
Repairs and maintenance	**326,244,443**	323,033,663
Rentals	**33,023,750**	12,839,600
Others	**392,440,983**	254,223,647
Taxes payable	**8,131,113,129**	8,959,988,904
Liability for purchased land – current portion	**2,504,101,871**	2,003,443,018
Interest payable	**1,678,240,529**	1,239,732,850
Retentions payable	**765,936,466**	725,226,039
	₱62,504,865,090	₱70,631,658,624

Accounts payable and accrued expenses are noninterest-bearing and are normally settled within 30-60 days. Other payables are noninterest-bearing and are normally settled within one year.

Accrued project costs are billings not yet received from suppliers for direct materials, and services from subcontractors. These are accruals of project costs such as equipment charges, materials, labor, overhead, and provision for repairs and maintenance.

Other accrued expenses consist mainly of transportation and travel, janitorial and security, postal and communication, insurance and supplies.

Taxes payable pertain to statutory liabilities for expanded withholding tax, withholding tax on compensation, final tax and fringe benefit tax.

Retentions payable pertains to the amount withheld by the Parent Company on contractor's billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Liability for purchased land pertains to the current portion of unpaid unsubdivided land acquired payable during the year. These are normally payable in quarterly or annual installment payments or upon demand.

15. **Short-term and Long-term Debt**

The short-term debt of ₱688.0 million and ₱8,471.0 million as of December 31, 2022 and 2021, respectively, represents peso-denominated bank loans. Peso-denominated short term loans had a weighted average cost of 2.1% and 2.1% per annum 2022 and 2021.

In compliance with BSP rules on directors, officers, stockholders and related interests, certain short-term and long-term debt with a carrying value of ₱1,087.5 million and ₱1,162.6 million as of December 31, 2022 and 2021 are secured by a real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the property amounted to ₱2,800.9 million and ₱2,907.2 million as of December 31, 2022 and 2021, respectively which is accounted as part of the "Investment properties" account. The remaining balance of ₱193,749.3 million and ₱190,047.8 million as of December 31, 2022 and 2021, respectively, are unsecured.

Long-term debt consists of:

	2022	2021
Bonds:		
Due 2022	**₱-**	₱22,650,000,000
Due 2023	**7,000,000,000**	7,000,000,000
Due 2024	**15,000,000,000**	3,000,000,000
Due 2025	**23,250,000,000**	23,250,000,000
Due 2026	**16,000,000,000**	16,000,000,000
Due 2027	**15,000,000,000**	8,000,000,000
Due 2028	**22,000,000,000**	10,000,000,000
Due 2029	**14,000,000,000**	-
Due 2031	**3,000,000,000**	3,000,000,000
Due 2033	**2,000,000,000**	2,000,000,000
Fixed rate corporate notes (FXCNs)	**4,500,000,000**	4,650,000,000
Php - denominated long term loan	**68,244,726,563**	76,814,570,313
US Dollar - denominated long term loan	**3,066,525,000**	6,374,875,000
	193,061,251,563	182,739,445,313
Less unamortized transaction costs	**1,179,274,581**	974,684,094
	191,881,976,981	181,764,761,219
Less current portion	**14,570,101,002**	23,528,471,449
	₱177,311,875,979	₱158,236,289,770

Below is the summary of the outstanding Peso bonds issued by the Parent Company:

Year Issued	Term (Years)	Interest rate	Principal Amount	Carrying Value 2022	Carrying Value 2021	Features
2012	10.0	6.0000%	₱5,650,000,000	₱-	₱5,650,000,000	Fixed rate bond due 2022
2013	20.0	6.0000%	2,000,000,000	1,987,589,339	1,986,794,282	Fixed rate bond due 2033
2013	10.5	5.0000%	15,000,000,000	-	-	Fixed rate bond due 2024
2014	11.0	5.6250%	8,000,000,000	-	-	Fixed rate bond due 2025
2015	7.0	4.5000%	7,000,000,000	-	6,987,688,059	Fixed rate bond due 2022
2016	9.5	4.7500%	7,000,000,000	6,976,737,540	6,969,407,363	Fixed rate bond due 2025
2016	10.0	4.8500%	8,000,000,000	7,970,112,226	7,961,918,326	Fixed rate bond due 2026
2016	7.0	3.8915%	7,000,000,000	6,990,956,631	6,980,787,310	Fixed rate bond due 2023
2017	10.0	5.2624%	7,000,000,000	6,982,555,686	6,979,065,066	Fixed rate bond due 2027
2018	10.0	5.9023%	10,000,000,000	9,927,760,776	9,916,583,476	Fixed rate bond due 2028
2018	5.0	7.0239%	8,000,000,000	-	-	Fixed rate bond due 2023
2019	7.0	6.3690%	8,000,000,000	7,947,809,270	7,934,303,811	Fixed rate bond due 2026
2019	5.0	4.7580%	3,000,000,000	2,985,944,030	2,978,435,643	Fixed rate bond due 2024
2019	7.25	4.9899%	1,000,000,000	969,970,640	963,622,207	Fixed rate bond due 2027
2020	2.0	3.0000%	10,000,000,000	-	9,970,491,226	Fixed rate bond due 2022
2020	5.0	3.8620%	6,250,000,000	6,207,138,788	6,192,683,520	Fixed rate bond due 2025
2021	4.0	3.6262%	10,000,000,000	9,931,346,581	9,903,889,347	Fixed rate bond due 2025
2021	10.0	4.0776%	3,000,000,000	2,979,654,877	2,977,788,951	Fixed rate bond due 2031
2022	6.0	5.8086%	12,000,000,000	11,918,358,107	-	Fixed rate bond due 2028
2022	2.0	4.3969%	12,000,000,000	11,897,141,525	-	Fixed rate bond due 2024
2022	5.0	6.2110%	7,000,000,000	6,927,960,207	-	Fixed rate bond due 2027
2022	7.0	6.8045%	14,000,000,000	13,851,288,836	-	Fixed rate bond due 2029
Total				₱116,452,325,059	₱94,353,458,587	

Philippine Rating Services Corporation (PhilRatings) rated the Parent Company's 2022 and 2021 bond issuances "PRS Aaa" with a stable outlook, and maintained the "PRS Aaa" rating with a stable outlook for all other outstanding bonds. PRS Aaa is the highest credit rating possible on PhilRatings' rating scale for long-term issuances, indicating that obligor's capacity to meet its financial commitment on the obligation is extremely strong and that it has the smallest degree of investment risk. A Stable Outlook indicates that the rating is likely to be maintained or to remain unchanged in the next twelve months.

<u>Bonds:</u>
Philippine Peso 10-year Bonds due 2022
In April 2012, the Parent Company issued its ₱5,650.0 million bonds due 2022 at a fixed rate equivalent to 6.0% p.a. PhilRatings assigned a PRS Aaa rating on the bonds. The Parent Company fully paid the bonds in April 2022.

Philippine Peso 7.0 Billion Fixed Rate Bonds due 2022
In April 2015, the Parent Company issued a total of ₱7,000.0 million bonds due 2022 at a fixed rate equivalent to 4.50% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings. The Parent Company fully paid the bonds in April 2022.

Philippine Peso 2-year Bonds due 2022
In June 2020, the Parent Company issued and listed on the PDEx its ₱10,000.0 million fixed rate bonds due 2022 at a rate equivalent to 3.0% p.a. The Bonds form part of the fourth tranche of debt securities issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on April 22, 2019 (the “2019 Program”). The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings. The Parent Company fully paid the bonds in June 2022.

Philippine Peso 7-year Bonds due 2023
In October 2016, the Parent Company issued and listed on the PDEx a total of ₱7,000.0 million fixed rate bonds due 2023 at a rate equivalent to 3.89% p.a. The Bonds represent the third tranche of the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on March 8, 2016 (the “2016 Program”). The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2024
In September 2019, the Parent Company issued and listed on the PDEx its ₱3,000.0 million bonds due 2024 at a fixed rate equivalent to 4.76% p.a. The Bonds represent the second tranche of debt securities issued under the Parent Company's 2019 Program, and were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 9-year and 6-month Bonds due 2025
In April 2016, the Parent Company issued and listed on the PDEx a total of ₱7,000.0 million bonds due 2025 at a fixed rate equivalent to 4.75% p.a. The Bonds is the second tranche of debt securities issued under the Parent Company's 2016 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2025
In September 2020, the Parent Company issued and listed on the PDEx its ₱6,250.0 million fixed rate bonds due 2025 at a rate equivalent to 3.86% p.a. The Bonds represent the fifth tranche of debt securities issued under the Parent Company's 2019 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 4-year Bonds due 2025
In May 2021, the Parent Company issued and listed on the PDEx its ₱10,000.0 million fixed rate bonds due 2025 at a rate equivalent to 3.63% p.a. The Bonds represent the sixth tranche of debt securities issued under the Parent Company's 2019 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year and 10-year Bonds due 2026
In March 2016, the Parent Company issued and listed on the PDEx a total of ₱8,000.0 million bonds due 2026 at a fixed rate equivalent to 4.85% p.a. This is the first tranche of the tranche of debt securities issued under the Parent Company's 2016 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings. In May 2019, the Parent Company

issued and listed on the PDEx ₱8,000.0 million fixed rate bonds due 2026 at a rate equivalent to 6.37% p.a. The Bonds, the first tranche of Parent Company's 2019 Program, were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year and 3-month and 10-year Bonds due 2027
In May 2017, the Parent Company issued its ₱7,000.0 million fixed rate bond due 2027 at a rate equivalent to 5.26% p.a. The Bonds, the fourth tranche of the Parent Company's 2016 Program, were listed on the PDEx and were rated PRS Aaa with a Stable Outlook by PhilRatings. In November 2019, the Parent Company issued a ₱1,000.0 million fixed rate bond due 2027 at a rate equivalent to 4.99% p.a. The Bonds, the third tranche of bonds issued under the Parent Company's 2019 Program, were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2028
In April 2018, the Parent Company issued and listed on the PDEx a total of ₱10,000.0 million fixed rate bonds due 2028 at a rate equivalent to 5.92% p.a. and subject to repricing on 27 April 2023, the fifth anniversary of the Issue Date, at the higher of 5.92% p.a. or the prevailing 5-year benchmark plus 75 bps. The Bonds represent the fifth tranche of the of debt securities issued under the Parent Company's 2016 Program. The Bonds were rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 6-year Bonds due 2028
In May 2022, the Parent Company issued a total of ₱12,000.0 million bonds due 2028 at a fixed rate equivalent to 5.81% p.a. The offering is composed of ₱9,500.0 million as the second tranche of debt securities issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered and rendered effective by the SEC on October 11, 2021 (the "2021 Program") while ₱2,500.0 million represent the eighth and final tranche of debt securities that were issued under the 2019 Program. The Bonds were listed on the PDEx and were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 2-Year, 5-Year and 7-year Bonds due 2024, 2027 and 2029
In July 2022, the Parent Company issued a total of ₱33,000.0 million fixed rate bonds, broken down into ₱12,000.0 million bonds due 2024 at a rate equivalent to 4.40% p.a., ₱7,000.0 million bonds due 2027 at a rate equivalent to 6.21% p.a. and a ₱14,000.0 million bond due 2029 at a rate equivalent to 6.81% p.a. The offering is the third tranche of debt securities issued under the Parent Company's 2021 Program. The Bonds were listed on the PDEx and were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2031
In October 2021, the Parent Company issued a total of ₱3,000.0 million bonds due 2031 at a fixed rate equivalent to 4.08% p.a. and subject to repricing on 26 October 2026, the fifth anniversary of the Issue Date, at the higher of 4.08% p.a. or the prevailing 5-year benchmark plus 70 bps. The offering which was listed on the PDEX is composed of ₱2,750.0 million issued as the first tranche of Parent Company's 2021 Program while ₱250.0 million representing the seventh tranche of debt securities were issued under the Company's 2019 Program. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook by PhilRatings.

Philippine Peso 7-Year and 20-year Bonds due 2020 and 2033
In October 2013, the Parent Company issued a total of ₱6,000.0 million bonds, broken down into a ₱4,000.0 million bonds due 2020 at a fixed rate equivalent to 4.63% p.a. and a ₱2,000.0 million bond due 2033 at a fixed rate equivalent to 6.0% p.a. CRISP assigned a "AAA" rating on the bonds indicating that it has a minimal credit risk owing to the Parent Company's capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP. The Parent Company fully paid the ₱4,000.0 million bonds that matured in October 2020.

<u>Philippine-denominated Long-term Loans:</u>
Philippine Peso 10-year and 3-month Notes due 2023
In December 2012, the Parent Company executed a ₱5,000.0 million committed Corporate Note facility with a local bank, of which an initial ₱3,500.0 million was drawn in 2012. The balance of

₱1,500.0 million was subsequently drawn in January 2013. Notes currently bear a fixed interest rate of 4.50% p.a. The Corporate Notes will mature on the third month succeeding the tenth anniversary of the initial drawdown date. As of December 31, 2022 and 2021, the remaining balance of the notes amounted to ₱4,500.0 million and ₱4,650.0 million, respectively.

Philippine Peso-denominated Long-term Loans
In August to September 2015, the Parent Company assumed an aggregate of ₱15,526.9 million various long-term facilities of some subsidiaries from various banks. The loans bear fixed interest rates ranging from 4.50% to 4.70% p.a. and terms ranging from 4.4 years to 10.5 years. In March 2016, the Company additionally assumed from ALI Makati Hotel Property, Inc. US$30.0 million in long-term loans from the Bank of the Philippine Islands. The loan carried a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR) and is repriceable quarterly. The loan was prepaid in December 2018. In August 2022, coinciding with the repricing date of the Parent Company's ₱10,000.0 million 10.5-year long-term facility, the Company executed a Deed of Assignment with a domestic bank. The Parent Company assigned the remaining balance of the loan amounting to ₱7,872.0 million to Avida Land, Corp. (₱4,086.0 million), Alveo Land, Corp. ((₱2,880.0 million) and Accendo Commercial, Corp. (₱906.0 million) (collectively the "Assigned Loan"). The Assigned Loan carries a floating rate applicable for the remaining 3.5 years of the long -term facility. As of December 31, 2022 and 2021, the remaining balance of the assumed long-term facilities amounted to ₱1,903.6 million and ₱9,820.9 million, respectively.

In March 2017, the Parent Company executed a ₱10,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn an initial ₱5,000.0 million. The balance of ₱5,000.0 million was drawn in April 2017. The loan carries a fixed interest rate of 4.95% p.a. and a term of 10 years. As of December 31, 2022 and 2021, the remaining balance of long-term facilities amounted to ₱9,175.0 million and ₱9,475.0 million, respectively.

In March 2018, the Parent Company executed a ₱5,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn the entire facility amount. As of December 31, 2022 and 2021, the remaining balance of long-term facility amounted to ₱4,762.5 million and ₱4,812.5 million, respectively.

In January 2020, the Parent Company executed and availed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.50% p.a. for the initial 5 years. In December 2020, the Parent Company also executed and availed a ₱10,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.0% p.a. for the first 7 years. Both loans will be repriced on the 5th and 7th anniversary with the remaining balance of ₱ 4,962.5 million and ₱9,584.0 million, respectively.

In July 2021, the Company executed a ₱10,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.88% p.a. for the initial 5 years. In August 2021, the Company executed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.88% p.a. for the initial 5 years. Another ₱4,900.0 million 6-year long-term facility was drawn in October 2021 at an interest rate of 3.78% p.a. for the initial 3 years. In October 2021, the Company executed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.75% p.a. for the initial 5 years. In November 2021, the Company also executed a ₱5,000.0 million 9-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.95% p.a. for the initial 5 years. In December 2021, the Company executed a ₱7,100.0 million 8-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 3.87% p.a. for the initial 3 years.

On December 16, 2021, the SEC approved and made effective the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed. With that, the Parent Company assumed an aggregate of ₱914.1 million long-term facilities of AiO from a domestic bank. As of December 31, 2022 and 2021, the remaining balance of long-term facilities amounted to ₱857.1 million and ₱914.1 million, respectively.

As of December 31, 2022 and 2021, remaining aggregate balance of the Peso-denominated long-term loans amounted to ₱68,244.7 million and ₱76,814.6 million, respectively.

US Dollar-denominated Long-term Loans:
In November 2019, the Parent Company executed and had simultaneously drawn a US$125.0 million long-term facility. The loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly. All proceeds were onlent to MCT to refinance its existing loans. The loan will mature on the fifth anniversary of the initial drawdown date. The Parent Company initiated a partial payment of US$70.0 million in November 2022.

As of December 31, 2022 and 2021, the remaining aggregate balance of US Dollar-denominated long term loans amounted to ₱3,066.5 million and ₱6,374.9 million, respectively.

The loan agreements contain some or all of the following restrictions: material changes in nature of business; maintenance of debt-to-equity ratio; payment of dividends and additional loans maturing beyond a year which will result to non-compliance of the required debt-to-equity ratios; merger or consolidation where the Company/subsidiary is not the surviving corporation; guarantees or advances; encumbrance for borrowed money; and sale of substantially all assets. These restrictions and requirements were complied with by the Group as of December 31, 2022 and 2021.

In 2021, the Parent Company started capitalizing borrowing costs to its investment properties under construction. Interest capitalized amounted to ₱558.0 million with a capitalization rate of 3.44% (see Note 11). In 2022, interest capitalized amounted to ₱739.4 million with a capitalization rate of 4.44%.

Transaction costs capitalized amounted to ₱461.3 million and ₱413.6 million in 2022 and 2021, respectively. Amortization amounted to ₱256.0 million and ₱449.4 million in 2022 and 2021, respectively, and included under “Interest and other financing charges” (see Note 20).

16. Deposits and Other Current Liabilities

This account consists of:

	2022	2020
Deposits	**₱7,174,963,962**	₱5,682,997,391
Current portion of customers’ deposits	**8,350,010,327**	6,304,153,394
Unearned income	**642,429,387**	644,953,849
	₱16,167,403,676	₱12,632,104,634

Deposits are equivalent to three (3) to six (6) months’ rent of tenants with cancellable lease contracts and whose lease term will end in the succeeding year. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts.

Customers’ deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion. The amount of revenue recognized from amounts included in customers’ deposits at the beginning of the year amounted to ₱4,308.4 million and ₱4,753.6 million in 2022 and 2021, respectively.

Unearned income pertains to rents and other charges paid in advance by the tenants and are being deferred monthly.

17. **Deposits and Other Noncurrent Liabilities**

This account consists of:

	2022	2021
Customers' deposits - noncurrent portion	**₱4,644,246,167**	₱10,288,088,622
Deposits	**8,495,645,815**	6,960,522,144
Liability for purchased land	**6,574,679,892**	9,078,781,763
Subscriptions payable	**25,875,052**	25,875,052
Retentions payable - noncurrent portion	**765,936,466**	449,076,566
Others	**58,322,748**	77,234,294
	₱20,564,706,140	₱26,879,578,441

Customers' deposits consist of excess of collections over the recognized receivables based on percentage of completion.

Deposits include security deposits from tenants of retail and office spaces and deferred credits arising from sale of real estate properties. Security deposits are equivalent to three (3) to six (6) months' rent of long-term tenants with noncancellable leases. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts. Deferred credits pertain to advances from buyers of real estate properties to cover various processing fees including, but not limited to, fees related to transfer of title such as registration fees, documentary taxes and transfer taxes. Payments made by the Parent Company for the processing of title are charged to this account.

Liability for purchased land pertains to the portion of unpaid investment in land acquired during the year. It is payable in annual installment payments within five (5) years.

Subscription payable mainly pertains to the Parent Company's subscription payable to its subsidiaries and associates. The outstanding balance pertains to subscriptions to Brightnote Assets Corporation formerly known as Batangas Assets Corporation., Crimson Field Enterprises, Regent Time and Las Lucas Development Corp.

Retentions payable pertain to retentions from the contractors' progress billings which will be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Others pertain to non-trade payables which are expected to be paid beyond 12 months.

18. **Equity**

The details of the number of shares follow:

December 31, 2022

	Number of Shares		**Amount**	
	Preferred	**Common**	**Preferred**	**Common**
Authorized	**15,000,000,000**	**20,000,000,000**	**₱1,500,000,000**	**₱20,000,000,000**
Issued	**13,066,494,759**	**15,580,698,760**	**1,306,649,476**	**15,580,698,760**
Subscribed		**126,247,777**		**126,247,777**
Treasury	**(623,970,536)**	**(642,283,806)**	**(62,397,054)**	**(642,283,806)**
Outstanding	**12,442,524,223**	**15,064,662,731**	**₱1,244,252,422**	**₱15,064,662,731**

December 31, 2021

	Number of Shares		Amount	
	Preferred	Common	Preferred	Common
Authorized	15,000,000,000	20,000,000,000	₱1,500,000,000	₱20,000,000,000
Issued	13,066,494,760	15,257,294,035	₱1,306,649,476	₱15,257,294,035
Subscribed	–	123,901,926	–	123,901,926
Treasury	–	(570,069,282)	–	(570,069,282)
Outstanding	13,066,494,760	14,811,126,679	₱1,306,649,476	₱14,811,126,679

The additional paid-in capital amounted to ₱83,099.5 million and ₱65,494.3 million as of December 31, 2022 and 2021, respectively.

Preferred Shares (₱0.10 par value per share)
The Parent Company's preferred shares prior to 2012 were subscribed and issued through a stock rights offer with the following features: (a) non-voting; (b) dividend rate of 4.6% p.a., payable annually, noncumulative; (c) nonparticipating; (d) convertible at the option of the holder at a ratio of one (1) preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (e) no pre-emptive rights; (f) non-redeemable; (g) non-listed; and, (h) preferred in liquidation to the extent of par value.

The dividends for preferred shares are declared upon the sole discretion of the Parent Company's BOD.

On February 20, 2012, the BOD approved the following restructuring exercise in order to comply with the regulatory requirement on Filipino-ownership following the Supreme Court's ruling that nonvoting shares do not count as equity when computing for a company's Filipino-ownership level:

a. Redemption and retirement of the 13.0 billion outstanding preferred shares with par value of ₱0.10.
b. Reclassification of the 1,970.0 million unissued preferred shares to voting preferred shares through an amendment of Article Seventh of the Articles of Incorporation.
c. Increase in authorized capital stock by ₱1,300.0 million creating new voting preferred shares and a stock rights offer of 1,300 million voting preferred shares from the increase in the authorized capital stock.

On April 18, 2012, the stockholders ratified the BOD resolution on the capital restructuring. The voting preferred shares shall have the following features, rights, and privileges (a) voting; (b) dividend rate of 4.75% per annum, equivalent to 90% of the 10-year PDST R2 (repriced every ten (10) years from issue date), payable annually, non-cumulative; (c) convertible at the option of the holder at a ratio of one (1) voting preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (d) no pre-emptive rights; (e) redeemable at par at the sole option of the corporation; (f) non-listed; and (g) preferred in liquidation to the extent of par value.

The SEC approved on January 31, 2013 the following:

a. The decrease in authorized capital stock by ₱1,303.5 million, the aggregate par value of the 13,034.6 preferred shares which have been redeemed and retired, from ₱22,803.5 million to ₱21,500.0 million, and

b. The amendments to Articles of Incorporation reflecting the decrease in capital stock.

The Parent Company's authorized and outstanding preferred shares amounted to ₱1,500.0 million, respectively.

Common Shares (₱1.00 par value per share)
On December 16, 2021, the Parent Company acquired all of the shares of CHI, AiO, ASCVC and CBDI owned by their respective stockholders prior to the Merger, and in exchange for the net assets of the Absorbed Corporations, a total of ₱609.6 million ALI common shares will be issued to the stockholders of the Absorbed Corporations.

On April 7, 2014, the stockholders resolved to approve the amendment of the Seventh Article of the Articles of Incorporation exempting from pre-emptive rights (1) the issuance of 1 billion common shares for properties or assets needed for the business of the Parent Company or for cash to acquire properties or assets needed for the business of the Parent Company or in payment of a debt contracted prior to the issuance of such shares, and (2) the issuance of common shares covered by the Parent Company's Stock Option Plans for members of the management committees of the Parent Company's subsidiaries or affiliates.

Likewise, the stockholders resolved to approve the amendment of the Stock Option Plan of the Parent Company to include the members of the Management Committees of the Parent Company's subsidiaries and affiliates as eligible grantees of stock options.

The rollforward of the outstanding number of common shares follows:

	Number of Shares		**Amount**	
	2022	2021	**2022**	2021
Issued capital stock				
At beginning of year	**15,257,294,035**	14,635,298,644	**₱15,257,294,035**	₱14,635,298,644
Issued shares	**323,404,725**	621,995,391	**323,404,725**	621,995,391
At end of year	**15,580,698,760**	15,257,294,035	**15,580,698,760**	15,257,294,035
Subscribed capital stock				
At beginning of year	**123,901,926**	124,881,701	**123,901,926**	124,881,701
Issued shares	**(11,824,725)**	(12,369,040)	**(11,824,725)**	(12,369,040)
Additional subscriptions	**14,170,576**	11,389,265	**14,170,576**	11,389,265
At end of year	**126,247,777**	123,901,926	**126,247,777**	123,901,926
	15,706,946,537	15,381,195,961	**₱15,706,946,537**	₱15,381,195,961

*Out of the total issued shares, 642,283,806 shares or ₱19,017.8 million as of December 31, 2022 and 570,069,282 shares or ₱16,894.4 million as of December 31, 2021 pertain to Treasury shares

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the books of the Parent Company.

The Parent Company's track record of capital stock is as follows:

Type of Shares	Number of shares registered	Issue/ Offer price	Date of approval	Number of holders of securities as of 2022	Number of holders of securities as of 2021
Class B shares	800,000,000	Par Value - P1.00 /Issue Price P26.00	April 18, 1991	13,181	8,926
Class B shares	400,000,000	Par Value - P1.00*	July 06, 1992		
Class A shares	900,000,000	Par Value - P1.00**	July 05, 1993		
Class B shares	600,000,000	Par Value - P1.00**	July 05, 1993		

Note: Class A Shares and Class B Shares were declassified into one type of Common Shares on September 12, 1997.
**increase in authorized capital stock, registered to cover the shares held by the directors and 20% stock dividend amounting to ₱108,662,000.00*
***increase in authorized capital stock, registered to cover the 20% stock dividend amounting to ₱391,240,953.00*

On January 9, 2015, the Executive Committee of the Parent Company approved a top-up placement of 484,848,500 common shares of the Parent Company at a price of ₱33.00 per share. The placement was conducted via an accelerated book built offering structured as a top-up placement, whereby AC sold 484,848,500 listed common shares of stock to qualified third party buyers and subscribe to the same number of new shares from the Parent Company. The Parent Company completed the placement on January 12, 2015, raising an aggregate of ₱16,000.0 million in paid-up capital. The price was at 3.9% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱194.0 million.

On April 13, 2013, the stockholders resolved to approve the amendment of the Seventh Article of the Parent Company's Articles of Incorporation for the purpose of excluding or exempting treasury shares from the pre-emptive rights of stockholders.

On March 6, 2013, the Parent Company's Board resolved to approve the placement made by AC of its existing 320,000,000 listed common shares of the Parent Company to certain qualified third-party buyers or investors at ₱30.50 per share. The Parent Company completed the top-up placement, raising an aggregate of ₱12,200.0 million in paid up capital. The price was at 3.6% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱162.4 million.

On July 10, 2012, the Parent Company's executive committee approved the placement of 680 million listed common shares of stock with par value of ₱1.00 per share, at a price of ₱20 per share, and the issuance of equal number of new shares of the Parent Company, at the same price of ₱20 per share, with AC as the seller of the placement tranche and subscriber of the subscription tranche. The Parent Company completed the top-up placement, raising an aggregate of ₱13,600 million in paid up capital. The price was at 5.0% discount to the closing price. Transaction cost charged to additional paid-in capital amounted to ₱200.0 million.

On April 2, 2008, the Parent Company's stockholders approved the allotment and subsequent issuance of the shares for the above-mentioned purposes and for the further amendment of the Amended Articles of Incorporation of the Parent Company to exclude the issuance of shares from the pre-emptive rights of the stockholders pursuant to Section 39 of the Philippine Corporation Code.

On February 12, 2008, the BOD approved the allotment and subsequent issuance of up to 1.0 billion common shares of stock of the Parent Company with an aggregate par value of ₱1,000 million for the purpose of exchanging such shares for properties or assets and/or to raise funds to acquire properties or assets needed for the business of the Parent Company via issuance of equity or equity-linked instruments, the price and the terms and conditions of which shall be determined by the BOD based on prevailing market conditions or on agreements negotiated.

On July 5, 1991, the Parent Company launched its Initial Public Offering where a total of 400 million common shares were offered at an offering price of ₱26 per share. The registration statement was approved on July 20, 1992. The Parent Company has 9,102 and 9,209 existing certified shareholders as of December 31, 2018 and 2017, respectively.

Subscription receivable amounted to ₱2,476.3 million and ₱2,284.6 million as of December 31, 2022 and 2021, and presented as a reduction in paid-in capital.

<u>Treasury Shares</u>
The movement in the Parent Company's treasury shares follows:

	2022		2021	
	Shares	**Amount**	Shares	Amount
At January 1	**570,069,282**	**16,894,379,503**	29,784,746	₱1,260,780,037
Additions	**696,763,436**	**2,186,912,403**	540,284,536	15,633,599,466
Coversion of VPS	**(578,376)**	**(578,377)**	--	--
At December 31	**1,266,254,342**	**19,080,713,529**	570,069,282	₱16,894,379,503

In 2022, Ayala Land, Inc. (ALI) purchased a total of 72,792,900 common shares at an average price of ₱27.95/share for a total consideration of ₱2,124.0 million under its share buyback program and 623,970,536 preferred shares at an average price of ₱0.10/share for a total consideration of ₱62.9 million

In April and December 2021, Ayala Land, Inc. (ALI) purchased a total of 48,976,900 common shares at an average price of ₱33.90/share for a total consideration of ₱1,656.6 million under its share buyback program.

Legal Merger
On December 16, 2021, SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). All of the shares of the absorbed entities owned by their respective stockholders prior to the Merger shall be acquired by ALI, and in exchange for the net assets of the absorbed entities, a total of 609,626,351 ALI common shares will be issued to the stockholders of the absorbed entities. Of these shares, 491,306,375 shares shall be issued to ALI itself and shall be treated as treasury shares with a total consideration of ₱13,977.0 million. Below is the exchange ratios based on the Absorbed corporations' net assets as of December 31, 2020, the cutoff date:

Absorbed Corporations	Exchange ratio	Total number of shares to be issued
CHI	0.19 ALI common share for every 1 CHI issued and outstanding share	409,783,760
AiO	3.29 ALI common share for every 1 AiO issued and outstanding share	22,244,841
ASCVC	0.0255 ALI common share for every 1 ASCVC issued and outstanding share	58,917,750
CBDI	24.17 ALI common share for every 1 CDBI issued and outstanding share	118,680,000
		609,626,351

The carrying amounts of the identifiable assets and liabilities of the absorbed entites follow:

	December 16, 2021	December 31, 2020
Current assets	₱3,575,687,347	₱3,346,634,609
Noncurrent assets	30,119,551,017	31,149,455,669
Current liabilities	(15,119,364,517)	(16,397,613,688)
Noncurrent liabilities	(1,466,976,159)	(1,629,345,096)

On February 21, 2020, the Board of Directors of Ayala Land, Inc. at its regular meeting approved the increase of an additional ₱25 billion to the Company's current share buyback program bringing the available balance to ₱26.1 billion. The program will be implemented through open market purchases executed via the trading facilities of the Philippine Stock Exchange.

On February 28, March 11, March 12, and March 16, 2020, Ayala Land, Inc. purchased a total of 4,412,000 common shares at an average price of ₱35.67 per share for a total consideration of ₱156.4 million, pursuant to its share buyback program.

On March 5, 2019, the Company purchased a total of 10,372,746 of its common shares at ₱43.20 per share through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱448.1 million in relation to its share buyback program. On November 26, 2019, the Company also acquired a total of 15,000,000 of its common shares at ₱43.75 per share for a total purchase price of ₱656.3 million.

The amendment of the Articles of Incorporation on April 17, 2013 allows the re-selling of the 79,528,299 listed common shares as part of the top-up placement transaction completed in July 2013. Treasury common shares were sold at ₱30.5 per share resulting to additional paid-in capital of ₱1,601.6 million.

On July 16, 2012, the Parent Company redeemed the 13.0 billion outstanding non-voting preferred shares through payment of the redemption price of ₱0.10 per share. As of December 31, 2012, the redeemed preferred shares were treated as treasury shares and was subsequently retired upon approval of the Parent Company's SEC application for the decrease in authorized capital stock on January 31, 2013.

On August 12, 2008, the BOD approved the creation of a share buyback program. It is part of the Parent Company's financial position management program and aims to: (i) improve the Parent Company's financial position structure and capital efficiency; and (ii) enhance shareholder value through the repurchase of shares whenever the stock is trading at a price discount perceived by the Parent Company as not reflective of its fair corporate value.

In 2008, the Parent Company repurchased a total of 79,528,228 of its common shares through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱823.9 million in relation to its share buyback program.

Retained Earnings
The BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.28 and ₱0.28 per share in 2022 and 2021, respectively, to all issued and outstanding shares.

On February 24, 2022, the Board of Directors during its meeting approved the declaration of cash dividends of ₱0.1352 per outstanding common share. The cash dividend was paid on March 25, 2022 to stockholders of common shares as of record date March 11, 2022.

On May 31, 2022, the Board of Directors during its meeting approved the declaration of cash dividends of ₱0.0047 per outstanding preferred share. The cash dividend was paid on June 24, 2022 to stockholders of preferred shares as of record date June 09, 2022.

On October 21, 2022, the Board of Directors during its meeting approved the declaration of cash dividends of ₱0.1355 per outstanding common share. The cash dividend was paid on November 18, 2022 to stockholders of common shares as of record date November 08, 2022.

Total dividends for common shares declared for 2022 and 2021 amounted to ₱4,000.0 million and ₱4,001.2 million, respectively.

As of December 31, 2021, retained earnings of ₱25,000.0 million are appropriated for future expansion. The increase of ₱17,000.0 million, as approved by the BOD on November 25, 2021, represents a continuing appropriation for land banking activities and planned building construction projects. Each year, the Parent Company incurs capital expenditures for property development which include among others land banking and building construction projects. The appropriation is being fully utilized to cover part of the annual expenditure requirement of the Parent Company.

The Parent Company has earmarked additional funds for expansion projects in the residential, shopping centers, office and hotel business segments, as well as various infrastructure projects for the Parent Company's mixed-use developments.

The following are among the major capital expenditures of the Parent Company which were approved by the BOD on November 25, 2021:

a) Arca South, a 74 has. lifestyle district in the City of Taguig with residential, office, retail, hotel and other commercial component. Phase 1 of the mixed-use development was approved by the board on November 25, 2014. It consists a retail project with 4k sqm GLA, 2 BPO towers with 34k sqm GLA and a 265-room hotel with total estimated cost of ₱11 billion, for completion in 2026.

b) Vertis North, a 29 has. estate positioned as the Central Business District of the North with residential, office, retail and hotel component. Phase 1 of the mixed-use development was approved by the board on October 11, 2013. It consists of the completed Vertis mall with 40k sqm GLA, 3 office towers with 125k sqm GLA and a 438 room Seda hotel. For future development consists of the 4th Office Tower with 46k sqm GLA estimated at ₱5 billion, for completion beyond 2026.

c) Vermosa , 700-ha estate located south of Ayala Alabang. It is a mixed use development with residential and commercial component. Phase 1 of the mixed-use development consists of residential developments, commercial lots, school and sports and lifestyle complex. For future development consists of a mall with 41k sqm GLA approved by the board on May 19, 2017. Estimated cost for this project is at ₱2.5 billion, for completion in phases by 2022-2024.

d) Continuing payments for various acquisitions within the country amounting to ₱14.5 billion to be paid until 2024-2026.

In accordance with SEC Memorandum Circular No. 11 issued in December 2008, the Parent Company's retained earnings, after reconciling items, available for dividend declaration as of December 31, 2022 and 2021 amounted to ₱53,000.6 million and ₱39,302.4 million, respectively.

Retained earnings are further restricted for the payment of dividends to the extent of the cost of treasury shares.

Equity Reserves
On December 16, 2021, the SEC has approved the merger of CHI, AiO, ASCVC and CBDI with and into ALI, with ALI as the surviving entity (the "Merger"). ALI shall be the surviving entity in the Merger and shall possess all the rights, privileges and immunities of CHI, AiO, ASCVC and CDBI (the "Absorbed Corporations"), and all properties and liabilities, and all and every other interest of or belonging to the Absorbed Corporations shall be taken and deemed transferred to ALI without further act or deed. Equity reserves represent the difference between the consideration transferred and the equity acquired in a common control business combination. The impact to equity reserve as a result of the merger amounted to ₱2,044.6 million.

Capital Management
The primary objective of the Parent Company's capital management policy is to ensure that debt and equity capital are mobilized efficiently to support business objectives and maximize shareholder value. The Parent Company establishes the appropriate capital structure for each business line that properly reflects its premier credit rating and allows it the financial flexibility, while providing it sufficient cushion to absorb cyclical industry risks.

The Parent Company considers debt as a stable source of funding. The Parent Company lengthened the maturity profile of its debt portfolio and makes it a point to spread out its debt maturities by not having a significant percentage of its total debt maturing in a single year.

The Parent Company manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. It monitors capital using leverage ratios on both gross debt and net debt basis. As of December 31, 2022, and 2021, the Parent Company had the following ratios:

	2022	2021
Debt to equity	**1.056:1**	1.266:1
Net debt to equity	**1.053:1**	1.263:1

Debt consists of short-term and long-term debts. Net debt includes short-term and long-term debt less cash and cash equivalents and financial assets at FVPL. Equity, which the Parent Company considers as capital, pertains to the total equity. The Parent Company excludes the "Fair value reserve of financial assets at FVOCI" in computing the debt to equity ratio.

The Parent Company is not subject to externally imposed capital requirements due to loan covenants (see Note 15). No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2022 and 2021.

Financial risk assessment
The Parent Company's financial condition and operating results would not be materially affected by the current changes in interest, currency, credit, liquidity and market conditions.

Exposure to changes in interest rates is reduced by a debt portfolio mix of both fixed and floating interest rates. The Parent Company's ratio of fixed to floating rate debt stood at 99:1 and 95:5 as of December 31, 2022, and 2021, respectively.

Exposure to foreign currency holdings is at US$54.5 million and US$124.4 million as of December 31, 2022 and 2021, respectively.

Credit risks continue to be managed through defined credit policies and continuing monitoring of exposure to credit risks. The Parent Company's base of counterparties remains diverse. As such, it is not exposed to large concentration of credit risk.

Liquidity risk is addressed with long-term funding already locked in, while funds are placed on cash equivalents and financial assets at FVPL.

19. Revenue

This account consists of:

	2022	2021
Revenue from contracts with customer		
Residential development	**₱22,198,603,271**	₱21,154,180,597
Interest income from real estate sales (Note 6)	**2,950,883,232**	2,593,376,964
Management and marketing fees	**2,866,130,917**	1,929,835,013
Rental income (Note 11)	**5,638,696,186**	2,998,227,644
	₱33,654,313,606	₱28,675,620,218

The Parent Company's disaggregation of each sources of revenue from contracts with customers are presented below:

Residential development

	2022	2021
Type of Product		
Condominium	**₱11,740,634,177**	₱12,418,077,909
House and lot	**12,866,517,363**	11,156,540,722
Lot only	**542,334,963**	172,938,930
	₱25,149,486,503	₱23,747,557,561

All of the Parent Company's real estate sales from residential development are revenue from contracts with customers recognized over time.

Management and marketing fees

	2022	2021
Segment		
Property development	**₱2,186,162,499**	₱1,265,856,309
Shopping centers	**515,125,084**	438,245,914
Offices	**164,843,334**	225,732,790
	₱2,866,130,917	₱1,929,835,013

In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Parent Company waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions. Rent discounts and concessions given vary for merchants that are (1) forced to close and those that are still (2) operational. Rental fees and common charges of merchants who were forced to close during the quarantine period were waived with 50% discount in their common area usage expenses.

Set-out below is the reconciliation of contracts with customers with the amounts disclosed in segment information (in millions):

	2022				
	Property Development	**Shopping Centers**	**Offices**	**Property Management and Others**	**Total**
Sales to external customers	**₱20,969**	**₱545**	**₱165**	**₱3,361**	**₱25,065**
Interest income from real estate sales	**2,951**	**–**	**–**	**–**	**2,951**
Total revenue from contracts with customers	**₱23,945**	**₱545**	**₱165**	**₱3,361**	**₱28,016**

	2021				
	Property Development	Shopping Centers	Offices	Property Management and Others	Total
Sales to external customers	₱20,535	₱659	₱224	₱1,666	₱23,084
Interest income from real estate sales	2,593	–	–	–	2,593
Total revenue from contracts with customers	₱23,128	₱659	₱224	₱1,666	₱25,677

20. Costs and Expenses and Other Income (Charges)

Real estate costs and expenses consist of:

	2022	2021
Cost of real estate sales (Note 7)	**₱11,421,345,301**	₱10,862,927,347
Depreciation (Notes 11 and 29)	**1,688,154,799**	981,154,359
Rental	**214,830,719**	215,384,426
Manpower costs	**546,683,399**	170,844,201
Direct operating expenses		
Service Fees	**1,633,980,357**	1,085,753,314
Commissions	**1,608,905,116**	1,051,377,003
Taxes and licenses	**1,007,877,074**	617,482,104
Security	**462,560,642**	339,967,838
Repairs and maintenance	**272,321,233**	139,411,841
Transportation and travel	**47,500,867**	25,050,875
Insurance	**51,367,211**	22,885,082
Supplies	**11,599,751**	4,133,784
Others	**1,127,340,108**	763,241,897
	₱20,094,466,577	₱16,279,614,071

Others consist of utilities expense pertaining to light and power, water, gas, aircon, and miscellaneous expense for the parent company's development projects.

General and administrative expenses consist of:

	2022	2021
Manpower costs (Note 23)	**₱651,977,538**	₱735,545,842
Professional fees	**323,776,584**	222,993,989
Depreciation (Note 12)	**205,354,765**	192,528,692
Repairs and maintenance	**114,939,064**	87,905,341
Rentals	**58,376,804**	25,090,637
Advertising	**54,645,303**	44,508,444
Utilities	**38,483,675**	32,723,124
Transportation and travel	**28,213,012**	13,968,735
Security and janitorial	**23,261,589**	19,501,017
Entertainment, amusement and recreation	**14,612,213**	9,667,260
Supplies	**7,413,449**	9,802,347
Donations and contribution	**1,128,333**	26,250,000
Others	**113,291,409**	18,334,835
	₱1,635,473,738	₱1,438,820,263

Depreciation expense included in the parent company statements of income follow:

	2022	2021
Included in:		
Real estate costs and expenses (Note 11)	**₱1,645,387,074**	₱943,837,383
Amortization of right-of-use asset (Note 29)	**42,767,725**	37,316,976
General and administrative expenses (Note 12)	**205,354,765**	192,528,692
	₱1,893,509,564	₱1,173,683,051

Interest expense and other financing charges consist of:

	2022	2021
Interest expense on:		
Long-term debt	**₱8,745,718,141**	₱8,029,239,094
Intercompany loans	**147,140,951**	435,986,549
Short-term debt	**148,966,457**	150,023,502
Accretion of interest from lease liabilities (Note 29)	**28,657,287**	23,062,301
Other financing charges	**1,648,179,923**	1,250,939,859
	₱10,718,662,760	₱9,889,251,305

Other financing charges pertain mainly to processing fees attributable to the discount on cost to sell financing arising from assignment of accounts receivable to banks (Note 6). It includes transaction costs from availment of short-term and intercompany loans and bank charges.

In 2021, the Parent Company started capitalizing borrowing costs to its investment properties under construction. Interest capitalized in 2022 amounted to ₱739.4 million with a capitalization rate of 4.44%. For the year 2021, total capitalized interest amounted to ₱558.0 million with a capitalization rate of 3.44% (see Note 5).

Other charges and expenses consists of provision for impairment losses on receivables amounting to ₱80.1 million and ₱140.4 million for 2022 and 2021, respectively (Note 6). It also includes provision for impairment loss on investment properties amounting to nil for 2022 and ₱51.0 million for 2021 (Note 11).

Other income consists of:

	2022	2021
Gain on property-for-share swap (Note 10 and 11)	**₱8,022,019,173**	₱3,113,520,411
Gain on sale of investment in subsidiaries, associates and joint ventures (Note 10)	**1,730,020,949**	1,027,844,017
Gain on foreign exchange	**–**	–
Gain on sale of property and equipment (Note 12)	**15,808,202**	27,620,167
Unrealized gain on financial assets at FVPL (Note 5)	**(3,806,089)**	7,557,476
Others	**483,338,374**	1,015,245,692
	₱10,247,380,609	₱5,191,787,763

In 2022, Others include income from sponsorships, forfeited deposits arising from cancellations due to backout, income recognized from project close out and other various transactions. In 2021, Others consists primarily of gain on sale of properties, income arising from project close out, income from forfeitures and income from various transactions.

21. **Income Tax**

The components of net deferred tax assets are as follows:

	2022	2021
Deferred tax assets on:		
Difference between tax and book basis of accounting for real estate transactions	**₱1,330,619,481**	₱1,934,416,683
Allowance for impairment losses	**644,575,68**	644,575,667
Employee benefits	**262,994,228**	232,615,617
MCIT	**-**	-
NOLCO	**-**	399,982,625
Lease liability	**57,911,433**	63,401,792
Allowance for probable losses	**151,738,415**	131,723,872
	2,447,839,225	3,406,716,256
Deferred tax liabilities on:		
Deferred tax liabilities on capitalized interest	**(611,931,886)**	(538,498,807)
Unrealized foreign exchange gain	**496,976,005**	(36,261,684)
Right-of-use assets	**(56,217,573)**	(66,909,504)
	(171,173,454)	(641,669,995)
	₱2,276,665,771	₱2,765,046,261

The Company has NOLCO and MCIT amounting to ₱1,453.2 million and ₱298.5 million as of December 31, 2021 (nil in 2022) respectively. Deferred tax assets are recognized only to the extent that taxable income will be available against which the deferred tax assets can be used.

Deferred tax related to remeasurement gain (loss) on defined benefit plans recognized in OCI amounted to ₱25.5 million and (₱204.01 million) in 2022 and 2021, respectively.

There are no income tax consequences for the payment of dividends by the Parent Company to its shareholders.

Provision for income tax consists of:

	2022	2021
Current	**₱1,492,399,805**	₱2,123,920,301
Deferred	**(1,029,133,955)**	(1,095,792,969)
Final	**65,477,963**	56,951,124
	₱528,743,813	₱1,085,078,456

Reconciliation between the statutory and the effective income tax rates follows:

	2022	2021
Statutory income tax rate	**25.00%**	25.00%
Tax effects of:		
Interest income and capital gains taxed at lower rates	**0.51**	(0.03)
Dividend income	**(9.99)**	(9.76)
Change in tax rate	**–**	0.69
Others - net	**(12.81)**	(5.07)
Effective income tax rate	**2.71%**	10.83%

Corporate Recovery and Tax Incentives for Enterprises Act" or "CREATE"
President Rodrigo Duterte signed into law on March 26, 2021 the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It takes effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation or April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact on the Group:

Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporation. For domestic corporation with net taxable income not exceeding ₱5.00 million and with total assets not exceeding ₱100.00 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.

Minimum corporate income tax (MCIT) rate reduced from 2% to 1% of gross income effective July 1, 2020 to June 30, 2023.

Imposition of improperly accumulated earnings tax (IAET) is repealed.

22. Related Party Transactions

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 financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence which include affiliates.

In its regular conduct of business, the Parent Company has entered into transactions with its subsidiaries, associates and other related parties principally consisting of advances and reimbursement of expenses, purchase and sale of real estate properties, loans, construction contracts, development, management, underwriting, marketing, leasing and administrative service agreements.

Terms and Conditions of Transactions with Related Parties
Transactions with related parties are made at normal market prices. Outstanding balances at year end are unsecured, interest free and settlement occurs generally in cash, except otherwise indicated. There have been no guarantees provided or received for any related party receivables or payables. The Group does not provide any allowance relating to receivable from related parties. The Parent Company has an active intercompany lending program and intercompany receivables are short-term. Related party borrowers are assessed to have financial capacity based on aperational performance and cash flow requirements.

This assessment is undertaken each financial year through examining the financial position of the related parties and the markets in which the related parties operate.

The Related Party Transaction Review Committee shall approve all material related party transactions before their commencement. Material related party transactions shall be identified taking into account the related party registry. Transactions amounting to ten percent (10%) or more of the total assets of the corporation that were entered into with an unrelated party that subsequently becomes a related party may be excluded from the limits and approval process requirement.

The following tables provide the total amount of transactions that have been entered into with related parties for the relevant financial year:

a. Transactions with Bank of the Philippine Islands (BPI), an associate of AC*:*

i. As of December 31, 2022 and 2021, the Parent Company maintains current and savings account, money market placements, UITF investments, short-term debt and long-term debt payable with BPI broken down as follows:

	2022	2021
Cash in bank	**₱473,867,901**	₱216,916,053
Financial assets at FVPL	**6,881,752**	16,860,471
Short-term debt	**688,000,000**	572,000,000
Long-term debt	**1,087,488,641**	1,087,494,789

Interest income earned amounted to ₱3.7 million and ₱0.07 million in 2022 and 2021, respectively.

As of December 31, 2022, the Parent Company invested in the Fund with a fair value of ₱1.6 million for BPI Money Market Fund and ₱5.3 million for BPI USD Short Term Fund. The Fund's Net Asset Value (NAV) was at ₱39,946.5 million with duration of 124 days and ₱33,852.2 million with duration of 120 days, respectively.

As of December 31, 2021, the Parent Company invested funds with a fair value of ₱7.3 million for BPI Money Market Fund and ₱9.6 million for BPI USD Short Term Funds. The Funds Net Asset Value (NAV) was at ₱61,969.7 million with the duration of 241 days and ₱45,783.84 million with duration of 267 days, respectively.

ii. As of December 31, 2022 and 2021, the Parent Company has outstanding interest payable to BPI amounting to ₱3.8 million and ₱2.5 million, respectively.

iii. Income earned and expenses incurred with BPI are as follows:

	2022	2021
Interest income	**₱798,524**	₱52,477
Interest expense	**52,188,536**	29,879,008

b. Outstanding balances with AC, subsidiaries, associates, joint ventures and other related parties (entities under common control).

Receivables from/payables to related parties pertain mostly to development and management fees, advances and reimbursements of operating expenses related to development cost, working capital requirements and land acquisitions which are due and demandable.

Receivables from related parties follow:

2022

	Current	Noncurrent	Total
AC	**₱83,989,418**	**₱–**	**₱83,989,418**
Subsidiaries	**51,739,131,676**	**879,736,337**	**52,618,868,013**
Associates	**473,337,688**	**–**	**473,337,688**
Joint Ventures	**264,153,685**	**–**	**264,153,685**
Other related parties	**384,424,460**	**–**	**384,424,460**
	₱52,945,036,927	**₱879,736,337**	**₱53,824,773,264**

2021

	Current	Noncurrent	Total
AC	₱81,932,350	₱–	₱81,932,350
Subsidiaries	54,849,510,235	858,795,652	55,708,305,887
Associates	381,783,580	–	381,783,580
Joint Ventures	95,615,938	–	95,615,938
Other related parties	263,585,719	–	263,585,719
	₱55,672,427,822	₱858,795,652	₱56,531,223,474

As of December 31, 2022 and 2021, receivables from related parties include a noncurrent receivable pertaining to a contract of lease with AREIT amounting to ₱879.7 million and ₱858.8 million, respectively (see Note 29).

Payable to related parties follow:

2022

	Current	Noncurrent	Total
AC	**₱ 616,617**	**₱–**	**₱ 616,617**
Subsidiaries	**15,727,396,207**	**–**	**15,727,396,207**
Associates	**212,353,896**	**–**	**212,353,896**
Joint Ventures	**4,332,082**	**–**	**4,332,082**
Other related parties	**53,215,668**	**–**	**53,215,668**
	₱15,997,914,470	**₱–**	**₱15,997,914,470**

2021

	Current	Noncurrent	Total
AC	₱591,417	₱–	₱591,417
Subsidiaries	22,963,519,076	–	22,963,519,076
Associates	232,318,050	–	232,318,050
Joint Ventures	4,059,543	–	4,059,543
Other related parties	336,698,454	–	336,698,454
	₱23,537,186,540	₱–	₱23,537,186,540

c. Revenue and expenses from related parties

The revenue from the Parent Company, subsidiaries, associates, joint ventures and other related parties pertains mostly to income from leasing and development projects, dividend income, marketing and management fees, while expenses composed of service fees, commission, and training expenses. Transactions are settled within one year, non interest bearing and assessed for impairment. There are no impairment on these related receivables..

Revenue and expenses from related parties follow:

Revenue

2022

	Dividend Income	**Management and Marketing Income**	**Rental Income**	**Interest Income**	**Total**
AC	**₱–**	**₱–**	**₱5,292**	**₱–**	**₱ 5,292**
Subsidiaries	**7,471,720,574**	**1,533,816,852**	**513,495,425**	**680,528,999**	**10,199,561,850**
Joint Ventures	**243,935,000**	**430,085,478**	**–**	**–**	**674,020,478**
Associates	**84,007,587**	**126,422,312**	**–**	**5,703,000**	**216,132,899**
Other Related Parties	**–**	**775,806,274**	**146,192,867**	**–**	**921,999,142**
Total	**₱7,799,663,161**	**₱2,866,130,917**	**₱659,693,584**	**₱686,231,998**	**₱12,011,719,661**

2021

	Dividend Income	Management and Marketing Income	Rental Income	Interest Income	Total
AC	₱–	₱–	₱695,166	₱–	₱695,166
Subsidiaries	2,938,384,360	1,401,490,143	775,666,127	841,606,990	5,957,147,620
Joint Ventures	243,935,000	98,417,876	–	–	342,352,876
Associates	77,682,334	262,125,060	–	3,688,187	343,495,581
Other Related Parties	–	167,801,934	116,207,165	–	284,009,099
Total	₱3,260,001,694	₱1,929,835,013	₱892,568,458	₱845,295,177	₱6,927,700,342

Costs and expenses

2022

	Rental Expenses	**Service Fees**	**Commission Expenses**	**Interest Expense**	**Total**
AC	**₱–**	**₱–**	**₱–**	**₱–**	**₱–**
Subsidiaries	**697,547**	**1,276,377,243**	**542,353,743**	**147,087,665**	**1,966,516,198**
Associates	**2,415,765**	**–**	**–**	**73,417**	**2,489,182**
Other Related Parties	**5,149,825**	**71,770**		**–**	**5,221,595**
Total	**₱8,263,137**	**₱1,276,449,013**	**₱542,353,743**	**₱147,161,082**	**₱1,974,226,975**

2021

	Rental Expenses	Service Fees	Commission Expenses	Interest Expense	Total
AC	₱–	₱ 1,754	₱–	₱–	₱1,754
Subsidiaries	995,860	1,417,155,904	555,198,335	435,986,549	2,409,336,648
Associates	15,965,768	–	–	–	15,965,768
Other Related Parties	3,129,947	1,195,563	–	–	4,325,510
Total	₱20,091,575	₱1,418,353,221	₱555,198,335	₱435,986,549	₱2,429,629,680

The following describes the nature of the material transactions of the Parent Company with related parties as of December 31, 2022, and 2021:

i. Parent Company lent to and borrowed funds from various subsidiaries and affiliates on an interest bearing basis. Outstanding intercompany peso-denominated loans of the Parent Company to subsidiaries and affiliates amounted to ₱4,531.0 million, and ₱7,059.6 million as of December 31, 2022 and 2021, respectively. Interest rates ranges from 5.49% to 5.91% and 1.96% to 2.24% per annum for 2022 and 2021, respectively, with terms of 1 day up to 90 days.

ii. On January 31, 2020, the Company entered into a contract of lease with AREIT, Inc. for the lease of land and building for a period of 34 years. The rent is payable at a fixed monthly rate of ₱2.73 million, subject to 5% annual escalation rate (see Note 29).

iii. On September 30, 2020, the Parent Company paid ₱6,430.8 million to its subsidiary Makati Cornerstone Leasing Corp., for its Ayala Triangle Garden 2 (ATG2) acquisition in December 18, 2019.

iv. The Parent Company sold residential receivables on a without recourse basis to Bank of the Philippine Islands, a related party, amounting to nil in 2022 and ₱8,062.9 million in 2021. Proceeds of receivables sold to BPI amounted to nil and ₱7,410.0 million in 2022 and 2021, respectively. The Parent Company recognized loss on sale (under "Other charges") amounting to nil and ₱652.9 million, in 2022 and 2021, respectively.

v. Receivables from/payables to MDC pertain to advances and retentions in relation to construction contracts involving the Parent Company's real estate projects, with MDC being the primary contractor.

vi. Transaction with APMC pertain to agreements to administer properties of the Parent Company for stipulated fees. Under this agreement, APMC shall manage, maintain, preserve and provide services for the efficient use of such properties. Further, APMC leases its carpark facilities (Ayala Center Carparks and Central Business District Carparks) under lease agreements with the Parent Company. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of net operating income, whichever is higher. The lease agreements are renewed annually upon mutual agreement of the parties. Aside from the property management services provided by APMC and the leases discussed above, transactions with the Parent Company include noninterest-bearing advances and reimbursements of expenses incurred in connection with the maintenance of the administered properties.

vii. Receivable from ALISI pertains to lease agreement with the Parent Company for office and parking spaces.

viii. Receivables from Alveo pertain mostly to advances and reimbursement of operating expenses related to development cost and land acquisitions. These are generally trade related.

ix. On January 1, 2015, the Parent Company and ACCI entered into a lease contract for the lease of parcels of land and buildings within the Greenbelt and Glorietta development located at the Ayala Center, Makati City. The lease shall be for a period of two years from January 1, 2015 until December 31, 2016, renewable for another two years upon the written agreement of both parties. The lease generally provides for a fixed monthly rent and a certain percentage of gross rental revenue per month.

    In consideration of the lease, the Parent Company and ACCI executed a Deed of Assignment wherein, the Parent Company assigned to ACCI contracts of lease, security deposits, construction bonds and trade receivables with merchants occupying said development. ACCI assumed all rights and obligations under the contracts of lease, other contracts, permits and licenses, trade receivables, security deposits and construction bonds.

The lease contract between ACCI and Parent Company has been renewed for twenty (20) years covering the period January 1, 2022 to December 31, 2041. (see Note 29).

x. On January 1, 2017, the Parent Company and NECC entered into a lease contract for the lease of a parcel of land with an area of 19,988 sq.m., three office towers and a common retail podium mixed-use commercial building. The lease shall be for a period of 40 years which commenced on January 1, 2017. The commencement of the lease period for the buildings are by phase, Phase 1 started on January 18, 2017, Phase 2 on April 1, 2017, Phase 3 on October 1, 2017 and Phase 4 shall start on October 1, 2018. The lease on the buildings is co-terminous with the land lease. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month (see Note 29).

xi. On September 2017, the Parent Company signed a Lease Agreement with AyalaLand Estates, Inc. (ALEI) for the lease of a 4.3-hectare portion of land located in Vermosa, Pasong Buaya I, Imus City, Province of Cavite. The term of the lease shall ten (10) years commencing from September 2017 to August 2027 (see Note 29).

xii. On December 27, 2017, the Parent Company sold at cost to MCLC buildings under construction located at Ayala Triangle Gardens and Sta. Ana Park, A.P. Reyes Ave., Brgy. Carmona, Makati City. Subsequently, the Parent Company signed a lease agreement with MCLC for the lease on the parcels of land it owns where the buildings were constructed (see Notes 11 and 29).

xiii. On December 28, 2017, the Parent Company sold at cost to ASCVC, the Arca South BPO and Mall which is still under construction. Subsequently, the Parent Company signed a lease agreement with ASCVC for the lease on the parcels of land it owns where the buildings were constructed (see Notes 11 and 29).

xiv. During 2017, the Parent Company and NECC entered into a lease contract for the lease of a 24-storey building with a total construction floor area of 146,830 sq. m. located at 30 Meralco Ave., Pasig City. The lease shall be for a period of 40 years which commenced on February 1, 2016 for Phase 1 and August 1, 2017 for Phase 2. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month (see Notes 11 and 29).

d. Notes receivable pertains to housing, car, salary and other loans granted to the Parent Company's officers and employees which are collectible through salary deduction, bears 6% interest p.a. and have various maturity dates ranging from 2020 to 2040 (see Note 6).

e. Compensation of key management personnel by benefit type follows:

	2022	2021
Short-term employee benefits	**₱183,968,760**	₱163,513,460
Post-employment benefits (Note 23)	**15,496,600**	15,496,600
	₱199,465,360	₱179,010,060

Key management personnel of the Parent Company include all officers with position of vice president and up.

23. Retirement Plan

The Parent Company has funded, noncontributory tax-qualified defined benefit type of retirement plan (the Plan) covering substantially all of its employees. The benefits are based on a defined benefit formula. Latest actuarial valuation report is as of December 31, 2022.

The Plan aims to maintain a full funding, i.e., the Plan's assets fully covered the Plan's liabilities, as measured through generally accepted actuarial methodologies. Such will provide a higher level of assurance that all promised benefits can be paid from existing assets and expected investment returns.

The Parent Company's fund is in the form of a trust fund being maintained by BPI Asset Management and Trust Parent Company (the "Retirement Fund"). The primary objective of the b Fund is to achieve the highest total rate of return possible, consistent with a prudent level of risk. The investment strategy articulated in the asset allocation policy has been developed in the context of long-term capital market expectations, as well as multi-year projections of actuarial liabilities. Accordingly, the investment objectives and strategies emphasize a long-term outlook, and interim performance fluctuations will be viewed with the corresponding perspective.

The components of pension expense (included in "Manpower costs" under "General and administrative expenses") in the parent company statements of income follow:

	2022	2021
Current service cost	**₱159,754,982**	₱190,840,162
Net interest cost on benefit obligation	**63,083,301**	81,112,225
Total pension expense	**₱222,838,283**	₱271,952,387

The remeasurement effects recognized in other comprehensive income (loss) in the parent company statements of comprehensive income follow:

	2022	2021
Return (loss) on plan assets (excluding amount included in net interest)	**(₱81,811,596)**	₱34,814,454
Actuarial gain (loss) due to liability experience	**(119,987,783)**	609,203,967
Actuarial gain (loss) due to liability assumption changes – economic	**99,610,270**	172,017,514
Remeasurements in other comprehensive income	**(₱102,189,109)**	₱816,035,935

The funded status and amounts recognized in the parent company statements of financial position for the pension plan as of December 31, 2022, and 2021 follow:

	2022	2021
Benefit obligation	**₱1,912,673,080**	₱2,172,283,850
Plan assets	**(1,077,246,282)**	(1,095,207,293)
Net pension liability	**₱835,426,798**	₱1,077,076,557

Changes in net pension liability in 2022 are as follows:

		Net benefit cost in parent company statement of income				Remeasurements in other comprehensive income						
	January 1, 2022	Current service cost	Net interest	Subtotal	Benefits paid	Return on plan assets*	Actuarial (gain) loss due to liability experience	Actuarial (gain) loss due to liability assumption changes	Net remeasurement loss/ (gain)	Contribution by employer	Transfer in /(out)	December 31, 2022
Present value of defined benefit obligation	**₱2,172,283,850**	**₱159,754,982**	**₱126,933,886**	**₱286,688,868**	**(₱572,483,531)**	**₱–**	**₱119,987,783**	**(₱99,610,270)**	**₱20,377,513**	**₱–**	**₱5,806,380**	**₱1,912,673,080**
Fair value of plan assets	**(1,095,207,293)**	**–**	**(63,850,585)**	**(63,850,585)**	**572,483,531**	**81,811,596**	**–**	**–**	**81,811,596**	**(572,483,531)**	**–**	**(1,077,246,282)**
Net defined benefit liability	**₱1,077,076,557**	**₱159,754,982**	**₱63,083,301**	**₱222,838,283**	**₱–**	**₱81,811,596**	**₱119,987,783**	**(₱99,610,270)**	**₱102,189,109**	**(₱572,483,531)**	**₱5,806,380**	**₱835,426,798**

**excluding amount included in net interest*

Changes in net pension liability in 2021 are as follows:

		Net benefit cost in parent company statement of income				Remeasurements in other comprehensive income						
	January 1, 2021	Current service cost	Net interest	Subtotal	Benefits paid	Return on plan assets*	Actuarial (gain) loss due to liability experience	Actuarial (gain) loss due to liability assumption changes	Net remeasurement loss/ (gain)	Contribution by employer	Transfer in /(out)	December 31, 2021
Present value of defined benefit obligation	₱2,954,426,885	₱190,840,162	₱132,964,267	₱323,804,429	(₱325,746,936)	₱–	(₱609,203,967)	(₱172,017,514)	(₱781,221,481)	₱–	₱1,020,953	₱2,172,283,850
Fair value of plan assets	(1,152,267,597)	–	(51,852,042)	(51,852,042)	325,746,936	(34,814,454)	–	–	(34,814,454)	(182,020,136)	–	(1,095,207,293)
Net defined benefit liability	₱1,802,159,288	₱190,840,162	₱81,112,225	₱271,952,387	₱–	(₱34,814,454)	(₱609,203,967)	(₱172,017,514)	(₱816,035,935)	(₱182,020,136)	₱1,020,953	₱1,077,076,557

**excluding amount included in net interest*

The maximum economic benefit available is a combination of expected refunds from the plan and reductions in future contributions.

All equity and debt instruments held have quoted prices in an active market. The remaining plan assets do not have quoted market prices in an active market.

The plan assets have diverse investments and do not have any concentration risk.

The fair value of plan assets by each class as at the end of the reporting period are as follows:

	December 31	
	2022	2021
Cash and cash equivalents	**₱3,721,956**	₱2,534,202
Equity investments		
Unit investment trust funds	**104,571,244**	104,796,086
Holding firms	**83,454,708**	89,625,775
Financials	**34,036,663**	37,842,537
Property	**231,756,472**	232,473,934
Industrials	**6,575,578**	11,829,510
Services	**13,168,792**	17,004,593
Preferred Shares	**37,397,353**	35,714,277
Exchange Traded Funds	**-**	65,512,226
	510,960,810	594,798,938
Debt investments		
Government securities	**161,638,399**	110,681,146
AAA rated debt securities	**116,529,185**	141,535,959
Others	**284,395,932**	245,657,048
	562,563,516	497,874,153
	₱1,077,246,282	₱1,095,207,293

The Retirement Fund's investments will be appropriately diversified to control overall risk and will exhibit portfolio characteristics similar to the set benchmark for each asset class. In case of securities, the aggregate holdings of any security may not exceed 10% of the Plan assets. The criteria for including an asset class in the strategic policy include: (a) wide recognition and acceptance among institutional investors; (b) low correlation with other accepted asset classes; and (c) a meaningful performance history. The Parent Company expects to make contributions of ₱139.9 million to its retirement fund in 2023.

The allocation of the fair value of plan assets follows:

	2022	2021
Investments in debt securities	**48.8990%**	55.4254.53%
Investments in equity securities	**37.7249%**	45.324.42%
Others	**14.3761%**	0.156%

Funds invested in debt securities include government securities, corporate notes and bonds, and special deposit accounts. Investments in equity securities consist of investments in PSE-listed stocks and equity securities held by unit investment trust funds. Others were in the form of cash and cash equivalents.

The Parent Company's transactions with the Fund mainly pertain to contributions, benefit payments and settlements.

As of December 31, 2022 and 2021, the funds include investment in securities of its related parties. Details of the investment per type of security are as follows:

	December 31, 2022			December 31, 2021
	Carrying Value	**Fair Value**	**Unrealized (Gain) Loss**	Fair Value
		(In Thousands)		
Investments in debt securities	**₱506,982**	**₱496,617**	**(₱15,000)**	₱638,641
Investments in equity securities	**441,419**	**390,560**	**(50,859)**	511,834
Others	**154,027**	**146,041**	**(6,157)**	2,534
	₱1,102,428	**₱1,033,218**	**(₱ 72,016)**	₱ 1,153,009

The plan assets include shares of stock of the Parent Company with fair value amounting to ₱50.9 million and ₱44.3 million as of December 31, 2022 and 2021, respectively. It also includes shares of stocks of related parties within the AC Group with fair value amounting to ₱38,4 million and ₱64.5 million as of December 31, 2022 and 2021, respectively. The Parent Company gives the trustee bank the discretion to exercise voting rights over the shares. The plan assets include debt securities of the Parent Company amounting to ₱10.3 million and ₱68.4 million as of December 31, 2022, and 2021, respectively. The fund incurred is ₱1.3 million in 2022 and ₱5.4 million in 2021.

The cost of defined benefit pension plans and other post-employment medical benefits as well as the present value of the pension liabilities 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:

	2022	2021
Discount rate	**7.65%**	5.83%
Future salary increases	**7.80%**	6.50%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of the end of the reporting period, assuming all other assumptions were held constant:

2022

	Effect on Defined Benefit Obligation Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis points**
Discount rate	**(₱152,005,698)**	**₱177,315,662**
Salary increase rate	**167,925,905**	**(147,285,024)**

2021

	Effect on Defined Benefit Obligation Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis points
Discount rate	(₱174,318,462)	₱203,980,387
Salary increase rate	191,909,772	(168,359,326)

Shown below is the maturity analysis of the undiscounted benefit payments:

Year ending:	**2022**	2021
1 year and less	**₱226,550,957**	₱42,718,317
More than 1 year to 5 years	**293,799,356**	449,309,787
More than 5 years to 10 years	**1,819,691,705**	2,064,226,524
More than 10 years	**8,602,000,167**	7,287,137,310

The average duration of the defined benefit obligation as at December 31, 2022 and 2022 is 15.0 years and 14.0 years, respectively.

24. Earnings Per Share

The following tables present information necessary to compute EPS:

	2022	2021
Net income	**₱18,987,610,104**	₱8,933,830,352
Less: dividends on preferred stock	**(62,037,888)**	(62,037,888)
Net income	**₱18,925,572,216**	₱8,871,792,464
Weighted average number of common shares for basic EPS	**14,777,782,265**	14,724,716,032
Add: dilutive shares arising from stock options	**2,457,080**	3,925,781
Adjusted weighted average number of common shares for diluted EPS	**14,780,239,345**	14,728,641,813
Basic and diluted EPS	**₱1.28**	₱0.60

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

The convertibility of the preferred shares will start on the 10^{th} year from the issue date which was in 2012. This has an antidilutive effect on the computation of diluted EPS.

25. Stock Options and Ownership Plans

The Parent Company has stock option plans for key employees covering 2.5% of the Parent Company's authorized capital stock. The grantee is selected based on certain criteria like outstanding performance over a three-year period.

<u>ESOWN</u>
In November 2001, the Parent Company offered all its ESOWN subscribers with outstanding ESOWN subscriptions the option to cancel the subscriptions within the 5-year holding period. In December 2001, the program for ESOWN was indefinitely suspended.

In 2005, the Parent Company introduced a revised ESOWN Plan (the Plan) wherein grantees may subscribe in whole or in part to the shares awarded to them based on a discounted market price that was determined by the Compensation Committee as the offer price set at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. The subscription is subject to a holding period stated in the plan. To subscribe, the grantee must be an employee of the Parent Company or any of its subsidiaries during the ten (10)-year payment period. In case the grantee resigns, unsubscribed shares are cancelled, while the subscription may be paid up to the percent of holding period completed and payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares. All shares acquired through the Plan are subject to the Parent Company's right to repurchase.

The subscribed shares are effectively treated as options exercisable within a given period which is the same time as the grantee's payment schedule. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula, taking into account the terms and conditions upon which the options were granted. The BSM Formula requires six inputs to produce an option stock value namely; market value of the share, book value of the share, time to maturity, volatility rate, dividend yield, and risk free rate. The expected volatility was determined based on an independent valuation.

Movements in the number of options outstanding and weighted average exercise prices (WAEP) under ESOWN follow:

	2022	**WAEP**	2021	WAEP
At January 1	**–**	**₱–**	–	₱–
Granted	**17,349,169**		14,683,519	
Subscribed	**(14,170,576)**	**30.29**	(11,389,265)	33.29
Availment	**1,067,483**		325,998	
Cancelled	**(4,246,076)**		(3,620,252)	
At December 31	**–**	**₱–**	–	₱–

The fair value of stock options granted under ESOWN at grant date and the assumptions used to determine the fair value of the stock options follow:

	Grant Date								
	March 31, 2022	March 15, 2021	August 17, 2020	March 21, 2019	March 28, 2018	March 01, 2017	April 05, 2016	March 20, 2015	March 20, 2014
Number of unsubscribed shares	–	–	–	–	–	–	181,304	–	1,369,887
Fair value of each option (BTM)	₱–	₱–	₱–	₱–	₱–	₱8.48	₱13.61	₱16.03	₱12.60
Fair value of each option (BSM)	₱12.62	₱9.25	₱9.12	₱17.13	₱12.71	₱–	₱18.21	₱20.63	₱12.16
Weighted average share price	₱35.63	₱39.17	₱32.61	₱44.70	₱41.02	₱39.72	₱35.58	₱36.53	₱31.46
Exercise price	₱30.29	₱33.29	₱27.72	₱44.49	₱45.07	₱35.81	₱26.27	₱29.58	₱22.55
Expected volatility	24%	27.19%	25.05%	31.48%	34.04%	30.95%	32.03%	31.99%	33.50%
Dividend yield	0.77%	0.38%	0.81%	1.16%	1.22%	1.34%	1.27%	1.02%	1.42%
Interest rate	1.18%	1.03%	1.13%	5.57%	4.14%	4.41%	4.75%	4.11%	3.13%

Total expense (included under "General and administrative expenses") recognized in 2022 and 2021 in the parent company statements of income arising from share-based payments amounted to ₱152.86 million and ₱150.07 million, respectively (see Note 20).

26. Financial Assets and Liabilities

Fair Value Information

The following tables set forth the carrying values and estimated fair values of the Parent Company's financial assets and liabilities recognized as of December 31, 2022 and 2021:

	2022		2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Financial Assets at FVPL	**₱6,881,752**	**₱6,881,752**	₱16,860,471	₱16,860,471
Financial Assets at FVOCI				
Unquoted equity securities	**469,561,300**	**469,561,300**	470,057,497	470,057,497
Quoted equity securities	**194,200,000**	**194,200,000**	151,400,000	151,400,000
	663,761,300	**663,761,300**	621,457,497	621,457,497
	₱670,643,052	**₱670,643,052**	₱638,317,968	₱638,317,968

(Forward)

	2022		2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Financial assets at amortized cost				
Trade residential development	**₱31,258,641,754**	**₱33,155,852,622**	₱15,453,575,066	₱25,688,607,833
Receivable from employees	**129,589,610**	**114,036,102**	75,538,591	93,321,136
	₱31,388,231,364	**₱33,269,888,724**	₱15,529,113,657	₱25,781,928,969
Other Financial Liabilities				
Long-term debt	**₱191,881,976,981**	**₱164,913,141,357**	₱181,764,761,219	₱172,779,362,147
Deposits and other noncurrent liabilities	**13,139,891,982**	**11,860,307,440**	17,248,640,766	21,845,576,861
	₱205,021,868,963	**₱176,773,448,797**	₱199,013,401,985	₱194,624,939,008

The methods and assumptions used by the Parent Company in estimating the fair value of the financial instruments are as follows:

Cash and cash equivalents, current receivables, accounts and other payables, current payable es and short term debt - Carrying amounts approximate fair values due to the relatively short-term maturities of these financial instruments.

Financial assets at FVPL - These are investments in fund and treasury bills. Fair value of the funds is based on net asset values as of reporting dates while fair value of treasury bills is based on BVAL reference rates on government securities.

Noncurrent accounts receivable - The fair values of residential accounts receivable, and receivable from employees, are based on the discounted value of future cash flows using the applicable rates for similar types of instruments. The discount rates used for residential accounts receivable ranged from 5.50% to 11.50% and from 1.66% to 11.00% as of December 31, 2022 and 2021, respectively. The discount rates used for receivable from employees ranged from 6.00% to 12.00% as of December 31, 2022 and 2021.

Financial assets at FVOCI - Fair values are based on quoted prices published in markets.

Financial assets at FVOCI unquoted equity securities - Fair values are based on the latest selling price available.

Liabilities - The fair value of noncurrent unquoted instruments are estimated using the discounted cash flow methodology using the Parent Company's current incremental borrowing rates for similar borrowings with maturities consistent with those remaining for the liability being valued. The discount rates used ranged from from 6.71% to 8.66% and 3.15% to 6.37% as of December 31, 2022, and 2021, respectively. The fair value of noncurrent unquoted debt instruments with floating rates are estimated using discounted cash flow - last repricing method.

Fair Value Hierarchy

The Parent Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation technique:

Level 1: quoted (unadjusted prices) in active markets for identical assets and liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable in the market, either directly or indirectly

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

The Parent Company categorizes trade receivable, receivable from employees, long-term debt and deposits and other noncurrent liabilities under Level 3. The fair value of these financial instruments is determined by discounting future cash flows using the applicable rates of similar types of instruments plus a certain spread. This spread is the unobservable input and the effect of changes to this is that the higher the spread, the lower the fair value.

Quoted FVOCI amounting to ₱194.2 million and ₱151.4 million as of December 31, 2022 and 2021, respectively, were classified under the Level 1 category (see Note 9).

Unquoted FVOCI financial assets amounting to ₱469.6 million and ₱470.1 million as of December 31, 2022 and 2021, respectively, were classified under Level 3 (see Note 9).

Investment in UITF amounting to ₱6.8 million and ₱16.9 million and treasury bills amounting to nil and nil as of December 31, 2022, and 2021, respectively were classified under Level 2 (see Note 5).

There have been no reclassifications from Level 1 to Level 2 categories in 2022 and 2021.

Financial Risk Management Objectives and Policies

The Parent Company's principal financial instruments comprise cash and cash equivalents, financial assets at FVPL, financial assets at FVOCI quoted and unquoted equity securities, bank loans, corporate notes and bonds. The financial debt instruments were issued primarily to raise financing for the Parent Company's operations. The Parent Company has various financial assets such trade receivables and trade payables which arise directly from the conduct of its operations.

Exposure to liquidity, credit, interest rate, foreign currency risks and equity price arise in the normal course of the Parent Company's business activities. The main objectives of the Parent Company's financial risk management are as follows:

- to identify and monitor such risks on an ongoing basis;
- to minimize and mitigate such risks; and
- to provide a degree of certainty about costs.

The use of derivative financial instruments, if any, is solely for management of the Parent Company's financial risk exposures. It is the Parent Company's policy not to enter into derivative transactions for speculative purposes.

The Parent Company's financing and treasury function operates as a centralized service for managing financial risks and activities as well as providing optimum investment yield and cost-efficient funding for the Parent Company.

There were no changes in the Parent Company's financial risk management objectives and policies in 2022 and 2021.

Liquidity risk

Liquidity risk is defined by the Parent Company as the risk of losses arising from funding difficulties due to deterioration in market conditions and/or the financial position of the Parent Company that make it difficult for the Parent Company to raise the necessary funds or that forces the Parent Company to raise funds at significantly higher interest rates than usual.

This is also the possibility of experiencing losses due to the inability to sell or convert marketable securities into cash immediately or in instances where conversion to cash is possible but at loss due to wider than normal bid-offer spreads.

The Parent Company employs scenario analysis and contingency planning to actively manage its liquidity position and guarantee that all operating, investing and financing needs are met. The Parent Company has come up with a three-layered approach to liquidity through the prudent management of sufficient cash and cash equivalents, the potential sale of accounts receivables and the maintenance of short-term revolving credit facilities.

Cash and cash equivalents are maintained at a level that will enable it to fund its general and administrative expenses as well as to have additional funds as buffer for any opportunities or emergencies that may arise. Management develops viable funding alternatives through a continuous program for the sale of its receivables and ensures the availability of ample unused short-term revolving credit facilities from both local and foreign banks as back-up liquidity.

The Parent Company ascertains that its cash is invested in short-term bank placements and special deposit accounts, as well as in high-quality and marketable government and corporate securities.

Of the ₱111 billion and ₱101 billion short term credit facilities, respectively, the Parent Company has a total available credit line up to ₱70 billion and ₱59 billion with various local banks as of December 31, 2022 and 2021, respectively

The table summarizes the maturity profile of the Parent Company's financial liabilities at December 31, 2022 and 2021 based on contractual undiscounted payments:

December 31, 2022

	< 1 year	**1 to < 5 years**	**> 5 years**	**Total**
Accounts and other payables	**₱54,373,751,961**	**₱–**	**₱–**	**₱54,373,751,961**
Short-term debt	**688,000,000**	**–**	**–**	**688,000,000**
Long-term debt	**14,587,183,950**	**114,622,122,461**	**62,672,670,570**	**191,881,976,981**
Deposits and other current liabilities	**15,496,720,614**	**–**	**–**	**15,496,720,614**
Deposits and other noncurrent liabilities	**25,875,052**	**13,964,151,196**	**–**	**13,990,026,248**
	₱85,171,531,577	**₱128,586,273,657**	**₱62,672,670,570**	**₱276,430,475,804**
Interest payable*	**₱7,590,395,901**	**₱27,882,482,831**	**₱9,014,672,935**	**₱44,487,551,667**

**includes future interest payment*

December 31, 2021

	< 1 year	1 to < 5 years	> 5 years	Total
Accounts and other payables	₱61,671,669,721	₱–	₱–	₱61,671,669,721
Short-term debt	8,471,000,000	–	–	8,471,000,000
Long-term debt	23,528,471,449	94,143,623,061	64,092,666,709	181,764,761,219
Deposits and other current liabilities	11,987,150,785	–	–	11,987,150,785
Deposits and other noncurrent liabilities	25,875,052	17,774,770,200	–	17,800,645,252
	₱105,684,167,007	₱111,918,393,261	₱64,092,666,709	₱281,695,226,977
Interest payable*	₱5,228,933,189	₱24,411,776,882	₱10,747,304,425	₱40,396,573,229

**includes future interest payment*

Cash and cash equivalents and financial assets at FVPL are used for the Parent Company's liquidity requirements. Please refer to the terms and maturity profile of these financial statements under the maturity profile of the interest-bearing financial assets and liabilities disclosed in the interest rate risk section. There are no undrawn loan commitments from long-term credit facilities as of December 31, 2022 and 2021.

Credit risk
Credit risk is a risk that counterparty will not meet its obligation under its financial instrument or customer contract leading to a financial loss.

The Parent Company's credit risks are primarily attributable to installments receivable, rental receivables and other financial assets. To manage credit risks, the Parent Company maintains defined credit policies and monitors its exposure to credit risks on a continuous basis.

In respect to installments receivable from the sale of properties, credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Parent Company also undertakes supplemental credit review procedures for certain installment payment structures. The Parent Company's stringent customer requirements and policies in place contribute to lower customer default than its competitors. Customer payments are facilitated through various collection modes including the use of postdated checks and auto-debit arrangements. Exposure to bad debts is not significant as title to real estate properties are not transferred to the buyers until full payment has been made and the requirement for remedial procedures is minimal given the profile of buyers.

Credit risk arising from rental income from leasing properties is primarily managed through a tenant selection process. Prospective tenants are evaluated on the basis of payment track record and other credit information. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Parent Company security deposits and advance rentals which helps reduce the Parent Company's credit risk exposure in case of defaults by the tenants. For existing tenants, the Parent Company has put in place a monitoring and follow-up system. Receivables are aged and analyzed on a continuous basis to minimize credit risk. Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of paying capacity.

Other financial assets comprise cash and cash equivalents, excluding cash on hand, financial assets at FVPL and financial assets at FVOCI. The Parent Company adheres to fixed limits and guidelines in its dealings with counterparty banks and its investment in financial instruments. Bank limits are established on the basis of an internal rating system that principally covers the areas of liquidity, capital adequacy and financial stability. The rating system likewise makes use of available international credit ratings. Given the high credit standing of its accredited counterparty banks, management does not expect any of these financial institutions to fail in meeting their obligations. Nevertheless, the Parent Company closely monitors developments over counterparty banks and adjusts its exposure accordingly while adhering to pre-set limits.

The Group has an active intercompany lending program and intercompany receivable that are short term. To minimize credit exposure, the Group assesses the financial capacity of the affiliated entities and operating cash flows.

The Parent Company's maximum exposure to credit risk as of December 31, 2022 and 2021 is equal to the carrying values of its financial assets.

Given the Parent Company's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rate based on days past due of all customers as they have similar loss patterns. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity. The security deposits and advance rental are considered in the calculation of impairment as recoveries. As of December 31, 2022 and 2021, the exposure at default amounts to ₱3,578.9 million and ₱7,753.0 million, respectively. The average expected credit loss rates are 0.6% and 0.5% (over total receivable) that resulted in the ECL of ₱633.5 million and ₱553.5 million as of December 31, 2022 and December 31, 2021, respectively.

As of December 31, 2022 and 2021, the aging analysis of past due but not impaired trade receivables presented per class, is as follows:

2022

	Neither Past Due nor Impaired	Past Due but not Impaired						Impaired	Total
		30 days	30-60 days	60-90 days	90-120 days	120 days	Total		
Trade									
Residential, commercial and office development	**₱24,952,381,817**	**₱702,924,108**	**₱1,146,523,568**	**₱1,080,550,298**	**₱440,920,770**	**₱2,925,054,496**	**₱6,295,973,240**	**₱10,286,697**	**₱31,258,641,754**
Shopping centers	**1,847,810,185**	**11,444,936**	**8,130,430**	**6,880,383**	**17,864,079**	**18,974,271**	**63,294,098**	**233,522,330**	**2,144,626,614**
Corporate business	**1,388,295,586**	**12,624,462**	**16,895,831**	**2,953,564**	**22,513,153**	**153,523,642**	**208,510,652**	**199,695,672**	**1,796,501,910**
Others	**500,528,788**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**500,528,788**
Receivable from related parties	**53,824,773,264**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**53,824,773,264**
Advances to other companies	**7,505,178,084**	**–**	**–**	**–**	**–**	**–**	**–**	**190,007,763**	**7,695,185,847**
Dividends receivable	**2,136,222,555**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**2,136,222,555**
Receivable from employees	**129,589,610**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**129,589,610**
Interest receivable	**13,431,171**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**13,431,171**
	₱92,298,211,060	**₱726,993,506**	**₱1,171,549,829**	**₱1,090,384,245**	**₱481,298,002**	**₱3,097,552,409**	**₱6,567,777,990**	**₱633,512,462**	**₱99,499,501,513**

2021

	Neither Past Due nor Impaired	Past Due but not Impaired						Impaired	Total
		30 days	30-60 days	60-90 days	90-120 days	120 days	Total		
Trade									
Residential, commercial and office development	₱25,880,203,539	₱1,237,431,356	₱699,290,450	₱1,043,539,389	₱788,356,846	₱6,711,428,807	₱10,480,046,848	₱10,286,697	₱36,370,537,084
Corporate business	1,477,770,326	9,113,123	8,355,435	8,759,057	10,281,693	51,728,041	88,237,349	209,747,330	1,775,755,005
Shopping centers	1,265,519,756	2,668,699	45,824,581	560,798	48,403,071	142,768,143	240,225,292	199,695,672	1,705,440,720
Others	1,295,641,558	–	–	–	–	–	–	–	1,295,641,558
Receivable from related parties	56,531,223,474	–	–	–	–	–	–	–	56,531,223,474
Advances to other companies	14,075,634,073	–	–	–	–	–	–	133,724,592	14,209,358,665
Dividends receivable	357,753,753	–	–	–	–	–	–	–	357,753,753
Receivable from employees	82,184,945	–	–	–	–	–	–	–	82,184,945
Interest receivable	12,680,219	–	–	–	–	–	–	–	12,680,219
	100,978,611,643	₱1,249,213,178	₱753,470,466	₱1,052,859,244	₱847,041,610	₱6,905,924,991	₱10,808,509,489	₱553,454,291	₱112,340,575,423

The table below shows the credit quality of the Parent Company's financial assets as of December 31, 2022 and 2021:

December 31, 2022

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
Cash and cash equivalents (excluding cash on hand)	₱558,050,216	₱–	₱–	₱–	₱558,050,216	₱–	₱–	₱558,050,216
Financial asset at FVPL	6,881,752	–	–	–	6,881,752	–	–	6,881,752
Accounts and notes receivables								
Trade								
Residential, commercial and office Development	24,952,381,817	–	–	–	24,952,381,817	6,295,973,240	10,286,697	31,258,641,754
Shopping centers	1,847,810,185	–	–	–	1,847,810,185	63,294,098	233,522,330	2,144,626,613
Corporate business	1,388,295,586	–	–	–	1,388,295,586	208,510,653	199,695,672	1,796,501,911
Others	500,528,789	–	–	–	500,528,789	–	–	500,528,789
Receivable from related parties	53,824,773,264	–	–	–	53,824,773,264	–	–	53,824,773,264
Advances to other companies	7,505,178,084	–	–	–	7,505,178,084	–	190,007,763	7,695,185,847
Dividends receivable	2,136,222,555	–	–	–	2,136,222,555	–	–	2,136,222,555
Receivable from employees	129,589,620	–	–	–	129,589,620	–	–	129,589,620
Interest receivable	13,431,171	–	–	–	13,431,171	–	–	13,431,171
Financial Assets at Fair Value through OCI								
Unquoted	–	–	–	469,561,300	469,561,300	–	–	469,561,300
Quoted	194,200,000	–	–	–	194,200,000	–	–	194,200,000
	₱93,057,343,039	₱–	₱–	₱469,561,300	₱93,526,904,339	₱6,567,777,991	₱633,512,462	₱100,728,194,792

December 31, 2021

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
Cash and cash equivalents (excluding cash on hand)	₱435,599,682	₱–	₱–	₱–	₱435,599,682	₱–	₱–	₱435,599,682
Financial asset at FVPL	16,860,471	–	–	–	16,860,471	–	–	16,860,471
Accounts and notes receivables								
Trade								
Residential, commercial and office Development	25,880,203,539	–	–	–	25,880,203,539	10,480,046,848	10,286,697	36,370,537,084
Shopping centers	1,477,770,326	–	–	–	1,477,770,326	88,237,349	209,747,330	1,775,755,005
Corporate business	1,265,519,756	–	–	–	1,265,519,756	240,225,292	199,695,672	1,705,440,720
Others	1,295,641,558	–	–	–	1,295,641,558	–	–	1,295,641,558
Receivable from related parties	56,531,223,474	–	–	–	56,531,223,474	–	–	56,531,223,474
Advances to other companies	14,075,634,073	–	–	–	14,075,634,073	–	133,724,592	14,209,358,665
Dividends receivable	357,753,753	–	–	–	357,753,753	–	–	357,753,753
Receivable from employees	82,184,945	–	–	–	82,184,945	–	–	82,184,945
Interest receivable	12,680,219	–	–	–	12,680,219	–	–	12,680,219
Financial Assets at Fair Value through OCI								
Unquoted	–	–	–	470,057,497	470,057,497	–	–	470,057,497
Quoted	151,400,000	–	–	–	151,400,000	–	–	151,400,000
	₱101,582,471,796	₱–	₱–	₱470,057,497	₱102,052,529,293	₱10,808,509,489	₱553,454,291	₱113,414,493,073

The credit quality of the financial assets was determined as follows:

Cash and cash equivalents, financial assets at FVPL, and financial assets at FVOCI quoted securities - based on the nature of the counterparty and the Parent Company's internal rating system.

Receivables - high grade pertains to receivables with no default in payment; medium grade pertains to receivables with up to three (3) defaults in payment in the past; and low grade pertains to receivables with more than three (3) defaults in payment.

The unquoted financial assets at FVOCI are unrated.

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 Company's interest rate risk management policy centers on reducing the overall interest expense and exposure to changes in interest rates. Changes in market interest rates relate primarily to the Group's interest-bearing debt obligations with floating interest rate as it can cause a change in the amount of interest payments.

The Company manages its interest rate risk by leveraging on its premier credit rating and increasing the fixed interest component of its debt portfolio. The Parent Company's ratio of fixed to floating rate debt stood at 99:1 and 95.5 as of December 31, 2022 and 2021, respectively.

The following tables demonstrate the sensitivity of the Parent Company's income before income tax and equity to a reasonably possible change in interest rates on December 31, 2022 and 2021, with all variables held constant, (through the impact of floating rate borrowings):

2022

	Effect on income before income tax Change in basis points	
	+100 basis points	**-100 basis points**
Floating rate borrowings	**(₱9,770,000.00)**	**₱9,770,000.00**

2021

	Effect on income before income tax Change in basis points	
	+100 basis points	-100 basis points
Floating rate borrowings	(₱66,405,000)	(₱87,770,000)

The assumed change in rate is based on the currently observable market environment. There is no other impact on the Parent Company's equity other than those already affecting the net income.

The terms and maturity profile of the interest-bearing financial assets and liabilities, together with its corresponding nominal amounts and carrying values are shown in the following tables:

2022

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Cash and cash equivalents (excluding cash on hand)	Fixed at the date of investment	Various	**₱558,050,216**	**₱558,050,216**	**₱–**	**₱–**	**₱558,050,216**
Accounts and notes receivable	Fixed at the date of sale	Date of sale	**129,589,610**	**21,918,698**	**107,670,912**		**129,589,610**
			₱687,639,826	**₱579,968,914**	**₱107,670,912**	**₱–**	**₱687,639,826**
Short-term debt							
Floating-Peso	Variable	Monthly	**₱688,000,000**	**₱688,000,000**	**₱–**	**₱–**	**₱688,000,000**
Long-term debt							
Fixed							
Peso	Fixed at 6.0%	10.5 years	**2,000,000,000**	**–**	**–**	**1,666,347,438**	**1,666,347,438**
Peso	Fixed at 3.8915% to 4.85%	7, 9.5 and 10 years	**22,000,000,000**	**6,865,032,624**	**13,846,460,651**	**–**	**20,711,493,275**
Peso	Fixed at 5.2624%	10 years	**7,000,000,000**	**–**	**6,343,552,688**	**–**	**6,343,552,688**
Peso	Fixed at 5.9203%	10 years	**10,000,000,000**	**–**	**9,162,217,528**	**–**	**9,162,217,528**
Peso	Fixed at 1.2253% to 4.3889%	5 years	**3,066,525,000**	**–**	**2,973,856,226**	**–**	**2,973,856,226**
Peso	Fixed at 4.758% to 6.369%	5, 7 and 7.25 years	**12,000,000,000**	**–**	**11,481,912,694**	**–**	**11,481,912,694**
Peso	Fixed at 3.862%	5 years	**6,250,000,000**	**–**	**5,680,329,383**	**–**	**5,680,329,383**
Peso	Fixed at 3.6262% to 4.0776%	4 and 10 years	**13,000,000,000**	–	**9,182,310,353**	**2,230,628,338**	**11,412,938,691**
Peso	Fixed at 4.3969% to 6.8045%	2, 5, 6 and 7 years	**45,000,000,000**	–	**24,060,520,237**	**13,188,640,205**	**37,249,160,442**
Floating							
Peso	Variable	3 months	**289,000,000**	**25,187,353**	**227,843,643**	–	**253,030,996**
			₱121,293,525,000	**₱7,578,219,977**	**₱82,959,003,403**	**₱17,085,615,981**	**₱107,622,839,361**

2021

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Cash and cash equivalents (excluding cash on hand)	Fixed at the date of investment	Various	₱435,599,682	₱435,599,682	₱–	₱–	₱435,599,682
Accounts and notes receivable	Fixed at the date of sale	Date of sale	82,184,945	6,646,354	75,538,591		82,184,945
			₱517,784,627	₱442,246,036	₱75,538,591	₱–	₱517,784,627
Short-term debt							
Floating-Peso	Variable	Monthly	₱8,471,000,000	₱8,471,000,000	₱–	₱–	₱8,471,000,000
Long-term debt							
Fixed							
Peso	Fixed at 6.0%	10 years	5,650,000,000	5,650,000,000	–	–	5,650,000,000
Peso	Fixed at 5.0% to 6.00%	10.5 and 20 years	2,000,000,000	–	–	1,986,794,282	1,986,794,282
Peso	Fixed at 4.5%	7 years	7,000,000,000	6,987,688,059	–	–	6,987,688,059
Peso	Fixed at 3.892% to 4.85%	7, 9.5 and 10 years	22,000,000,000	–	21,912,112,999	–	21,912,112,999
Peso	Fixed at 5.2624%	10 years	7,000,000,000	–	6,979,065,066	–	6,979,065,066
Peso	Fixed at 4.00% to 4.95%	Up to 10.5 years	81,158,570,313	903,471,439	30,616,372,372	49,211,500,000	80,731,343,811
Peso	Fixed at 5.920%	10 years	10,000,000,000	–	–	9,916,583,476	9,916,583,476
Peso	Fixed at 3.1764% to 3.187%	5 years	6,374,875,000	–	6,374,875,000	–	6,374,875,000
Peso	Fixed at 4.25% to 6.37%	2, years, 5 years, 7 years and 7.25 years	12,000,000,000	–	11,876,361,661	–	11,876,361,661
Peso	Fixed at 3.00% to 3.86%	2, and 5 years	16,250,000,000	9,970,491,226	6,192,683,520	–	16,163,174,746
Peso	Fixed at 3.63% to 4.08%	4 and 10 years	13,000,000,000	–	9,903,889,347	2,977,788,951	12,881,678,298
Floating							
Peso	Variable	3 months	306,000,000	16,820,725	288,263,096	–	305,083,821
			₱191,210,445,313	₱31,999,471,449	₱94,143,623,061	₱64,092,666,709	₱190,235,761,219

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

Financial assets and credit facilities of the Parent Company, as well as major contracts entered into for the purchase of raw materials, are mainly denominated in Philippine Peso. As such, the Parent Company's foreign currency risk is minimal.

The following table shows the Parent Company's foreign currency-denominated monetary assets and liabilities and their peso equivalents as of December 31, 2022 and 2021:

	2022		2021	
	US Dollar	**Php Equivalent**	US Dollar	Php Equivalent
Financial Assets				
Cash and cash equivalents	**$480,379**	**₱26,783,531**	$552,415	₱28,172,613
Financial Liabilities				
Long-term debt	**55,000,000**	**3,066,525,000**	125,000,000	6,374,875,000
	$55,000,000	**₱3,066,252,000**	$125,000,000	₱6,374,875,000
Net foreign currency-denominated assets/(liabilities)	**($54,519,621)**	**(₱3,039,468,469)**	($124,447,585)	(₱6,346,702,387)

In translating the foreign currency-denominated monetary assets in peso amounts, the exchange rate used were ₱ 55.755 to US$1.00 and ₱50.999 to US$1.00, the Philippine Peso - USD exchange rates as of December 31, 2022 and 2021, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the Philippine Peso - U.S. Dollar exchange rate, with all variables held constant, of the Parent Company's profit before tax (due to changes in the fair value of monetary assets and liabilities).

Increase (decrease)	Effect on profit before tax	
in exchange rate	**2022**	2021
₱1.00	**(₱54,519,621)**	(₱124,447,585)
(1.00)	**54,519,621**	124,447,585

There is no impact on the Parent Company's equity other than those already affecting net income.

Equity price risk
Quoted financial assets are acquired at a certain price in the market. Such investment 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. Depending on several factors such as interest rate movements, country's economic performance, political stability, domestic inflation rates, these prices change, reflecting how market participants view the developments.

The Parent Company's market risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments; diversification plan; limits on investment in each country, sector and market.

The analysis below demonstrates the sensitivity to a reasonably possible change of market index with all other variables held constant, of the Parent Company's equity.

	Effect on equity Increase (decrease)	
Change in PSEi index	**2022**	2021
+5%	**₱308,313**	₱324,465
-5%	**(308,313)**	(324,465)

Quoted financial assets at FVPL pertain to investment in UITF (Fund). The Fund, which is structured as a money market UITF, aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments.

As of December 31, 2022 and 2021, the Parent Company's investment in the fund where all other variables held constant, the fair value, net income and equity will increase (decrease) by: (i) BPI UITF Money Market ₱5,320 with a duration of 0.34 year and ₱48,234 with a duration of 0.66 year , respectively; (ii) BPI UITF Short Term ₱18,078 with a duration of 0.33 year and ₱69,727 with a duration of 0.73 year , respectively; for a 100 basis points decrease (increase), in interest rates.

27. Segment Information

The industry segments where the Parent Company operates follow:

Core business:
- Residential developments - sale of high-end and upper middle-income residential lots and units, and leisure community developments; lease of residential developments under joint venture; acquisition, development and sale of large-scale, mixed-use, master-planned communities; sale of override units or the Parent Company's share in properties made available to subsidiaries for development.
- Shopping centers - development of shopping centers and lease to third parties of retail space and land therein; operation of movie theaters, food courts, entertainment facilities and carparks in these shopping centers; management and operation of malls which are co-owned with partners
- Corporate business - development and lease of office buildings
- Corporate - company-wide activities not catering to specific business units

Support Business:
- Property management - facilities management of the Parent Company

Assets, liabilities, revenues and expenses of the Strategic Landbank Management and Visayas-Mindanao segment were reallocated to other business segments namely, shopping centers, corporate businesses and residential developments according to the nature of the products and services provided.

Management committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

For the years ended December 31, 2022 and 2021, there were no revenue transactions with a single external customer which accounted for 10% or more of the consolidated revenue from external customers.

Business segments
The following tables regarding business segments present assets and liabilities as of December 31 and revenue and profit information for the years ended December 31 (in millions):

2022

	Property Development	Shopping Centers	Offices	Property Management and Others	Corporate	Total
Revenue						
Revenues from contracts with customers	₱20,969	₱545	₱165	₱3,361	–	₱25,040
Interest income from real estate sales	2,951	–	–	–	–	2,951
Rental income	155	2,279	2,730	9	490	5,663
Total revenue	24,075	2,824	2,895	3,370	490	33,654
Real estate costs and expenses	15,109	1,550	1,048	12	2,375	20,094
Operating profit	8,966	1,274	1,847	3,358	(1,885)	13,560
General and administrative expenses	(603)	(434)	(202)	(38)	(358)	(1,635)
Interest expense and other financing charges	(1,644)	25	61	–	(9,161)	(10,719)
Interest income	42	–	66	–	647	755
Other income	(363)	130	(633)	–	11,113	10,247
Dividend income	–	–	–	–	7,800	7,800
Other charges and expenses	(57)	(24)	(41)	–	(369)	(491)
Provision for income tax	(389)	2	(425)	–	283	(529)
Net income	₱5,952	₱973	₱673	₱3,320	₱8,070	₱18,988
Other Information						
Segment assets	₱189,047	₱100,987	₱70,745	₱29,979	₱81,377	₱472,135
Deferred tax assets	–	–	–	–	1,630	1,630
Total assets	₱189,047	₱100,987	₱70,744	₱29,979	₱83,007	₱473,765
Segment liabilities	(₱63,876)	(₱77,048)	(₱73,144)	(₱62,062)	(₱16,874)	(₱293,004)
Segment additions to:						
Property and equipment	₱75	₱491	₱75	₱–	₱52	₱693
Investment properties	2,439	3,027	1,885	–	846	8,197
Depreciation and amortization	₱125	₱974	₱645	₱3	₱93	₱1,840
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱56	₱24	₱-	₱–	₱-	₱80

2021

	Property Development	Shopping Centers	Offices	Property Management and Others	Corporate	Total
Revenue						
Revenues from contracts with customers	₱20,535	₱659	₱224	₱1,665	1	₱23,084
Interest income from real estate sales	2,593	–	–	–	–	2,593
Rental income	16	561	2,387	7	27	2,998
Total revenue	23,144	1,220	2,611	1,672	28	28,675
Real estate costs and expenses	14,400	813	726	11	329	16,279
Operating profit	8,744	407	1,885	1,661	(301)	12,396
General and administrative expenses	(443)	(355)	(145)	(24)	(472)	(1439)
Interest expense and other financing charges	(775)	(5)	(31)	–	(9,078)	(9,889)
Interest income	3	–	207	–	651	861
Other income	492	(2,506)	6,510	–	695	5,191
Dividend income	–	–	–	–	3,260	3,260
Other charges and expenses	(64)	(9)	(49)	–	(239)	(361)
Provision for income tax	–	–	–	–	(1,085)	(1,085)
Net income	₱7,957	₱(2,468)	₱8,377	₱1,637	(₱6,569)	₱8,934
Other Information						
Segment assets	₱178,883	₱107,039	₱62,074	₱43,869	₱57,385	₱449,250
Deferred tax assets	–	–	–	–	2,765	2,765
Total assets	₱178,883	₱107,039	₱62,074	₱43,869	₱60,150	₱452,015
Segment liabilities	(₱69,541)	(₱96,558)	(₱36,932)	(₱81,190)	(₱17,489)	(301,710)
Segment additions to:						
Property and equipment	₱66	₱1,788	₱62	₱–	₱127	₱2,043
Investment properties	1,142	5,438	2,634	–	269	9,483
Depreciation and amortization	₱58	₱638	₱441	₱3	₱34	₱1,174
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱113	₱8	₱57	₱–	₱13	₱191

28. Performance Obligations

Information about the Parent Company's performance obligations are summarized below:

Real estate sales
The Parent Company entered into contracts to sell with one identified performance obligation which is the sale of the real estate unit together with the services to transfer the title to the buyer upon full payment of contract price. The amount of consideration indicated in the contract to sell is fixed and has no variable consideration.

The sale of real estate unit may cover the contract for either the (i) serviced lot; (ii) service lot and house, and (ii) condominium unit and the Parent Company concluded that there is one performance obligation in each of these contracts. The Parent Company recognizes revenue from the sale of these real estate projects under pre-completed contract over time during the course of the construction.

Payment commences upon signing of the contract to sell and the consideration is payable in cash or under various financing schemes entered with the customer. The financing scheme would include payment of 10% of the contract price spread over a certain period (e.g., one to two years) at a fixed monthly payment with the remaining balance payable (a) in full at the end of the period either through cash or external financing; or (b) through in-house financing which ranges from two (2) to ten (10) years with fixed monthly payment. The amount due for collection under the amortization schedule for each of the customer does not necessarily coincide with the progress of construction, which results to either an unbilled receivable or customers' deposit.

After the delivery of the completed real estate unit, the Parent Company provides one year warranty to repair minor defects on the delivered serviced lot and house and condominium unit. This is assessed by the Parent Company as a quality assurance warranty and not treated as a separate performance obligation.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) as at December 31, 2022 and 2021 are as follows:

	2022	2021
Within one year	**₱16,044,700,773**	₱19,760,246,942
More than one year	**10,688,539,271**	23,215,582,129
	₱26,733,240,044	₱42,975,829,071

The remaining performance obligations expected to be recognized within one year and in more than one year relate to the continuous development of the Parent Company's real estate projects. The Parent Company's condominium units are completed within three to five years, respectively, from start of construction while serviced lots and serviced lots and house are expected to be completed within two to three years from start of development.

29. Leases

<u>Operating Leases - Parent Company as Lessor</u>
The Parent Company entered into lease agreements with third parties covering its investment property portfolio. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals receivable under noncancellable operating leases of the Parent Company are as follows:

	2022	2021
Within one year	**₱1,589,256,273**	₱1,996,043,533
After one year but not more than five years	**8,512,893,142**	6,146,792,776
More than five years	**852,882,777**	4,463,937,253
	₱10,955,032,192	₱12,606,773,562

On January 1, 2015, the Parent Company and ACCI entered into a lease contract for the lease of parcels of land and buildings within the Greenbelt and Glorietta development located at the Ayala Center, Makati City. The lease shall be for a period of two years from January 1, 2015 until December 31, 2016, renewable for another two years upon the written agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month. The lease was renewed from January 1, 2017 to December 31, 2021 under the same terms and conditions stated in the original contract of lease.

On January 1, 2017, the Parent Company and NECC entered into a lease contract for the lease of a parcel of land with an area of 19,988 sq.m., three office towers and a common retail podium mixed-use commercial building located at the Vertis North estate. The lease of land shall be for a period of 40 years which commenced on January 1, 2017. The commencement of the lease period for the buildings are by phase, Phase 1 started on January 18, 2017, Phase 2 on April 1, 2017, Phase 3 on October 1, 2017 and Phase 4 started on October 1, 2018. The lease on the buildings is co-terminous with the land lease. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month.

In 2017, the Parent Company and ATI entered into a lease contract for the lease of a 24-storey building with a total construction floor area of 146,830 sq. m. located at 30 Meralco Ave., Pasig City. The lease shall be for a period of 40 years which commenced on February 1, 2016 for Phase 1 and August 1, 2017 for Phase 2. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month.

On December 27, 2017, the Parent Company signed a lease agreement with MCLC for the lease on the parcels of land it owns where the buildings bought by MCLC were constructed. Please refer to Notes 11 and 22.

On December 28, 2017, the Parent Company signed a lease agreement with ASCVC for the lease on the parcels of land it owns where the Arca South BPO and Mall were constructed. Please refer to Notes 11 and 22.

The Parent Company granted rent concessions to its tenants which were affected by the community quarantine imposed by the government amounting to ₱341.0 million and ₱139.6 million in 2022 and 2021, respectively. These rent concessions did not qualify as a lease modification, thus, were accounted for as variable lease payments and reported as reduction of lease income (see Note 3).

Operating Leases - Parent Company as Lessee
Future minimum rentals payable under noncancellable operating leases of the Parent Company follows:

	2022	2021
Within one year	**₱50,712,937**	₱42,559,132
After one year but not more than five years	**166,476,213**	191,583,830
More than five years	**229,776,116**	194,314,230
	₱446,965,266	₱428,457,192

Set out below are the carrying amounts of right-of-use assets recognized and the movements in 2022:

Cost	**2022**	2021
At January 1 and December 31	**₱474,255,722**	₱488,925,517
Additions	**130,322,442**	–
Accumulated Depreciation and Amortization		
At January 1	**206,617,707**	183,970,525
Depreciation (Note 20)	**42,767,725**	37,316,976
At December 31	**249,385,432**	221,287,501
Net Book Value	**355,192,732**	₱267,638,016

The rollforward analysis of lease liabilities follows:

	2022	2021
At January 1	**₱253,604,291**	₱271,161,889
Additions	**130,322,442**	–
Interest expense (Note 20)	**28,657,287**	23,062,301
Payments	**(50,618,723)**	(40,619,900)
As at December 31	**₱361,965,298**	₱253,604,290
Current lease liabilities	**28,253,675**	22,940,180
Noncurrent lease liabilities	**₱333,711,622**	₱230,664,110

The following are the amounts recognized in the parent company statement of income:

	2022	2021
Depreciation expense of right-of-use assets	**42,767,725**	₱37,316,976
Interest expense on lease liabilities	**28,657,287**	23,062,301
Rent expense - variable lease payments	**185,228,619**	182,823,272
Total amounts recognized in the parent company statement of income	**₱256,653,631**	₱243,202,549

The Parent Company has lease contracts for land that contains variable payments based on a certain percentage of gross rental income of the commercial centers. These terms are negotiated by management for certain commercial spaces without steady customer demand. Management's objective is to align the lease expense with the revenue earned. The following provides information on the Parent Company's variable lease payments, including the magnitude in relation to fixed payments:

	2022		
	Fixed Payments	**Variable Payments**	**Total**
Fixed	**₱50,618,722**	**₱–**	**₱50,618,722**
Variable rent only	**–**	**185,228,619**	**185,228,619**
At December 31	**₱50,618,722**	**₱185,228,619**	**₱235,847,341**

	2021		
	Fixed Payments	Variable Payments	Total
Fixed	₱40,619,900	₱–	₱40,619,900
Variable rent only	–	182,823,272	182,823,272
At December 31	₱40,619,900	₱182,823,272	₱223,443,172

The significant leases entered into by the Parent Company are as follows:

On September 2018, the Parent Company signed a Lease Agreement with Manila Seedling Bank Foundation, Inc. (MSBFI) for the lease of a 4.5-hectare portion of land located at the corner of EDSA and Quezon Avenue, Diliman, Quezon City. The term of the lease shall be coterminous with the Lessor's usufruct over the Leased Premises, or until September 20, 2027.

On September 2017, the Parent Company signed a Lease Agreement with AyalaLand Estates, Inc. (ALEI) for the lease of a 4.3-hectare portion of land located in Vermosa, Pasong Buaya I, Imus City, Province of Cavite. The term of the lease shall ten (10) years commencing from September 2017 to August 2027.

On January 2017, the Parent Company signed a Lease Agreement with Philippine Racing Club, Inc. for the lease of land located in Circuit Makati, Brgy. Carmona, Makati City with an aggregate area of 12,793 sqm. The term of the lease shall be twenty-three years and three months commencing from Delivery Date. The Lessee shall have the option to renew the lease under the same terms and conditions for another period of five years, provided that renewal period shall be mutually agreed by the Parties. For the period commencing from delivery date until sixty-three (63) months thereafter, the Lessee shall pay the Lessor the rent amounting to ₱100.00 million. Commencing on the sixty fourth month from execution of the contract until the end of the lease term, the Lessee shall pay the Lessor the rent equal to fifty percent (50%) of the Gross Income of the Lessee.

Finance Leases - Parent Company as Lessor
On January 31, 2020, the Company entered into a contract of lease with AREIT, Inc. for the lease of land and building for a period of 34 years. The agreement pertains to the lease of the following:
a. Parcel of land with a total land area of approximately 4,513 square meters
b. A five storey building with gross floor area of 14, 598.4 square meters and gross leasable area of 10, 687 square meters
c. Two basement parkings levels with 120 parking slots
d. Various capital equipment installed in the building

The lease agreement states that the Company shall deliver to AREIT, Inc. the physical possession of the leased properties on February 1, 2020. The rent is payable at a fixed monthly rate of ₱2.73 million, subject to 5% annual escalation rate.

The Company derecognized investment property under finance lease amounting to ₱417.0 million (See Note 11) which resulted to a gain under finance lease amounting to ₱436.1 million.

The rollforward of finance receivables (under intercompany receivables) follows:

	2022	2021
At January 1	**₱894,810,787**	₱871,843,943
Interest income	**58,900,064**	57,403,627
Payments received	**(36,158,622)**	(34,436,783)
As at December 31	**₱917,552,229**	₱894,810,787
Current lease receivable (Note 6 and 22)	**37,815,892**	36,015,135
Noncurrent lease receivable (Note 6 and 22)	**₱879,736,337**	₱858,795,652

The maturity analysis of the receivables, including undiscounted lease payments to be received are as follows:

	2022	2021
Within one year	**₱37,815,892**	₱36,015,135
After one year but not more than five years	**219,404,509**	162,991,222
More than five years	**2,575,914,197**	2,684,501,186
Total undiscounted lease payments	**2,833,134,598**	2,883,507,543
Less: Unearned finance income	**2,079,951,628**	2,090,359,411
Net investment in the lease	**₱753,182,970**	₱793,148,132

30. **Long-term Commitments and Contingencies**

Commitments

a. On January 12, 2016, the Parent Company has entered into a partnership with Manila Water Philippine Ventures, Inc., a wholly owned subsidiary of Manila Water Company, Inc, for the waterworks of Parent Company's projects nationwide. The Memorandum of Agreement (MOA) was signed by Parent Company and its subsidiaries and affiliates, Cebu Holdings, Inc. and Cebu Property Ventures and Development Corp. Total expenses amounted to ₱0.2 million. As a result of the merger, the Parent Company assumes the rights and obligations of CHI and CPVDC.

b. ALI and LT Group, Inc. (LTG) entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be an estate development that spans portions of Pasig City and Quezon City. A new company named, ALI-ETON Property Development Corporation, was incorporated on March 13, 2016.

   On January 15, 2018, the estate, named Parklinks was launched and is the greenest urban estate of ALI in partnership with Eton Properties Inc. The first residential project of Ayala Land Premier, Parklinks North Tower was launched on the same year, while the Parklinks lifestyle mall broke ground as well, expected to provide a new destination for residents and office workers within the area when it opens in 2023. With the brisk residential sales of ALP's first project, the Parklinks South tower was launched in 2019, together with Alveo's first residential development "The Lattice".

   Also set to rise within the estate will be an iconic bridge that will conveniently connect the QC and Pasig parcels, offering a new route that can help ease vehicular traffic in the north eastern and eastern portions of Metro Manila. The bridge is expected to be completed by Q2 of 2021.

c. On August 11, 2015, the Parent Company won the bid for the Integrated Transport System Project-South Terminal ("ITS South Project"). The Parent Company was awarded by the Department of Transportation and Communications ("DOTC") with a 35-year concession agreement to build and operate the ITS South Project and will likewise have the right to develop and operate commercial leasing facilities on the same 5.57 hectare former Food Terminal Inc. property on which the future transport terminal will be built. The site of the ITS South Project is right next to ARCA South, where the Parent Company is developing an integrated mixed-use estate.

d. On June 30, 2015, the Parent Company, through SM-ALI Group Consortium (the Consortium), participated and won in the bidding for Lot No. 8-B-1, containing an area of 263,384 sqm, which is portion of Cebu City-owned lot located at the South Road Properties, Cebu City covered by Transfer Certificate of Title No. 107-2011000963. The Consortium is a consortium among SMPHI, the Parent Company and CHI (together with the Parent Company collectively referred to as the "ALI Group"). Consistent with the agreed payment schedule in the Deed of Absolute Sale, as of August 1, 2018, the Parent Company has fully paid Php 4.56 billion, excluding taxes. The SM-ALI Group has finished with the joint masterplan and has secured the development permit last November 2019 from the Cebu City Council.

   On January 29, 2020, SM-ALI Group broke ground the 263,384sqm development and the construction of road networks and underground utilities commence on February 18, 2020.

   As of July 2022, actual completion of South Road Properties project is at 100%.

   The development is positioned to be the Entertainment Capital of the Region which are the epicenter of fun, strategically located and accessible and celebrated Cebu experience.

   It is envisioned to create a commercially viable mixed-use development and to create a living, vibrant community with world-class facilities, a well-designed urban setting, and lush, extensive landscaping.

e. On February 26, 2021, the Group entered into agreements to restructure the long-outstanding receivables from Mercado General Hospital, Inc., Panay Medical Ventures, Inc., Mercado General Hospital Sta. Rosa, Inc. and Mercado General Hospital San Jose Del Monte, Inc. amounting to ₱209.0 million, ₱79.0 million, ₱5.0 million and ₱129.1 million, respectively to a 5-year loan with interest rate of 4% per annum

Contingencies
The Parent Company has various contingent liabilities arising in the ordinary conduct of business including a case related to property restriction violation. The estimate of the probable cost for the resolution of this claim has been developed in consultation with outside counsel handling the defense in this matter and is based upon an analysis of potential results. In the opinion of management and its legal counsel the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Parent Company's financial position and results of operations. Accordingly, no provision for any liability has been made in the parent company financial statements.

Disclosures required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, were not provided as it may prejudice the Parent Company's position in ongoing claims and it can jeopardize the outcome of the claims and contingencies.

31. Notes to Statements of Cash Flows

Disclosed below is the roll forward of liabilities under financing activities:

2022

	January 1, 2022	Cash flows	Non-cash changes	Merged balances	Foreign exchange movement	December 31, 2022
Short-term debt	**₱8,471,000,000**	**(₱7,783,000,000)**	**₱–**	**₱–**	**₱–**	**₱688,000,000**
Current long-term debt	**23,528,471,449**	**(23,528,471,449)**	**14,570,101,002**	**–**	**–**	**14,570,101,002**
Non-current long-term debt	**158,236,289,770**	**45,000,000,000**	**(26,185,993,791)**	**–**	**261,580,000**	**177,311,875,979**
Lease liability	**253,604,290**	**158,979,729**	**–**	**–**	**–**	**412,584,019**
Dividends payable	**12,214,765**	**(4,072,491,687)**	**4,062,008,309**	**–**	**–**	**1,731,387**
Deposits and other noncurrent liabilities	**26,879,578,442**	**(6,314,872,302)**	**–**	**–**	**–**	**20,564,706,140**
Total liabilities from financing activities	**₱217,381,158,716**	**₱3,460,144,291**	**(₱7,553,884,480)**	**₱–**	**₱261,580,000**	**₱213,548,998,527**

2021

	January 1, 2021	Cash flows	Non-cash changes	Merged balances	Foreign exchange movement	December 31, 2021
Short-term debt	₱6,640,500,000	(₱3,189,500,000)	₱–	₱5,020,000,000	₱–	₱8,471,000,000
Current long-term debt	11,144,189,998	(11,144,189,998)	23,472,179,414	56,292,035	–	23,528,471,449
Non-current long-term debt	162,630,166,428	17,390,980,176	(23,022,750,060)	865,893,226	372,000,000	158,236,289,770
Lease liability	271,161,889	(40,619,900)	23,062,301	–	–	253,604,290
Dividends payable	–	(4,051,013,587)	4,063,228,352	–	–	12,214,765
Deposits and other noncurrent liabilities	12,204,715,912	5,558,347,311	7,606,043,850	1,510,471,368	–	26,879,578,441
Total liabilities from financing activities	₱192,890,734,227	₱4,524,004,002	₱12,141,763,857	₱7,452,656,629	₱372,000,000	₱217,381,158,715

The noncash activities of the Parent Company pertain to the following:

2022

- Transfer from investment properties to inventory amounted to ₱11,764.9 million
- Unpaid acquisition of land amounted to ₱9,078.78 million
- Property-for-share swap transaction amounted to ₱17,386.16 million

2021

- Transfer from investment properties to inventory amounted to ₱345.74 million
- Unpaid acquisition of land amounted to ₱8,824.76 million
- Merger of the Parent Company with the Absorbed Corporations (see Note 18)
- Property-for-share swap transaction amounted to ₱3,836.65 million

32. **Events After the Reporting Date**

On January 12, 2023, further to our disclosure on January 20, 2022, please be advised that Ayala Land, Inc. (“ALI”), Ayala Corporations (“AC”), Mermac, Inc. received the Securities and Exchange Commission’s approval the property-for-share swap involving the transfer of assets having an aggregate value of ₱17,386,164,000.00 in exchange for 311,580,000 common shares to be issued by ALI. With the receipt of approval, the closing condition for the transaction has been met and the parties have closed the transaction.

As a result of the transaction, the number of issued and outstanding common shares are now 15,706,946,537 and 15,063,408,731, respectively.

On February 21, 2023, the BOD approved the following:

a. The appointment of Mr. Fernando Zobel de Ayala as advisor to the Board. Mr. Zobel de Ayala was our Chairman of the Board for 23 years.

b. The decrease in our authorized capital stock (ACS) by ₱62,397,053.60, from ₱21,500,000,000.00 to ₱21,437,602,946.40, through the retirement of our redeemed voting preferred shares as of January 31, 2023, and any additional redeemed voting preferred shares until April 25, 2023, as well as the corresponding amendment of the Seventh Article of our Articles of Incorporation. The decrease in our ACS and the amendment of the Seventh Article will be presented to our stockholders for approval at their annual meeting on April 26, 2023.

c. The 2023 stock option program under our Employee Stock Ownership Plan (the “Plan”) which authorizes the grant to qualified executives, in accordance with the terms of the Plan, of stock options covering up to a total of 20,200,407 common shares at a subscription price of ₱24.68 per share, which is the average price of our common shares at the Philippine Stock Exchange over the last 5-day trading period as of February 13, 2023, less a prescribed discount.

d. The declaration of cash dividends of ₱0.1495 per outstanding common share payable on March 23, 2023 to stockholders of common shares as of record date March 7, 2023.

Pusuant to Ayala Land, Inc.'s share buyback program, please be informed that the Company purchased 16,954,000 common shares with details as follows:

Transaction Date	Number of Shares	Average Price per Share	Outstanding Shares after transaction	Treasury Shares after transaction
January 6, 2023	1,079,000	30.10	14,752,003,731	643,362,806
January 11, 2023	175,000	29.98	14,751,828,731	643,537,806
January 31, 2023	4,200,000	29.56	15,059,208,731	647,737,806
February 1, 2023	1,000,000	29.85	15,058,208,731	648,737,806
February 3, 2023	3,500,000	29.44	15,054,708,731	652,237,806
February 6, 2023	3,000,000	29.40	15,051,708,731	655,237,806
February 7, 2023	1,000,000	29.05	15,050,708,731	656,237,806
February 8, 2023	2,700,000	29.28	15,048,008,731	658,937,806
February 13, 2023	300,000	28.85	15,047,708,731	659,237,806

33. Other Matters

The declaration of COVID-19 by the World Health Organization (WHO) as a pandemic and declaration of nationwide state of calamity and implementation of community quarantine measures throughout the country starting March 16, 2020 have caused disruptions in the Parent Company's business activities. While there are recent signs of increased market activity with the easing of quarantine measures in key areas in the Philippines, management believes that the impact of COVID-19 situation remains fluid and evolving and the pace of recovery remains uncertain.

34. Supplementary Information Required Under Revenue Regulations 15-2010

In compliance with the requirements set forth by Revenue Regulations 15-2010 hereunder are the information on taxes, duties and license fees paid or accrued during the taxable year.

Value-Added Tax (VAT)
The Parent Company is a VAT-registered company with VAT output tax declaration as follows:

	Net Sales/ Receipts	Output VAT
Taxable sales on:		
Sale of goods	**₱21,953,319,017**	**₱ 2,634,398,282**
Leasing income	**3,010,518,896**	**361,262,267**
Sales to Government	**–**	**–**
Others	**8,409,038,922**	**1,009,084,671**
Zero-Rated Sales	**2,005,589,968**	**–**
	₱ 35,378,466,803	**₱ 4,004,745,220**

The sale of goods is recorded under Land and residential sales account while leasing income is recorded under Rental income. The amount of VAT Input taxes claimed are broken down as follows:

Balance at beginning of year (net Input VAT position)	**₱589,090,428**
Input tax carried over from 2021	**889,006,596**
Current year's purchases:	
Capital goods subject to amortization	**9,573,907**
Goods other than capital goods	**48,898,064**
Capital goods not subject to amortization	**99,989**
Services lodged under other accounts	**2,307,328,619**
Services rendered by non-residents	**–**
Importation of Goods	**–**
VAT payments for the year	**583,827,909**
Output VAT during the year	**(4,004,745,220)**
Balance at end of year	**₱423,080,292**

Documentary Stamp Tax (DST)
The DST paid or accrued on the following transactions are:

Transaction	Amount	DST
Interest expense and other financing charges		
DST on loans	**₱79,114,000,000**	**₱389,097,801**
DST on Intercompany loan	**53,684,168,058**	**51,888,513**
DST on original issue of shares of stock	**14,170,576**	**141,706**
Shares of stock not traded in stock exchange	**14,170,576**	**1,357,395**
Direct Operating Expenses		
DST on leases and other hiring agreements	**12,935,657**	**27,514**
DST on transfer of real property	**15,524,520**	**2,700,368**
General and administrative expenses		
DST on leases and other hiring agreements	**235,037,835**	**11,683,966**
Capitalized DST		
DST on promissory note	**135,627,512**	**1,017,207**
Others		
DST on leases and other hiring agreements	**9,784,122**	**158,661**
DST on transfer of real property	**9,723,738**	**157,682**
	₱133,245,142,594	**₱458,230,813**

Taxes and Licenses
The following are the taxes, licenses and permit fees in 2022 excluding DST:

	Direct Operating Expenses	General and Administrative Expenses	Total
Local			
Real property tax	**₱641,831,410**	**₱360,998**	**₱642,192,408**
License and permit fees	**352,614,493**	**421,426**	**353,035,919**
Inspection fees	**3,060,389**	**5,568**	**3,065,957**
Motor vehicle registration fees	**34,890**	**702,393**	**737,283**
Professional tax	**6,160**	**60,507**	**66,667**
Community tax	**8,870**	**32,160**	**41,030**
Others	**7,585,255**	**1,048,620**	**8,633,875**
	₱1,005,141,467	**₱2,631,672**	**₱1,007,773,139**
National			
Fringe benefits tax	**₱–**	**₱38,114,132**	**₱38,114,132**
Annual registration	**7,725**	**–**	**7,725**
	7,725	**–**	**38,121,857**
	₱1,005,149,192	**₱40,745,804**	**₱1,045,894,996**

Withholding Taxes
Details of withholding taxes for the year are as follows:

Final withholding taxes	**₱1,055,789,085**
Expanded withholding taxes	**701,631,791**
Withholding taxes on compensation and benefits	**357,336,501**
Withholding VAT and other percentage taxes	**119,129**
Balance at December 31	**₱2,114,876,506**

Tax Assessments and Cases
The Parent Company has no deficiency tax assessments whether protested or not. The Parent Company has not been involved in any tax cases under preliminary investigation, litigation, and/or prosecution in courts or bodies outside the BIR

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT
ON THE SCHEDULE OF RECONCILIATION
OF RETAINED EARNINGS AVAILABLE
FOR DIVIDEND DECLARATION

The Stockholders and Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the parent company financial statements of Ayala Land, Inc. (the Parent Company) as at and for the years ended December 31, 2022 and 2021, and have issued our report thereon dated February 21, 2023. Our audits were made for the purpose of forming an opinion on the basic parent company financial statements taken as a whole. The accompanying schedule of reconciliation of retained earnings available for dividend declaration is the responsibility of the Parent Company's management. This schedule is presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and is not part of the basic parent company financial statements. This has been subjected to the auditing procedures applied in the audit of the basic parent company financial statements and, in our opinion, the financial information required to be set forth therein in relation to the basic parent company financial statements taken as a whole, are prepared in all material respects, in accordance with Philippine Financial Reporting Standards, as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission, as described in Note 2 to the parent company financial statements.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

February 21, 2023

AYALA LAND, INC.

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

As of December 31, 2022

	Amount (In ‘000s)
Unappropriated Retained Earnings, beginning	**₱60,197,372,483**
Less adjustments:	
Treasury shares	
Deferred tax assets	(3,406,716,256)
Fair Value adjustment	(593,852,588)
Unappropriated Retained Earnings, as adjusted, beginning	56,196,803,639
Net Income based on the face of AFS	18,987,610,104
Less: Non-actual/unrealized income net of tax	
Amount of provision for deferred tax during the year	958,877,032
Unrealized foreign exchange gain - net (except those attributable to Cash and Cash Equivalents)	–
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	–
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)	–
Net Income Actual/Realized	19,946,487,136
Less: Other adjustments	
Dividend declarations during the period	(4,062,008,309)
Effects of prior period adjustments	–
Related to merger	–
Treasury Shares	(19,080,713,529)
	(3,196,234,702)
Unappropriated Retained Earnings, as adjusted, ending	**₱53,000,568,937**

January 15, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: 2021 Fourth Quarter Progress Report on the Disbursement of Proceeds from the sale of The 30th ("The 30th") Commercial Development to AREIT, Inc. ("AREIT")

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the Fourth Quarter of 2021, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that as of December 31, 2021 the remaining balance of the proceeds from the sale of The 30th to AREIT amounts to One Billion Five Hundred Twelve Million Eight Hundred Eighty-One Thousand Seven Hundred Sixty-Seven Pesos and Twenty Six Centavos (Php1,512,881,767.26).

The details of the disbursement for the Fourth Quarter of 2021 are as follows:

Net proceeds from the sale of The 30th (Refer to Amended Reinvestment plan dated Dec 22, 2021)	Php4,564,285,714.29
Less:	
Disbursements from Jan 16 to Sept 30, 2021 (Reported as of Sept 30, 2021)	956,079,904.09
Adjustments on disbursements reported as of Sept 30, 2021 (Annex A)	178,091,331.83
Disbursements from Oct 1 to Dec 31, 2021 (Annex B)	1,917,232,711.10
Balance of proceeds from the sale of The 30th as of December 31, 2021	Php1,512,881,767.26

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 1 7 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 377 ;
Page No. 69 ;
Book No. XV ;
Series of 2022 ;

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
Roll of Attorneys No. 60896
IBP No. 136246 – 12/21/2020 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 - 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

MA. FLORENCE THERESE DG. MARTIREZ-CRUZ
NOTARY PUBLIC
ROLL NO. 60896
MAKATI CITY, PHILS.

ANNEX A- Adjustments on disbursements reported as of Sept 30, 2021

Disbursing Entity	Project Name	Amount
ALI Eton Property Development Corporation	Parklinks	389,674,233.92
Cebu District Property Enterprise, Inc.	Gatewalk Central	(211,582,902.09)
TOTAL		**178,091,331.83**

ANNEX B- Disbursements from Oct 1 to Dec 31, 2021

Disbursing Entity	Project Name	Amount
ALI Eton Property Development Corporation	Parklinks	306,000,000.00
ALI Commercial Center Inc	One Ayala (Malls)	384,716,788.50
ALI Commercial Center Inc	One Ayala (BPO)	558,480,000.00
Unity Realty & Dev't Corp.	Pampanga Property	225,000,000.00
Ayala Land Inc.	Arbor Lanes 1-5	97,190,715.62
Ayala Land Inc.	Avida Towers Vireo T1-3	77,646,815.35
Ayala Land Inc.	Avida Towers Sola T1-2	40,153,422.48
Amaia Land Corp.	Cavite Property	77,044,969.15
Amaia Land Corp.	Quezon City Property	61,000,000.00
Laguna Technopark Inc.	Cavite Property	90,000,000.00
TOTAL		**1,917,232,711.10**

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Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

STRICTLY CONFIDENTIAL

REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **December 31, 2021** on the use of the proceeds from the sale of The 30th Commercial Development to AREIT, Inc. on **January 15, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the sale of The 30th Commercial Development to AREIT, Inc. (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records.

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of sale of The 30th proceeds.

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We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We traced the disbursements to the supporting documents. We have noted that the Company issued intercompany loans to the following companies to be used in the projects specified:

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	₱306,000,000.00	Parlinks (Mixed-use)
ALI Commercial Center Inc	384,716,788.50	One Ayala (Malls)
ALI Commercial Center Inc	558,480,000.00	One Ayala (BPO)
Unity Realty & Dev't Corp.	225,000,000.00	Pampanga Property
Amaia Land Corp	77,044,969.15	Cavite Property
Amaia Land Corp	61,000,000.00	Quezon City Property
Laguna Technopark Inc	90,000,000.00	Cavite Property
	₱1,702,241,757.65	

We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

We also traced the amounts disbursed by the Company during the 4th quarter (October to December) for the following projects amounting to ₱215 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
Arbor Lanes 1-5	₱97,190,715.62
Avida Towers Vireo T1-3	77,646,815.35
Avida Towers Sola T1-2	40,153,422.48
	₱214,990,953.45

3. We also noted adjustments made during the period. Adjustment for ALI Eton Property Development Corp. was due to the amendment of the planned use for Parklinks Project from ₱800 million to ₱833 million and the ₱527 million infusion from the Company last May and February 2021. The adjustment for Cebu District Property Enterprise, Inc. is attributable to the amendment on reinvestment plan from ₱837 million to ₱164 million and a correction of the reported disbursement as of September. No exceptions noted.

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	₱389,674,233.92	Parklinks
Cebu District Property Enterprise, Inc.	(211,582,902.09)	Gatewalk Central
	₱178,091,331.83	

4. There were no additions during the 4th quarter (October to December). Further, we inquired into and identified the nature of the disbursement. We have noted the Amended Reinvestment Plan dated December 22, 2021 included the proceeds from the sale of The 30th Commercial Development to AREIT, Inc. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of 30th proceeds as documented in the Amended Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the sale and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on 17 JAN 2022, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

JP

ATTY. JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07-03-03
PTR - O.R. No. 8852510 / 01-03-22 / Makati City
MCLE No VI-0016565 / 01-14-19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 56;
Page No. 13;
Book No. 4;
Series of ~~2021.~~ 2022

January 15, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: 2021 Fourth Quarter Progress Report on the Disbursement of Proceeds from the sale of The 30th ("The 30th") Commercial Development to AREIT, Inc. ("AREIT")

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the Fourth Quarter of 2021, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that as of December 31, 2021 the remaining balance of the proceeds from the sale of The 30th to AREIT amounts to One Billion Five Hundred Twelve Million Eight Hundred Eighty-One Thousand Seven Hundred Sixty-Seven Pesos and Twenty Six Centavos (Php1,512,881,767.26).

The details of the disbursement for the Fourth Quarter of 2021 are as follows:

Net proceeds from the sale of The 30th (Refer to Amended Reinvestment plan dated Dec 22, 2021)	Php4,564,285,714.29
Less:	
Disbursements from Jan 16 to Sept 30, 2021 (Reported as of Sept 30, 2021)	956,079,904.09
Adjustments on disbursements reported as of Sept 30, 2021 (Annex A)	178,091,331.83
Disbursements from Oct 1 to Dec 31, 2021 (Annex B)	1,917,232,711.10
Balance of proceeds from the sale of The 30th as of December 31, 2021	Php1,512,881,767.26

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 1 7 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
Roll of Attorneys No. 60896
IBP No. 136246 – 12/21/2020 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 - 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

Doc No. 377;
Page No. 69;
Book No. XV;
Series of 2022;

MA. FLORENCE THERESE DG. MARTIREZ-CRUZ ★ MAKATI CITY, PHILS.★
NOTARY PUBLIC
ROLL NO. 60896

ANNEX A- Adjustments on disbursements reported as of Sept 30, 2021

Disbursing Entity	Project Name	Amount
ALI Eton Property Development Corporation	Parklinks	389,674,233.92
Cebu District Property Enterprise, Inc.	Gatewalk Central	(211,582,902.09)
TOTAL		**178,091,331.83**

ANNEX B- Disbursements from Oct 1 to Dec 31, 2021

Disbursing Entity	Project Name	Amount
ALI Eton Property Development Corporation	Parklinks	306,000,000.00
ALI Commercial Center Inc	One Ayala (Malls)	384,716,788.50
ALI Commercial Center Inc	One Ayala (BPO)	558,480,000.00
Unity Realty & Dev't Corp.	Pampanga Property	225,000,000.00
Ayala Land Inc.	Arbor Lanes 1-5	97,190,715.62
Ayala Land Inc.	Avida Towers Vireo T1-3	77,646,815.35
Ayala Land Inc.	Avida Towers Sola T1-2	40,153,422.48
Amaia Land Corp.	Cavite Property	77,044,969.15
Amaia Land Corp.	Quezon City Property	61,000,000.00
Laguna Technopark Inc.	Cavite Property	90,000,000.00
TOTAL		**1,917,232,711.10**

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SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

STRICTLY CONFIDENTIAL

REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **December 31, 2021** on the use of the proceeds from the sale of The 30th Commercial Development to AREIT, Inc. on **January 15, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the sale of The 30th Commercial Development to AREIT, Inc. (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records.

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of sale of The 30[th] proceeds.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We traced the disbursements to the supporting documents. We have noted that the Company issued intercompany loans to the following companies to be used in the projects specified:

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	₱306,000,000.00	Parlinks (Mixed-use)
ALI Commercial Center Inc	384,716,788.50	One Ayala (Malls)
ALI Commercial Center Inc	558,480,000.00	One Ayala (BPO)
Unity Realty & Dev't Corp.	225,000,000.00	Pampanga Property
Amaia Land Corp	77,044,969.15	Cavite Property
Amaia Land Corp	61,000,000.00	Quezon City Property
Laguna Technopark Inc	90,000,000.00	Cavite Property
	₱1,702,241,757.65	

We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

We also traced the amounts disbursed by the Company during the 4th quarter (October to December) for the following projects amounting to ₱215 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
Arbor Lanes 1-5	₱97,190,715.62
Avida Towers Vireo T1-3	77,646,815.35
Avida Towers Sola T1-2	40,153,422.48
	₱214,990,953.45

3. We also noted adjustments made during the period. Adjustment for ALI Eton Property Development Corp. was due to the amendment of the planned use for Parklinks Project from ₱800 million to ₱833 million and the ₱527 million infusion from the Company last May and February 2021. The adjustment for Cebu District Property Enterprise, Inc. is attributable to the amendment on reinvestment plan from ₱837 million to ₱164 million and a correction of the reported disbursement as of September. No exceptions noted.

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	₱389,674,233.92	Parklinks
Cebu District Property Enterprise, Inc.	(211,582,902.09)	Gatewalk Central
	₱178,091,331.83	

4. There were no additions during the 4th quarter (October to December). Further, we inquired into and identified the nature of the disbursement. We have noted the Amended Reinvestment Plan dated December 22, 2021 included the proceeds from the sale of The 30th Commercial Development to AREIT, Inc. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of 30th proceeds as documented in the Amended Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the sale and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on 17 JAN 2022, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

JP

ATTY. JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07-03-03
PTR - O.R. No. 8852510 / 01-03-22 / Makati City
MCLE No VI-0016565 / 01-14-19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 56;
Page No. 13;
Book No. 4;
Series of ~~2021~~. 2022

January 15, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: 2021 Fourth Quarter Progress Report on the Disbursement of Proceeds from the sale of 44 million AREIT Shares

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the Fourth Quarter of 2021, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that as of December 31, 2021, the remaining balance of the proceeds from the sale of 44 million AREIT Shares, amounts to One Billion Three Hundred Ninety-Eight Million One Hundred Eighty-Six Thousand Two Hundred Forty Pesos (Php1,398,186,240.00).

No disbursement was made during the Fourth Quarter of 2021.

Gross Proceeds from sale of 44 million AREIT Shares as of May 5, 2021,	Php	1, 408,000,000.00
Less: Transaction costs		9,813,760.00
Net Proceeds from sale of 44 million AREIT shares		1,398,186,240.00
Less: Disbursement May 5 to December 31, 2021		0.00
Balance of Proceeds from sale of AREIT Share as of December 31, 2021	Php	1,398,186,240.00

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 1 7 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 334;
Page No. 69;
Book No. XV;
Series of 2022;

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
Roll of Attorneys No. 60896
IBP No. 136246 - 12/21/2020 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 - 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

MA. FLORENCE THERESE DG. MARTIREZ-CRUZ ★ MAKATI CITY, PHILS. ★
NOTARY PUBLIC
ROLL NO. 60896

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6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
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REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **December 31, 2021** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 5, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;
   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;
   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;
   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We checked whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds. There were no transactions during the 4th quarter (October to December).

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on 17 JAN 2022 before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

ATTY. JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07 - 03 - 03
PTR - O.R. No. 8852510 / 01 - 03 - 22 / Makati City
MCLE No VI-0016565 / 01 - 14 - 19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 57;
Page No. 13;
Book No. 4;
Series of ~~2021~~ 2022.

January 28, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: Final Tranche Final Report on the Disbursement of Proceeds from the Sale of The 30th Commercial Development ("The 30th") to AREIT, Inc. ("AREIT")

Dear Ms. Encarnacion,

We are pleased to submit the Final Report on the Application of Proceeds for the final tranche from the Sale of The 30th to AREIT, Inc., duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On January 29, 2021, Ayala Land, Inc. ("ALI") received net proceeds from the Sale of The 30th amounting to Three Billion Six Hundred Fifty One Million Four Hundred Seventeen Thousand Eight Hundred Fifty Seven Pesos and Fourteen Centavos (Php3,651,417,857.14).

As of January 28, 2022, ALI already disbursed the total net proceeds amounting to Four Billion Five Hundred Sixty-Four Million Two Hundred Eighty-Five Thousand Seven Hundred Fourteen and Twenty-Eight Centavos (Php4,564,285,714.28), in accordance with its Reinvestment plan.

The details of the disbursement are as follows:

Proceeds from Sale of The 30th, January 15, 2021 (Initial payment)	Php912,867,857.14
Proceeds from Sale of The 30th, January 29, 2021 (Final payment)	3,651,417,857.14
Total Proceeds from Sale of The 30th	Php4,564,285,714.28
Less: Disbursements from January 16, 2021 to January 28, 2022	4,564,285,714.28
Balance of Proceeds from Sale of The 30th	0

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 28 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 357;
Page No. 73;
Book No. XV;
Series of 2022;

Notarial DST pursuant to Sec.188 of the Tax Code affixed on Notary Public's copy

MA. FLORENCE THERESE DG. MARTIREZ-CRUZ * MAKATI CITY, PHILS. * NOTARY PUBLIC ROLL NO. 60896

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
Roll of Attorneys No. 60896
IBP No. 136246 – 12/21/2020 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 – 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

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6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
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REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Final Report as at **January 28, 2022** on the use of the proceeds for the final tranche from the sale of The 30th Commercial Development to AREIT, Inc. received on **January 29, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the final tranche Final Report on Use of Proceeds from the sale of The 30th Commercial Development to AREIT, Inc. (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records.

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of sale of The 30th proceeds.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We checked whether there are additions and disbursements in the schedule and compared with the schedule of application of proceeds.

3. We traced the receipt of the net proceeds to the Bank Statements, noted the following:
   - The Company received total proceeds approximately ₱4,564 million, exclusive of tax or ₱5,112 million, VAT inclusive.
   - The Company received ₱913 million on January 15, 2021 for the first tranche.
   - The remaining ₱3,651 million exclusive of VAT was received on January 29, 2021 for the final tranche.

   We also checked the entry made in the books of the Company. No exceptions noted.

4. We traced the disbursements to the supporting documents. We have noted that the Company issued intercompany loans to the following companies to be used in the projects specified:

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	833,000,000.00	Parklinks (Mixed-use)
Cebu District Property Enterprise, Inc.	164,024,444.13	Gatewalk Central (Malls & Offices)
Unity Realty & Dev't Corp.	955,000,000.00	Pampanga Property
ALI Commercial Center Inc	943,196,788.50	One Ayala (Malls & BPO)
Amaia Land Corp	77,044,969.15	Cavite Property
Amaia Land Corp	61,000,000.00	Quezon City Property
Accendo Development Corp	119,684,770.86	Avida Towers Abreeza T1
Amaia Land Corp.	36,520,910.68	Amaia Steps Alabang Helena
Avida Land Inc.	335,000,000.00	Mandaluyong Property
Avida Land Inc.	81,628,212.80	Ilagan Property
Avida Land Inc.	67,035,109.47	Laguna Property
Avida Land Inc.	20,034,977.92	Batangas Property
Laguna Technopark Inc	135,000,000.00	Cavite Property
	₱3,828,170,183.51	

   We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

   We also traced the amounts disbursed for the following projects amounting to ₱736 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
Arbor Lanes 1-5	97,190,715.62
Avida Towers Vireo T1-3	83,762,364.83
Avida Towers Sola T1-2	40,153,422.48
Tarlac Property	427,780,654.18
Orean Place 1	87,228,373.66
	₱736,115,530.77

5. We inquired into and identified the nature of the disbursements. We have noted the Amended Reinvestment Plan dated December 22, 2021 included the proceeds from the sale of The 30th Commercial Development to AREIT, Inc. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of 30th proceeds as documented in the Amended Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the sale and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on JAN 2 9 2022, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

ATTY. JOSH[illegible]
Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07 - 03 - 03
PTR - O.R. No. 8852510 / 01 - 03 - 22 / Makati City
MCLE No VI-0016565 / 01 - 14 - 19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 99;
Page No. 21;
Book No. 4;
Series of 2021. 2022

April 7, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention:	Ms. Janet A. Encarnacion Head, Disclosure Department
Subject:	2022 First Quarter Progress Report on the Disbursement of Proceeds from the Sale of 44 million AREIT Shares

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the First Quarter of 2022, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On May 5, 2021, Ayala Land, Inc. ("ALI") received gross proceeds from the sale of 44 million AREIT Shares amounting to One Billion Four Hundred Eight Million Pesos (Php1,408,000,000).

As of March 31, 2022, ALI already disbursed the total gross proceeds amounting to One Billion Four Hundred Eight Million Pesos (Php1,408,000,000) in accordance with its Reinvestment plan.

The details of the disbursement are as follows:

Gross Proceeds from sale of 44 million AREIT Shares as of May 5, 2021	Php1,408,000,000.00
Less: Disbursements from May 5, 2021 to March 31, 2022 (Annex A)	Php1,408,000,000.00
Balance of Proceeds from sale of AREIT Shares as of March 31, 2022	0

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this APR 08 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

MA. FLORENCE THERESE D.G. MARTIREZ-NOTARY PUBLIC ROLL NO. 60896 MAKATI CITY, PHILS.

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
Roll of Attorneys No. 60896
Extended until June 30, 2022
IBP No. 178376 – 02/16/2022 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 – 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

Doc No. 436 ;
Page No. 89 ;
Book No. XV ;
Series of 2022 ;

Notarial DST pursuant to
Sec. 188 of the Tax Code
Affixed on Notary Public's copy

ANNEX A- Disbursements from January 1 to March 31, 2022

Disbursing Entity	Project Name	Amount
Ayala Land Inc	One Vertis Plaza	167,842,669.23
Ayala Land Inc	Arbor Lanes 3-5	353,093,073.88
Ayala Land Inc	Gardencourt	175,533,678.37
Ayala Land Inc	Andacillo	175,796,424.97
Ayala Land Inc	Orean Place T2	127,890,492.25
Avida Land Corp	Manila Property	300,436,281.60
Avida Land Corp	Avida Towers Riala T1-T5	98,252,365.13
Avida Land Corp	Avida Towers Verge T1	9,155,014.57
TOTAL		**1,408,000,000.00**

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SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel: (632) 8891 0307
Fax: (632) 8819 0872
ey.com/ph

STRICTLY CONFIDENTIAL

REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **March 31, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 5, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We traced the disbursements to the supporting documents. We have noted that the Company issued intercompany loans to the following companies to be used in the projects specified:

Distributing Entity	Amount	Project Name
Avida Land Corp	₱300,436,281.60	Manila Property
Avida Land Corp	98,252,365.13	Avida Towers Riala T1-T5
Avida Land Corp	9,155,014.57	Avida Towers Verge T1
	₱407,843,661.3	

We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

We also traced the amounts disbursed for the following projects amounting to ₱1,000.16 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
One Vertis Plaza	₱167,842,669.23
Arbor Lanes 3-5	353,093,073.88
Gardencourt	175,533,678.37
Andacillo	175,796,424.97
Orean Place T2	127,890,492.25
	₱1,000,156,338.70

3. We inquired into and identified the nature of the disbursements. We have noted the Amended Reinvestment Plan dated March 22, 2022 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Amended Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

A member firm of Ernst & Young Global Limited

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Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

A member firm of Ernst & Young Global Limited

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

APR 0 8 2022

I certify that on __________, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 395;
Page No. 80;
Book No. 4;
Series of 2022.

JP
ATTY. JOSHUA P. LAPUZ
Notary Public for Makati City
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MCLE No VI-0016565 / 01 - 14 - 19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

April 7, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: Final Report on the Disbursement of Proceeds from the Sale of 44 million AREIT Shares

Dear Ms. Encarnacion,

We are pleased to submit our Final Report on the Application of Proceeds from the sale of 44 million AREIT Shares at a transaction price of PHP32.00 per share, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On May 5, 2021, Ayala Land, Inc. ("ALI") received gross proceeds from the sale of 44 million AREIT Shares amounting to One Billion Four Hundred Eight Million Pesos (Php1,408,000,000).

As of March 31, 2022, ALI already disbursed the total gross proceeds amounting to One Billion Four Hundred Eight Million Pesos (Php1,408,000,000) in accordance with its Reinvestment plan.

The details of the disbursement are as follows:

Gross Proceeds from sale of 44 million AREIT Shares as of May 5, 2021	Php1,408,000,000.00
Less: Disbursements from May 5, 2021 to March 31, 2022 (Annex A)	Php1,408,000,000.00
Balance of Proceeds from sale of AREIT Shares as of March 31, 2022	0

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this APR 08 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 437;
Page No. 89;
Book No. XV;
Series of 2022;

Notarial DST pursuant to
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Affixed on Notary Public's copy

MA. FLORENCE THERESE DG. MARTIREZ-CRUZ
NOTARY PUBLIC
ROLL NO. 60896
MAKATI CITY, PHILS.

MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ
Notary Public – Makati City
Appt. No. M-154 until December 31, 2021
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IBP No. 178376 – 02/16/2022 - Makati City
PTR No. MKT8862852 – 01/11/2022 – Makati City
MCLE Compliance No. VI -0009482 – 06/20/2018
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

ANNEX A- Disbursements from January 1 to March 31, 2022

Disbursing Entity	Project Name	Amount
Ayala Land Inc.	One Vertis Plaza	167,842,669.23
Ayala Land Inc.	Arbor Lanes 3-5	353,093,073.88
Ayala Land Inc.	Gardencourt	175,533,678.37
Ayala Land Inc.	Andacillo	175,796,424.97
Ayala Land Inc.	Orean Place T2	127,890,492.25
Avida Land Corp.	Manila Property	300,436,281.60
Avida Land Corp.	Avida Towers Riala T1-T5	98,252,365.13
Avida Land Corp.	Avida Towers Verge T1	9,155,014.57
TOTAL		**1,408,000,000.00**

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1226 Makati City
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ey.com/ph

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REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **March 31, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 5, 2021**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:
   - Check the mathematical accuracy of the Schedule;
   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;
   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;
   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

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We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We traced the disbursements to the supporting documents. We have noted that the Company issued intercompany loans to the following companies to be used in the projects specified:

Distributing Entity	Amount	Project Name
Avida Land Corp	₱300,436,281.60	Manila Property
Avida Land Corp	98,252,365.13	Avida Towers Riala T1-T5
Avida Land Corp	9,155,014.57	Avida Towers Verge T1
	₱407,843,661.3	

We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

We also traced the amounts disbursed for the following projects amounting to ₱1,000.16 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
One Vertis Plaza	₱167,842,669.23
Arbor Lanes 3-5	353,093,073.88
Gardencourt	175,533,678.37
Andacillo	175,796,424.97
Orean Place T2	127,890,492.25
	₱1,000,156,338.70

3. We inquired into and identified the nature of the disbursements. We have noted the Amended Reinvestment Plan dated March 22, 2022 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Amended Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

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Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
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SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

A member firm of Ernst & Young Global Limited

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

APR 0 8 2022

I certify that on __________, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 395;
Page No. 80;
Book No. 4;
Series of 2022.

JP
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Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07 - 03 - 03
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STRICTLY CONFIDENTIAL

REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **June 30, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 2, 2022**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We traced the disbursements to the subscription agreement. We have noted that the Company made capital infusion to the following company to be used in the project specified:

Distributing Entity	Amount	Project Name
ALI Eton Property Development Corporation	₱1,250,000,000	Quezon City Property

We have also noted that the Company issued intercompany loans to the following company to be used in the project specified:

Distributing Entity	Amount	Project Name
Laguna Technopark Inc.	₱745,000,000	Batangas Property

We have traced these amounts to the promissory note and bank statements and agreed the amounts to the accounting records. No exceptions noted.

We also traced the amounts disbursed for the following projects amounting to ₱273.60 million to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Project Name	Amount
Cavite Property	₱108,135,603
One Vertis Plaza	99,274,245
Andacillo	66,188,088
	₱273,597,936

3. We traced the net proceeds received in the Schedule amounting to ₱3,444.41 million to the bank statements and trading confirmation advice from BPI Securities. No exceptions noted.

4. We inquired into and identified the nature of the disbursements. We have noted the Reinvestment Plan dated May 2, 2022 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Reinvestment Plan. We have noted that the abovementioned entities and the related projects were included in the Reinvestment Plan, and the amounts disbursed to these companies have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

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Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
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PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on JUL 14 2022, before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

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Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04897 / 07-03-03
PTR - O.R. No. 8852510 / 01-03-22 / Makati City
MCLE No VI-0016565 / 01-14-19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 488;
Page No. 98;
Book No. 4;
Series of 2022.

July 14, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Subject: 2022 Second Quarter Progress Report on the Disbursement of Proceeds from the Sale of 87.37 million AREIT Shares

Dear Ms. Encarnacion,

We are pleased to submit our Progress Report on the Application of Proceeds for the Second Quarter of 2022, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On May 2, 2022, Ayala Land, Inc. ("ALI") received net proceeds from the sale of 87.37 million AREIT Shares amounting to Three Billion Four Hundred Forty-Four Million Four Hundred Twelve Thousand Nine Hundred Thirty-Four Pesos and Sixty-Seven Centavos (Php3,444,412,934.67).

As of June 30, 2022, ALI already disbursed total net proceeds amounting to Two Billion Two Hundred Sixty-Eight Million Five Hundred Ninety-Seven Thousand Nine Hundred Thirty-Six and Sixty-Nine Centavos (Php 2,268,597,936.69) in accordance with its Reinvestment plan.

The details of the disbursement are as follows:

Net Proceeds from sale of 87.37 million AREIT Shares as of May 2, 2022	Php3,444,412,934.67
Less: Disbursements from May 2, 2022 to June 30, 2022 (Annex A)	2,268,597,936.69
Balance of Proceeds from sale of AREIT Shares as of June 30, 2022	1,175,814,997.98

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JUL 14 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	**Competent Evidence of Identity**	**Date and Place Issued**
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 33 ;
Page No. 8 ;
Book No. I ;
Series of 2022 ;

Notarial DST pursuant to
Sec. 188 of the Tax Code
Affixed on Notary Public's copy

VENUS B. AMBRONA
NOTARY PUBLIC
ROLL NO. 63025
MAKATI CITY, PHILIPPINES

VENUS B. AMBRONA
Notary Public – Makati City
Appt. No. M-150 until December 31, 2023
Roll of Attorneys No. 63025
IBP No. 178071; 02/14/2022; RSM
PTR No. MKT8865001; 01/12/2022; Makati City
MCLE Compliance No. VI-0025148; 04/08/19
2nd Floor, Tower One and Exchange Plaza, Ayala Triangle,
Ayala Avenue, Makati City, Philippines

ANNEX A- Disbursements from May 2 to June 30, 2022

Disbursing Entity	Project Name	Amount (in PHP)
ALI Eton Property Development Corporation (a 50:50 JV between ALI and EPPI)	Quezon City Property	1,250,000,000.00
Laguna Technopark Inc.	Batangas Property	745,000,000.00
Ayala Land Inc.	Cavite Property	108,135,603.24
Ayala Land Inc.	One Vertis Plaza	99,274,245.45
Ayala Land Inc.	Andacillo	66,188,088.00
TOTAL		2,268,597,936.69

October 13, 2022

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Alexandra D. Tom Wong
Officer-in-Charge, Disclosure Department

Subject: 2022 Third Quarter Progress Report on the Disbursement of Proceeds from the Sale of 87.37 million AREIT Shares

Dear Ms. Tom Wong,

We are pleased to submit our Progress Report on the Application of Proceeds for the Third Quarter of 2022, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that as of September 30, 2022, the remaining balance of the proceeds from the sale of 87.37 million AREIT Shares, amounts to One Billion One Hundred Sixty Million Eight Hundred Fifty Seven Thousand Seven Hundred Ninety Four and Fifty Two Centavos (Php1,160,857,794.52).

The details of the disbursement for the Third Quarter of 2022 are as follows:

Balance of Proceeds from sale of AREIT Shares as of June 30, 2022	Php1,175,814,997.98
Less: Disbursements from July 1, 2022 to September 30, 2022 (Annex A)	14,957,203.46
Balance of Proceeds from sale of AREIT Shares as of September 30, 2022	1,160,857,794.52

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this OCT 13 2022 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc No. 127 ;
Page No. 27 ;
Book No. IV ;
Series of 2022 ;

Notarial DST pursuant to
Sec. 188 of the Tax Code
Affixed on Notary Public's copy

MA. FELORA A. MANGAWANG
NOTARY PUBLIC
ROLL NO. 64804
MAKATI CITY, PHILIPPINES

MA. FELORA A. MANGAWANG
Notary Public – Makati City
Appt. No. M-257 until December 31, 2023
Roll of Attorneys No. 64804
Lifetime IBP No. 013749 – Makati City
PTR No. MKT8862851 – 01/11/2022 - Makati City
MCLE Compliance No. VII –0006702 – 11/18/2021
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

ANNEX A- Disbursements from July 1 to September 30, 2022

Disbursing Entity	Project Name	Amount (in PHP)
Ayala Land Inc.	One Vertis Plaza	11,026,165.24
Ayala Land Inc.	Andacillo	3,931,038.22
TOTAL		14,957,203.46

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6760 Ayala Avenue
1226 Makati City
Philippines

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Fax: (632) 819 0872
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REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **September 30, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 2, 2022**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

   - Check the mathematical accuracy of the Schedule;

   - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

   - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;

   - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We compared the additions and disbursements in the Schedule with the schedule of application of proceeds. No exceptions noted.

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6760 Ayala Avenue
1226 Makati City
Philippines

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3. On a sample basis, we also traced the amounts disbursed for the following projects amounting to ₱14.96 million for the periods from July 1, 2022 up to September 30, 2022 to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Distributing Entity	Project Name	Amount
	One Vertis Plaza	₱11,026,165
Ayala Land, Inc.	Andacillo	3,931,038
		₱14,957,203

4. On a sample basis, we inquired into and identified the nature of the disbursements. We have noted the Reinvestment Plan dated May 2, 2022 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Reinvestment Plan. We have noted that the abovementioned entity and the related projects were included in the Reinvestment Plan, and the amounts disbursed to the entity have not exceeded the planned use. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 0664-AR-4 (Group A)
November 11, 2019, valid until November 10, 2022
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 8854360, January 3, 2022, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on OCT 13 2022 before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

JP

ATTY. JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 until 12/31/2023
Roll No. 45790 / IBP Life No. 04097 / 07-03-03
PTR - O.R. No. 8852510 / 01-03-22 / Makati City
MCLE No VI-0016565 / 01-14-19
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

Doc. No. 317;
Page No. 65;
Book No. 29;
Series of 2022.

January 13, 2023

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Alexandra D. Tom Wong
Officer-in-Charge, Disclosure Department

Subject: 2022 Fourth Quarter Progress Report on the Disbursement of Proceeds from the Sale of 87.37 million AREIT Shares

Dear Ms. Tom Wong,

We are pleased to submit our Progress Report on the Application of Proceeds for the Fourth Quarter of 2022, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

Please be advised that from October 1 to December 31, 2022, Ayala Land disbursed proceeds amounting to One Billion One Hundred Sixty Million Eight Hundred Fifty Seven Thousand Seven Hundred Ninety Four and Fifty Two Centavos (Php1,160,857,794.52).

The details of the disbursement for the Fourth Quarter of 2022 are as follows:

Balance of Proceeds from sale of AREIT Shares as of September 30, 2022	Php1,160,857,794.52
Less: Disbursements from October 1, 2022 to December 31, 2022 (Annex A)	(1,160,857,794.52)
Balance of Proceeds from sale of AREIT Shares as of December 31, 2022	0

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 13 2023 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

MA. FELORA A. MANGAWANG
NOTARY PUBLIC
ROLL NO. 64804
MAKATI CITY, PHILIPPINES

MA. FELORA A. MANGAWANG
Notary Public – Makati City
Appt. No. M-257 until December 31, 2023
Roll of Attorneys No. 64804
Lifetime IBP No. 013749 – Makati City
PTR No. MKT 9569473 · 1/9/2023- Makati City
MCLE Compliance No. VII –0006702 – 11/18/2021
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

Doc. No. 242
Page No. 50
Book No. IV
Series of 2023.

Notarial DST pursuant to
Sec. 188 of the Tax Code
Affixed on Notary Public's cop

ANNEX A- Disbursements from October 1 to December 31, 2022

Disbursing Entity	Project Name	Amount (in PHP)
Ayala Land Inc.	Caloocan Property	156,950,720.00
ALI Eton Property Development Corporation (a 50:50 JV between ALI and EPPI)	Quezon City Property	849,000,000.00
Ayala Land Inc.	One Vertis Plaza	154,907,074.52
TOTAL		**1,160,857,794.52**

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1226 Makati City
Philippines

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REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Quarterly Progress Report as at **December 31, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 2, 2022**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

    - Check the mathematical accuracy of the Schedule;

    - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

    - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;

    - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

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We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We checked whether there are additions and disbursements in the Schedule with the schedule of application of proceeds. No exceptions noted.

3. On a sample basis, we also traced the amounts disbursed for the following projects amounting to ₱1,160.86 million for the periods from October 1, 2022 up to December 31, 2022 to the progress billings, invoices and official receipts and agreed the amount to the accounting records. No exceptions noted.

Distributing Entity	**Project Name**	**Amount**
Ayala Land, Inc.	Caloocan Property	₱156,950,720
	One Vertis Plaza	154,907,075
ALI Eton Property Development Corporation	Quezon City Property	849,000,000
		₱1,160,857,795

4. On a sample basis, we inquired into and identified the nature of the disbursements. We have noted the Amended Reinvestment Plan dated January 9, 2023 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Amended Reinvestment Plan. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 89336-SEC (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on JAN 13 2023 before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

JP

JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 / Until 12-31-23
Roll No. 45790 / IBP Lifetime No. 04897 / 07-03-03
PTR O.R. No. 9563523 / 01-03-23 / Makati City
MCLE No. VII-0016370 / 04-26-22 Until 04-14-25
G/F Fedman Suites, 199 Salcedo St.
Legaspi Village, Makati City

Doc. No. 22;
Page No. 6;
Book No. 6;
Series of 2023.

January 13, 2023

THE PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Plaza
6th Floor, PSE Tower
Bonifacio Global City, Taguig

Attention: Alexandra D. Tom Wong
Officer-in-Charge, Disclosure Department

Subject: Final Report on the Disbursement of Proceeds from the Sale of 87.37 million AREIT Shares

Dear Ms. Tom Wong,

We are pleased to submit our Final Report on the Application of Proceeds from the sale of 87.37 million AREIT Shares at a transaction price of PHP39.70 per share, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On May 2, 2022, Ayala Land, Inc. ("ALI") received net proceeds from the sale of 87.37 million AREIT Shares amounting to Three Billion Four Hundred Forty-Four Million Four Hundred Twelve Thousand Nine Hundred Thirty-Four Pesos and Sixty-Seven Centavos (Php3,444,412,934.67).

As of December 31, 2022, ALI already disbursed the total net proceeds amounting to Three Billion Four Hundred Forty-Four Million Four Hundred Twelve Thousand Nine Hundred Thirty-Four Pesos and Sixty-Seven Centavos (Php3,444,412,934.67) in accordance with its Reinvestment plan.

The details of the disbursements are as follows:

Net Proceeds from sale of 87.37 million AREIT Shares as of May 2, 2022	Php3,444,412,934.67
Less: Disbursements from May 2, 2022 to December 31, 2022 (Annex A)	(3,444,412,934.67)
Balance of Proceeds from sale of AREIT Shares as of December 31, 2022	0

Thank you.

Very truly yours,

Augusto D. Bengzon
Ayala Land, Inc.
Treasurer and Chief Finance Officer

Ma. Teresa R. Famy
AREIT, Inc.
Chief Finance and Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 13 2023 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
Represented by:		
Augusto D. Bengzon	Passport No. P4323352B	08 Jan 2020/ DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
Represented by:		
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration Date 05 Dec 2023

Doc. No. 241
Page No. 50
Book No. IV
Series of 2023.

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Sec. 188 of the Tax Code
Affixed on Notary Public's cop

MA. FELORA A. MANGAWANG NOTARY PUBLIC ROLL NO. 64804 MAKATI CITY, PHILIPPINES

MA. FELORA A. MANGAWANG
Notary Public – Makati City
Appt. No. M-257 until December 31, 2023
Roll of Attorneys No. 64804
Lifetime IBP No. 013749 – Makati City
PTR No. MKT 9569473 - 1/9/2023 - Makati City
MCLE Compliance No. VII –0006702 – 11/18/2021
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

ANNEX A- Disbursements from May 2 to December 31, 2022

Disbursing Entity	Project Name	Amount (in PHP)
Ayala Land Inc.	Caloocan Property	156,950,720.00
ALI Eton Property Development Corporation (a 50:50 JV between ALI and EPPI)	Quezon City Property	2,099,000,000.00
Laguna Technopark Inc.	Batangas Property	745,000,000.00
Ayala Land Inc.	Cavite Property	108,135,603.24
Ayala Land Inc.	One Vertis Plaza	265,207,485.21
Ayala Land Inc.	Andacillo	70,119,126.22
TOTAL		**3,444,412,934.67**

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6760 Ayala Avenue
1226 Makati City
Philippines

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Fax: (632) 8819 0872
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STRICTLY CONFIDENTIAL

REPORT OF FACTUAL FINDINGS

AYALA LAND, INC.
31st Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Augusto D. Bengzon**
Chief Finance Officer

Dear Mr. Bengzon:

We have performed the procedures agreed with you and enumerated below with respect to the attached Final Report as at **December 31, 2022** on the use of the proceeds received by **Ayala Land, Inc.** (the "Company") from the block sale of its shares in **AREIT, Inc.** ("AREIT") on **May 2, 2022**. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. Obtain the Quarterly Progress Summary Report on Use of Proceeds from the Block Sale of AREIT Shares (the "Schedule") and perform the following:

    - Check the mathematical accuracy of the Schedule;

    - Check whether there are additions and disbursements in the schedule and compare with the schedule of application of proceeds;

    - On a sample basis, trace additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records;

    - On a sample basis, inquire into and identify the nature of the additions and disbursements. Check if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.

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We report our findings below:

1. We checked the mathematical accuracy of the Schedule, no exceptions noted.

2. We checked the additions and disbursements in the Schedule with the schedule of application of proceeds. No exceptions noted.

3. On a sample basis, we traced the additions and disbursements to the supporting documents such as progress billings, bank statements, invoices, and official receipts, and agree the amount to the accounting records. We noted the amounts disbursed for the following projects amounting to ₱3,444.41 million for the periods from May 2 up to December 31, 2022. No exceptions noted.

Distributing Entity	Project Name	Amount
Ayala Land, Inc.	Andacillo	₱70,119,127
	Caloocan Property	156,950,720
	Cavite Property	108,135,603
	One Vertis Plaza	265,207,485
ALI Eton Property Development Corporation	Quezon Property	2,099,000,000
Laguna Technopark Inc.	Batangas Property	745,000,000
		₱3,444,412,935

4. On a sample basis, we inquired into and identified the nature of the disbursements. We have noted the Amended Reinvestment Plan dated January 9, 2023 included the proceeds from the block sale of AREIT. We also checked if the disbursements were classified consistently according to its nature based on the schedule of planned use proceeds from the block sale of AREIT shares as documented in the Amended Reinvestment Plan. No exceptions noted.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

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Building a better
working world

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
Tax Identification No. 160-302-865
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 89336-SEC (Group A)
Valid to cover audit of 2022 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-073-2020, December 3, 2020, valid until December 2, 2023
PTR No. 9564691, January 3, 2023, Makati City

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

I certify that on JAN 13 2023 before me a notary public duly authorized in the city named above to take acknowledgments, personally appeared:

Name	Competent Evidence of Identity	Date / Place Issued
Michael C. Sabado	P1178919B	March 25, 2019/DFA

who were identified by me through competent evidence of identity to be the same person described in the foregoing instrument, who acknowledged before me that their signatures on the instrument were voluntarily affixed by them for the purposes stated therein, and who declared to me that they have executed the instrument as their free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 21;
Page No. 6;
Book No. 6;
Series of 2023.

JP

JOSHUA P. LAPUZ
Notary Public for Makati City
Appointment No. M-19 / Until 12-31-23
Roll No. 45790 / IBP Lifetime No. 04897 / 07-03-03
PTR O.R. No. 9563523 / 01-03-23 / Makati City
MCLE No. VII-0016370 / 04-26-22 Until 04-14-25
G/F Fedman Suites, 199 Salcedo St.
Legaspi Village, Makati City