COVER SHEET

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SEC Registration Number

P H I L I P P I N E I N F R A D E V H O L D I N G S I N C .

(Company's Full Name)

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P A C I F I C T O W E R 6 7 8 4 A Y A L A A V E .

M A K A T I C I T Y

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

GEORGINA A. MONSOD		750-2000
Contact Person		Company Telephone Number

SEC Form 17-Q

1	2		3	1								
Month			Day			FORM TYPE				Month		Day

Fiscal Year

Annual Meeting

F S

Secondary License Type, If Applicable

N/A

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

Remarks: Please use BLACK ink for scanning purposes

SEC Number **60312**

File Number ___________

PHILIPPINE INFRADEV HOLDINGS INC.
(Company's Full Name)

35/F Rufino Pacific Tower, 6784 Ayala Avenue, Makati City
(Company's Address)

(02) 750-2000
(Telephone Numbers)

December 31
(Fiscal Year Ending)
(month and day)

Quarterly Report
Form Type

____
Amendment Designation (if applicable)

June 30, 2019
Quarter Ended Date

Publicly Listed Corporation
(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2) (b) THEREUNDER

1. For the quarterly period ended : **June 30, 2019**

2. Commission Identification Number : **60312** 3. BIR Tax Identification Number : **000-464-876**

4. Exact name of registrant as specified in its charter : **PHILIPPINE INFRADEV HOLDINGS INC.**

5. Province, country or other jurisdiction of incorporation or organization : **Metro Manila, Philippines**
6. Industry Classification Code : (SEC Use Only)

7. Address of registrant's principal office Postal Code
35F Rufino Pacific Tower, 6784 Ayala Avenue, Makati City **1223**

8. Registrant's telephone number, including area code : **(0632) 750-2000**

9. Former name, former address and former fiscal year, if changed since last report
N/A

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

Title of Each Class	Number of shares outstanding
Common	**6,061,560,322**

11. Are any or all of the securities listed on a Stock Exchange?
Yes [**x**] No [ ]
If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Philippine Stock Exchange

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code 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 twelve (12) months (or for such shorter period that the registrant was required to file such reports);
Yes [**x**] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.
Yes [**x**] No [ ]

Philippine Infradev Holdings Inc. and Subsidiary
(Formerly IRC Properties, Inc. and Subsidiary)

Consolidated Statements of Financial Position
As at June 30, 2019 and December 31, 2018
(All amounts in Philippine Peso)

	Notes	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
ASSETS			
Current assets			
Cash	2	**867,699,545**	1,108,701,953
Receivables, net	3	**102,551,233**	301,234,739
Funds held by custodian bank	4	**16,757,927**	16,757,927
Real properties held for sale and development	5	**972,075,493**	1,000,139,393
Prepayments and other current assets	6	**29,696,341**	16,277,315
Total current assets		**1,988,780,539**	2,443,111,327
Non-current assets			
Investment property	7	**14,713,629,542**	14,713,619,640
Property and equipment, net	8	**7,183,179**	6,814,193
Other assets	9	**294,882,073**	1,898,421
Total non-current assets		**15,015,694,794**	14,722,332,254
Total assets		**17,004,475,333**	**17,165,443,581**
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and accrued expenses	10	**98,880,241**	100,092,713
Current portion of provision for clearing costs	11	**1,011,437,699**	1,014,996,289
Current portion of borrowings	12	**6,238,802**	8,351,907
Liability for refund of stock rights subscription		**16,757,927**	16,757,927
Income tax payable		**143,318**	-
Total current liabilities		**1,133,457,987**	1,140,198,836
Non-current liabilities			
Provision for clearing costs, net of current portion	11	**7,958,840,691**	7,958,840,691
Borrowings, net of current portion	12	**1,321,909**	1,321,909
Deferred income tax liabilities, net		**1,685,007,199**	1,685,007,200
Retirement benefit obligation		**2,669,359**	2,669,359
Total non-current liabilities		**9,647,839,158**	9,647,839,159
Total liabilities		**10,781,297,145**	10,788,037,995
Equity			
Share capital	13	**6,061,578,964**	1,499,913,964
Share premium		**587,822,982**	200,018,642
Deposits for future shares subscription		**-**	1,276,099,000
Subscription Receivable		**(3,755,348,000)**	-
Treasury shares		**(18,642)**	(18,642)
Fair value reserve		**(416,223)**	(416,223)
Remeasurement gain of retirement obligation, net of tax		**803,918**	803,918
Retained earnings		**3,328,755,189**	3,401,004,927
Total equity		**6,223,178,188**	6,377,405,586
Total liabilities and equity		**17,004,475,333**	**17,165,443,581**

Philippine Infradev Holdings Inc. and Subsidiary
(Formerly IRC Properties, Inc. and Subsidiary)

Consolidated Statements of Total Comprehensive Income
For the six-months period ended June 30, 2019 and 2018
(All amounts in Philippine Peso)

		Quarters Ended Apr 1 – Jun 30		Year to Date Jan 1 – Jun 30	
	Notes	**2019**	2018	**2019**	2018
Income		**(UNAUDITED)**	(UNAUDITED)	**(UNAUDITED)**	(UNAUDITED)
Sales of real estate, net	5	**21,864,929**	44,455,430	**56,694,929**	69,506,680
Rental income		**800**	800	**1,600**	117,707
Interest income	2	**28,306**	36,429	**49,530**	40,646
Gain on extinguishment of debt		**-**	-	**-**	50,000,000
Other income		**567,795**	40,179	**1,107,923**	42,771
		22,461,830	44,532,838	**57,853,982**	119,707,804
Costs and expenses					
Cost of real estate sold	5	**12,615,437**	28,917,452	**34,505,507**	45,670,088
Salaries, wages and employee benefits	14	**1,985,049**	2,277,889	**5,131,382**	4,979,957
Professional fees and other outside services		**309,508**	3,568,870	**2,414,708**	5,477,813
Taxes and licenses		**839,417**	3,338,041	**2,425,820**	5,003,815
Commission		**1,066,312**	3,280,795	**3,787,624**	4,928,512
Meeting expenses		**1,892,023**	1,745,445	**2,505,465**	3,530,235
Rent		**1,013,603**	258,948	**2,027,207**	1,444,657
Office supplies		**657,847**	542,071	**983,437**	1,003,737
Retirement benefit expense		**-**	-	**-**	3,244,531
Depreciation	8	**197,287**	225,419	**394,573**	450,840
Provision for doubtful accounts		**-**	-	**-**	6,397,956
Other expenses	15	**1,823,538**	-	**3,200,531**	6,359,079
		22,400,021	44,154,930	**57,376,254**	88,491,220
Income before income tax		**61,809**	377,908	**477,728**	31,216,584
Income tax expense		**(18,542)**	-	**(143,318)**	(5,463,602)
Net income for the year		**43,267**	377,908	**334,410**	25,752,982
Item that will not be reclassified to profit or loss:					
Remeasurement gain (loss) of retirement benefit obligation, net of tax		**-**	-	**-**	-
Fair value loss on investments in equity securities		**-**	-	**-**	-
Total comprehensive income for the year		**43,267**	377,908	**334,410**	25,752,982
Basic and diluted earnings per share		**0.00**	0.00	**0.00**	0.01

Philippine Infradev Holdings Inc. and Subsidiary
(Formerly IRC Properties, Inc. and Subsidiary)
Consolidated Statements of Changes in Equity
For the six-months period ended June 30, 2019 and 2018
(All amounts in Philippine Peso)

	Share capital (Note 13)	**Share premium**	**Deposits for future shares subscription**	**Subscription Receivable**	**Treasury shares**	**Fair value reserve**	**Remeasurement gain (loss) of retirement benefit obligation**	**Retained earnings**	**Total**
Balances as at January 1, 2018	**1,327,113,964**	**130,898,642**	**-**	**-**	**(18,642)**	**(8,943)**	**301,506**	**409,071,379**	**1,867,357,906**
Comprehensive income									
Net income for the first two quarters	-	-	-	-	-	-	-	25,752,982	25,752,982
Total comprehensive income for the year	-	-	-	-	-	-	-	25,752,982	25,752,982
Balances as at June 30, 2018	**1,327,113,964**	**130,898,642**	**-**	**-**	**(18,642)**	**(8,943)**	**301,506**	**434,824,361**	**1,893,110,888**
Comprehensive income									
Net income for the last two quarters	-	-	-	-	-	-	-	2,966,180,566	2,966,180,566
Other comprehensive income									
Remeasurement gain of retirement benefit obligation, net of tax	-	-	-	-	-	-	502,412	-	502,412
Fair value loss on investments in equity securities	-	-			-	(407,280)	-	-	(407,280)
Total comprehensive income for the last two quarters	-	-	-	-	-	(407,280)	502,412	2,966,180,566	2,966,275,698
Transaction with owners									
Deposits for future shares subscription	-	-	1,276,099,000		-	-	-	-	1,276,099,000
Issuance of shares	172,800,000	69,120,000	-		-	-	-	-	241,920,000
	172,800,000	69,120,000	1,276,099,000	-	-	-	-	-	1,518,019,000
Balances as at January 1, 2019	**1,499,913,964**	**200,018,642**	**1,276,099,000**	**-**	**(18,642)**	**(416,223)**	**803,918**	**3,401,004,927**	**6,377,405,586**
Comprehensive income									
Net income (loss) for the first two quarters	-	-	-		-	-	-	334,410	334,410
Total comprehensive income for the first two quarters	-	-	-	-	-	-	-	334,410	334,410
Transaction with owners									
Issuance of shares	4,561,665,000	469,782,000	(1,276,099,000)	(3,755,348,000)	-	-	-	-	-
Costs on issuance of shares	-	(81,977,660)						(72,584,148)	(154,561,808)
	4,561,665,000	387,804,340	(1,276,099,000)	(3,755,348,000)	-	-	-	(72,584,148)	(154,561,808)
Balances as at June 30, 2019	**6,061,578,964**	**587,822,982**	**-**	**(3,755,348,000)**	**(18,642)**	**(416,223)**	**803,918**	**3,328,755,189**	**6,223,178,188**

Philippine Infradev Holdings Inc. and Subsidiary
(Formerly IRC Properties, Inc. and Subsidiary)

Consolidated Statements of Cash Flows
For the six-months period ended June 30, 2019 and 2018
(All amounts in Philippine Peso)

	Notes	Jan 1 – Jun 30	
		2019	2018
		(UNAUDITED)	(UNAUDITED)
Cash flows from operating activities			
Income before income tax		**477,728**	P 31,216,584
Adjustments for:			
Interest expense		**107,970**	-
Retirement benefit expense		**-**	3,244,531
Depreciation		**394,574**	450,840
Unrealized foreign exchange loss (gain)		**-**	41,451
Amortization		**39,814**	-
Provision for doubtful accounts		**-**	6,397,956
Gain on reversal of notes payable		**-**	(50,000,000)
Interest income		**(49,530)**	(40,646)
Operating income (loss) before changes in working capital		**970,556**	(8,689,284)
Changes in working capital			
Receivables		**198,683,506**	(8,587,507)
Real estate held for sale and development		**28,063,900**	18,494,466
Prepayments and other current assets		**(13,419,026)**	(2,731,783)
Other assets		**(293,023,466)**	-
Accounts payable and accrued expenses		**(1,320,442)**	4,746,633
Cash generated from (absorbed by) operations		**(80,044,972)**	3,232,525
Interest received		**49,530**	40,646
Settlement of clearing costs		**(3,558,590)**	(2,123,918)
Net cash provided by (used in) operating activities		**(83,554,032)**	1,149,253
Cash flows from investing activities			
Payments for expenditure on investment property		**(9,902)**	(5,893,962)
Payment for acquisition of computer software		**-**	(46,759)
Payments for acquisition of property and equipment		**(763,560)**	(290,422)
Net cash provided by (used in) investing activities		**(773,462)**	(6,231,143)
Cash flows from financing activities			
Proceeds from issuance of stocks		**-**	241,920,000
Settlement of advances		**-**	(4,000,000)
Payment for cost on issuance of shares		**(154,561,808)**	-
Proceeds from borrowings		**-**	30,000,000
Interest paid for borrowings		**-**	(64,221,323)
Settlement of borrowings		**(2,113,106)**	(109,048,033)
Net cash provided by (used in) financing activities		**(156,674,914)**	94,650,644
Net increase (decrease) in cash for the period		**(241,002,408)**	89,568,754
Cash as at January 1		**1,108,701,953**	1,908,897
Cash as at June 30		**867,699,545**	P 91,477,651

PHILIPPINE INFRADEV HOLDINGS INC.

AGING OF ACCOUNTS RECEIVABLE
As of June 30, 2019
(All amounts in Philippine Peso)

	Amount	1-30 days	Over 30 days	Over 60 days	Over 90 days
Receivable from Amaia	**6,738,260**	-	-	4,297,007	2,441,253
Receivable from HDMF	**19,194,101**	-	-	-	19,194,101
Advances to M. Carsula	**1,417,341**	-	-	-	1,417,341
Advances to officer/ employees	**358,980**	-	358,980	-	-
Advances to affiliates	**65,789**	-	-	-	65,789
Advances for liquidation	**1,687,866**	-	-	-	1,687,866
Receivable from sold units	**12,976,316**	-	2,595,263	4,282,184	6,098,869
Advances to other contractors	**14,715,339**	-	-	-	14,715,339
Advances to VGP	**22,200,000**	-	-	-	22,200,000
Advances to Greenroof Corp	**25,117,941**	-	-	-	25,117,941
Others	**79,300**	-	-	-	79,300
TOTAL ACCOUNTS RECEIVABLE	**104,551,233**	**-**	**2,954,243**	**8,579,191**	**93,017,799**

Note 1 - Corporate Information

Philippine Infradev Holdings Inc. (formerly IRC Properties, Inc.) (the "Parent Company") was incorporated in the Philippines on February 24, 1975. The Parent Company is primarily engaged in the acquisition, reclamation, development, or exploitation of lands for the purpose of converting and developing said lands to integrated residential or commercial neighborhoods, and generally to engage in real estate business in all its forms.

The Parent Company is 75.10% both directly and indirectly, owned by Aggregate Business Group Holdings Inc. (ABG). The remaining interest is owned by various corporate and individual shareholders. The Parent Company became a public company through an initial public offering on February 27, 1978. There are no other offerings made other than new shares issued arising from stock rights offering in 2010.

The Parent Company has subsidiaries, Interport Development Corporation (IDC) and Makati City Subway, Inc. (MCSI) (the "Subsidiaries"). IDC is primarily involved in the acquisition and selling of real estate of all kinds or to hold such properties for investment purposes. MCSI is primarily engaged in the development, construction, operation, repair, maintenance, management and other allied business involving infrastructure and/ or public utility projects. The Parent Company and the Subsidiaries have been collectively referred hereinto as the Group.

In 2013, the Group entered into joint development agreements with two local real estate developers to develop a certain portion of clean Binangonan properties. Moreover, the Group is actively in the process of clearing and re-titling the large portion of the property in Binangonan for future developments.

On July 9, 2015, the Group entered into a joint development agreement with a foreign investor for the development of a four-hectare housing project, the Group's third residential development within its Binangonan property.

On May 19, 2016, the Group's negotiations with a leading local real estate developer relative to the acquisition of a portion of the 2,200-hectare Binangonan lot materialized. The Group believes that the entry of this leading local real estate developer will jumpstart the development of a new mixed-use community south of Metro Manila.

On October 23, 2018, the Parent Company received from Public-Private Partnership Selection Committee of Makati City Government a Notice of Award for the construction and operation of the Makati Subway System (the "Project") to be implemented through a joint venture agreement. The Project has been awarded to the Parent Company as the lead proponent of a consortium.

On March 13, 2019, the Parent Company incorporated Makati City Subway, Inc. (MCSI) as a wholly-owned subsidiary. MCSI will serve as the corporate vehicle for the Project.

The registered office of the Group and its principal place of business is at 35/F Rufino Pacific Tower, 6784 Ayala Avenue, Makati City. As at June 30, 2019, the Group has 24 regular employees (December 31, 2018 - 28 regular employees). The administrative functions of the subsidiary are handled by the Parent Company's management.

The Parent Company has its primary listing on the Philippine Stock Exchange (PSE). As at June 30, 2019, the Parent Company has 556 shareholders (December 31, 2018 - 549 shareholders).

Note 2 - Cash

The account consists of:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Cash in banks	**P 867,378,351**	P 1,108,378,953
Cash on hand	**321,194**	323,000
	P 867,699,545	P 1,108,701,953

Cash in banks earn interest at the prevailing bank deposit rates. Interest income earned from bank deposits for the quarters ended June 30, 2019 amounted to P49,530 (2018 – 40,646).

Note 3 - Receivables, net

The account consists of:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Advances to shareholder	**P -**	P 211,020,846
Receivables from subcontractors	**63,721,146**	59,126,436
Receivables from sale of real estate held for sale and development	**40,326,018**	32,554,971
Advances to officers and employees	**358,980**	387,396
Others	**145,089**	145,090
	104,551,233	303,234,739
Provision for doubtful accounts	**(2,000,000)**	(2,000,000)
	P 102,551,233	P 301,234,739

Note 4 - Funds held by custodian bank

The account represents restricted funds from the proceeds of the Parent Company's cancelled stock rights offering in 1996, which was deposited with a local custodian bank. The local custodian bank is responsible for monitoring withdrawals or disbursements from the funds, and ensuring that all withdrawals and orders for payment made are in connection with, or relating to, any of the purposes specified in the work program submitted by the Group to the SEC in connection with the stock rights offering (Note 13).

Following SEC's order to refund the money, the proceeds have been presented as liability in the consolidated statements of financial position. The Group does not have legal right to defer payment beyond one (1) year for any claims received, hence, the amount was presented as current liability.

During 2019 and 2018, there were neither payments of principal nor withdrawals from the account.

Note 5 - Real estate held for sale and development

This account represents cumulative development and construction costs of on-going housing projects in Binangonan, Rizal.

Details and movements of the account are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
At cost		
Beginning	**P 1,000,139,393**	P 1,023,484,195
Additions, including capitalized interest	**6,441,607**	64,159,250
Charged to cost of sales	**(34,505,507)**	(87,504,052)
Ending	**P 972,075,493**	P 1,000,139,393

Note 6 - Prepayments and other current assets

The account consists of:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Prepaid taxes	**P 11,270,924**	P 9,704,144
Input value-added tax (VAT)	**11,267,224**	3,514,245
Advances to subcontractors	**1,926,882**	1,926,882
Prepaid insurance	**77,588**	77,588
Prepaid rent	**4,099,267**	-
Others	**1,054,456**	1,054,456
	P 29,696,341	P 16,277,315

Note 7 - Investment property

The movements of this account are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Beginning	**P 14,713,619,640**	P 2,487,484,670
Unrealized fair value gain	**-**	4,148,949,957
Provision for clearing costs	**-**	8,057,485,719
Additions, including capitalized interest	**9,902**	19,699,294
Disposals	**-**	-
Ending	**P 14,713,629,542**	P 14,713,619,640

Note 8 - Property and equipment, net

Details of property and equipment and its movement are as follows:

	Office equipment	Furniture and fixtures	Transportation equipment	Communication equipment	Total
Cost					
January 1, 2018	P 3,020,039	P 2,497,053	P 3,083,865	P 230,846	P 8,831,803
Additions	245,917	165,044	5,378,221	-	5,789,182
Disposals	(462,607)	(2,191,299)	(391,268)	(203,864)	(3,249,038)
December 31, 2018	2,803,349	470,798	8,070,818	26,982	11,371,947
Additions	34,274	729,286	-	-	763,560
June 30, 2019	**2,837,623**	**1,200,084**	**8,070,818**	**26,982**	**12,135,507**
Accumulated depreciation					
January 1, 2018	2,567,838	2,240,718	1,997,889	211,201	7,017,646
Depreciation	351,105	180,672	244,469	12,900	789,146
Disposals	(462,607)	(2,191,299)	(391,268)	(203,864)	(3,249,038)
December 31, 2018	2,456,336	230,091	1,851,090	20,237	4,557,754
Depreciation	175,554	90,336	122,234	6,450	394,574
June 30, 2019	**2,631,890**	**320,427**	**1,973,324**	**26,687**	**4,952,328**
Net book value					
June 30, 2019	**P 205,733**	**P 879,657**	**P 6,097,494**	**P 295**	**P 7,183,179**
December 31, 2018	P 347,013	P 240,707	P 6,219,728	P 6,745	P 6,814,193

Note 9 - Other assets

Other assets consist of:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Refundable deposits	**P 2,170,159**	P 1,486,948
Investments in equity securities	**213,100**	213,100
Computer software, net	**96,509**	136,323
Project Development Cost - Makati City Subway	**107,502,108**	-
Deposit to Other Parties	**184,835,000**	-
Other assets	**65,197**	62,050
	P 294,882,073	P 1,898,421

Note 10 - Accounts payable and accrued expenses

Accounts payable and accrued expenses consist of:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Accounts payable	**P 14,713,094**	P 14,713,098
Retention payable	**7,139,489**	6,798,117
Accrued expenses and other payables		
Interest, penalties and related charges	**3,293,860**	3,301,474
Customer's deposits	**36,080,936**	34,781,542
Real property taxes	**26,683,320**	27,001,708
Salaries, wages and benefits	**125,719**	251,604
Others	**10,843,823**	13,245,170
	P 98,880,241	P 100,092,713

Note 11 - Provision for clearing costs

The movements in provision for clearing costs are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Beginning	**P 8,973,836,980**	P 920,180,309
Change in estimate, net of unwinding of discount	**-**	8,057,485,719
Actual clearing costs paid	**(3,558,590)**	(3,829,048)
Ending	**P 8,970,278,390**	P 8,973,836,980

Note 12 - Borrowings

The movements in borrowings and net debt reconciliation are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Beginning	**P 9,673,816**	P 261,918,107
Cash flow changes		
Availments	**-**	51,039,200
Payments	**(2,113,105)**	(159,256,618)
Reversals	**-**	(144,026,873)
Ending	**7,560,711**	9,673,816
Cash	**(867,699,545)**	(1,108,701,953)
Net debt	**P (860,138,834)**	P 1,099,028,137

Note 13 - Share capital; Earnings per share

(a) Share capital and share premium

Authorized capital and issued shares outstanding consist of:

	Authorized		Issued	
	Number of shares	Amount	Number of shares	Amount
2019				
Common shares with par value				
P1 per share	**19,500,000,000**	**19,500,000,000**	6,061,578,964	6,061,578,964
2018				
Common shares with par value				
P1 per share	1,500,000,000	1,500,000,000	1,499,913,964	1,499,913,964

In 2015, an increase in authorized share capital from 1,000,000,000 to 1,500,000,000 was approved by the SEC.

In 2016, the Group issued 200,000,000 shares at P1.40 per share (2015 - 127,200,800 shares at P1.40 per share) that resulted in a share premium of P80.0 million, increasing share premium to P130.88 million (2015 - P50.88 million). The proceeds from this issuance were presented under cash flows from financing activities in the consolidated statement of cash flows.

In 2018, the Group issued 172,800,000 shares at P1.40 per share which brought the share premium to increase by P 69.12 million. The proceeds from this issuance were presented under cash flows from financing activities in the consolidated statement of cash flows.

On March 15, 2019, following SEC's approval on the increase in authorized share capital, Parent Company issued 4.56 billion common shares which resulted to a share premium of P469.78 million.

(b) Treasury shares

The Group acquired some of its shares of stock as a reserve for future claims of shareholders which are shown in its transfer agent's records but not in its accounts. It is the Group's policy to honor such claims and therefore, issue the said reacquired shares to shareholders upon their presentation of the original unrecorded stock certificates.

In 2017, the Group recorded reclassifications from share capital and share premium to treasury shares to align with the records maintained by the stock transfer agent. Due to impracticability and materiality, this was adjusted prospectively. This transaction did not generate any cash flow. No material transactions occurred during the second quarter of 2019.

(c) Earnings per share

Basic and diluted earnings per share, which are the same due to absence of dilutive potential common shares, for the quarter ended June 30, 2019 and for the years ended December 31, 2018 and 2017 are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)	December 31, 2017 (AUDITED)
Net income for the year	**P 334,410**	P 2,991,933,548	P 22,956,195
Weighted average number of shares outstanding	**4,541,023,964**	1,422,313,964	1,327,113,971
Earnings per share	**0.00**	2.07	0.02

On July 20, 2018, the BOD and shareholders approved the increase in the authorized share capital from P1.50 billion to P19.5 billion, composed of P9.50 billion common shares and P10.00 billion preferred shares.

Subsequently, the Parent Company received from its shareholders deposits for future shares subscription amounting to P1.28 billion as at December 31, 2018, pending SEC's approval on the increase in authorized share capital. On March 15, 2019, following SEC's approval the Parent Company issued the corresponding 4.56 billion common shares.

(d) Liability for refund of stock rights subscription

On February 19, 1996, the SEC approved the Group's application for the issuance of 40 billion shares, by way of stock rights offering, at an offer price of P0.012 per share. The Group commenced its stock rights offering on March 31, 1997. However, on July 15, 1997, the SEC revoked the Certificate of Permit to Sell Securities and ordered the Group and its custodian bank to immediately return to subscribers the proceeds from the rights offering currently held in escrow. The proceeds from the offering, which remained unclaimed by the subscribers, are shown as "Liability for refund of stock rights subscription" in the current liabilities section of the consolidated statement of financial position.

Note 14 - Salaries, wages and employee benefits

Details of salaries, wages and employee benefits are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Salaries and wages	**P 4,146,708**	P 8,115,562
Bonus and allowances	**668,604**	6,165,862
Separation pay	**72,000**	234,189
SSS, Philhealth and HDMF	**244,070**	446,882
	P 5,131,382	P 14,962,495

Note 15 - Other expenses

Details of other expenses are as follows:

	June 30, 2019 (UNAUDITED)	December 31, 2018 (AUDITED)
Transportation and travel	**P 31,070**	P 2,556,701
Light and water	**286,069**	1,773,152
Interest expense	**107,970**	1,740,610
Gasoline, oil and parking	**593,702**	1,358,743
Repairs and maintenance	**468,451**	864,062
Input VAT write-off	**-**	798,756
Medical	**555,466**	782,864
Dues and subscription	**269,539**	427,465
Personnel	**-**	388,723
Communication	**125,409**	377,032
Meals	**158,178**	353,768
Unrealized Foreign exchange loss, net	**-**	114,654
Marketing	**20,050**	111,889
Amortization	**39,814**	79,629
Representation	**7,958**	-
Miscellaneous	**536,855**	2,901,206
	P 3,200,531	P 14,629,254

Note 16 - Contingencies

The Group has contingent liabilities with respect to claims, lawsuits and taxes which are pending decision by the courts or being contested, the outcome of which are not presently determinable. The detailed information about these claims, lawsuits and taxes has not been disclosed as it might prejudice the ongoing litigations. Management is of the opinion that an adverse judgment in any one case will not materially affect its financial position and financial performance. Management believes that liability arising is not probable, thus, no provisions were made during the year.

The Group has also unrecognized contingent assets pertaining to Binangonan properties. Such assets will be recognized when assets are cleared and/or under the legal and economic possession of the Group.

Note 17 - Related party transaction

In the normal course of business, the Company has transactions with its major shareholders and related parties under common control. For the quarter ended June 30, 2019, major transactions with related parties pertain to advances made to Makati City Subway, Inc. (MCSI), wholly-owned subsidiary, to cover pre-operating expenses (Note 1).

Note 18 - Critical accounting estimates, assumptions and judgments

Estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

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

18.1 Critical accounting estimates and assumptions

(a) Estimate of fair value of investment property

The Parent Company's Binangonan property has an estimated market value of P1,200 per square meter as at June 30, 2019 and December 31, 2018 based on the following significant assumptions used by the independent appraiser:

- current prices in an active market for properties of similar nature, condition or location, adjusted to reflect possible differences; and
- recent prices of similar properties in less active markets, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices.

The fair value of the investment properties was determined using the sales comparison approach. This was a comparative approach that considered the sales of similar or substitute properties and related market data, which may also consider current listings and offerings. The valuation of the investment properties was categorized as Level 3 measurement as it utilized adjusted inputs for valuation that were, for the major part, unobservable as at the date of valuation.

(b) Provision for clearing costs

Supreme Court affirmed the validity of the Parent Company's titles over its 2,200 hectares of Binangonan property. However, due to a number of factors, including the recognition of Supreme Court's recognition of the superior rights of the bonafide occupants as well as potential challenges in clearing and re-titling of this large area of land, management has estimated that only 1,513 hectares are expected to be recovered/cleared and re-titled in the name of the Parent Company as at June 30, 2019. This estimate is assessed at regular intervals of one (1) to three (3) years based on the Group's interaction with current occupants.

Management believes that the current provision is the best estimate based on existing conditions and circumstances as at June 30, 2019 and December 31, 2018. With this, it is reasonably possible, based on existing knowledge, that the outcomes within the next financial year that are different from estimates could require a material adjustment to the carrying amount of the provision for clearing costs.

(c) *Determining NRV of real estate held for sale and development*

Inventories are valued at the lower of cost and NRV. This requires the Group to make an estimate of the inventories' estimated selling price in the ordinary course of business, costs of completion and costs necessary to make a sale to determine the NRV. The Group adjusts the cost of its real estate inventories to NRV based on its assessment of the recoverability of the real estate inventories. In determining the recoverability of the inventories, management considers whether inventories are damaged or if their selling prices have declined. Likewise, management also considers whether the estimated costs of completion or the estimated costs to be incurred to make the sale have increased. In the event that NRV is lower than the cost, the decline is recognized as an expense. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

18.2 Critical accounting judgments

(a) Impairment of financial assets

From January 1, 2018, the Group applied the ECL model associated with its financial assets at amortized cost. The loss allowance for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Until December 31, 2017, the provision for impairment of receivables is based on the Group's assessment of the collectability of payments from its debtors. This assessment requires judgment regarding the ability of the debtors to pay the amounts owed to the Group and the outcome of any disputes. Any change in the Group's assessment of the collectability of receivables could significantly impact the calculation of such provision and results of its financial performance.

(b) Joint arrangements

Management enters into joint arrangements for the development of its properties. Per contractual agreements, the Group's contribution on the joint arrangements is limited only to the value of the land and any obligations related to development are on the account of the counterparty in the joint operations. The joint arrangement is not structured through a separate vehicle and the Group has direct access to the arrangements' assets and obligations for liabilities. As such, the arrangement is classified as joint operations.

Total land contributed to joint operations as at June 30, 2019 and December 31, 2018 is recorded as part of real estate held for sale and development in the consolidated statements of financial position.

(c) Recognition of deferred income tax assets

Management reviews at each reporting date the carrying amounts of deferred income tax assets. The carrying amount of deferred income tax assets is reduced to the extent that it is no longer probable that sufficient taxable profit will be available against which the related tax assets can be utilized.

(d) Contingencies

The Group is currently involved in a disputed claim. Management currently believes, in consultation with its legal counsels, that the ultimate outcome of the proceeding will not have a material effect on the Group's consolidated financial statements. It is possible, however, that future results of operations could materially be affected by changes in the estimate in the final outcome of the proceeding.

Note 19 - Summary of significant accounting policies

The principal accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

19.1 Basis of preparation

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

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of investments in equity securities and investment property.

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

Changes in accounting policies and disclosures

New standards, amendments to existing standards and interpretations adopted

The Group has applied the following standards and amendments for the first time for their annual reporting period commencing January 1, 2018:

- PFRS 9, Financial Instruments, deals with the classification, measurement, and impairment of financial instruments, as well as hedge accounting.

  PFRS 9 replaces the multiple classification and measurement models for financial assets in PAS 39, Financial Instruments: Recognition and Measurement, with a single model that has three (3) classification categories: amortized cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVPL). Classification under PFRS 9 is driven by the entity's business model for managing the financial assets and whether the contractual characteristics of the financial assets represent solely payments of principal and interest. Investments in equity instruments are required to be measured at FVPL with the irrevocable option at inception to present changes in fair value in other comprehensive income. For such liabilities, changes in fair value related to changes in own credit risk are presented separately in other comprehensive income.

  The impairment rules of PFRS 9 introduce an ECL model that replaces the incurred loss impairment model used in PAS 39. The new ECL model that replaces the incurred loss impairment model used in PAS 39 did not significantly impacted the Group's provision for impairment losses mainly due to its financing scheme and counterparty profiles.

  The hedging rules of PFRS 9 better align hedge accounting with an entity's risk management strategies. Also, some of the prohibitions and rules in PAS 39 are removed or changed, making hedge accounting easier or less costly to achieve for many hedges. The Group has no hedging activities as at June 30, 2019.

  The Group has applied PFRS 9 retrospectively, but has elected not to restate comparative information. As a result, the comparative information provided continues to be accounted for in accordance with the Group's previous accounting policy. The adoption of PFRS 9 did not have any impact on the amounts recognized in prior periods but has resulted in changes in the Group's accounting policies for classification and impairment of financial assets.

- PFRS 15, Revenue from Contracts with Customers, deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. The standard replaces PAS 18, Revenue, and PAS 11, Construction Contracts, and related interpretations.

  The Group adopted the standard on January 1, 2018 but did not have an impact in the consolidated financial statements as the Group's revenues are mainly from sales of real estate properties which are under HDMF financing.

- Amendments to PAS 40: Transfers of Investment Property, clarifies that transfers to, or from, investment property can only be made if there has been a change in use that is supported by evidence. A change in use occurs when the property meets, or ceases to meet, the definition of investment property. A change in intention alone is not sufficient to support a transfer. There are no transfers to, or from, investment property in 2018.
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There are no other new standards, amendments to existing standards, and interpretations which are effective for the financial year beginning on January 1, 2018, which would have a significant impact or is considered relevant to the Group's consolidated financial statements.

Basis of consolidation

The consolidated financial statements comprise the financial statements of Parent Company and its two (2) wholly-owned subsidiaries, IDC and MCSI as at June 30, 2019 and December 31, 2018 and for the quarter ended June 30, 2019 and for the period ended December 31, 2018. The Group uses uniform accounting policies, any difference between the Parent Company and Subsidiary are adjusted properly.

As at June 30, 2019, IDC and MCSI are the subsidiaries of the Parent Company.

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

(a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. These are deconsolidated from the date that control ceases.

Subsidiaries are all entities over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The Group also assesses the existence of control where it does not have more than 50% of the voting power but is able to govern the financial reporting and operating policies by virtue of de facto control. De facto control may arise in circumstances where the size Group's voting rights relative to the size and dispersion of holdings of other shareholders give the Group the power to govern the financial and operating policies.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

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

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

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

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

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

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

(c) Disposal of subsidiaries

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

19.2 Cash and funds held by a custodian bank

For purpose of presentation in the consolidated statement of cash flows, cash consists of cash on hand and deposits held at call with banks. Funds that are restricted and designated for particular purpose are shown separately from cash in the consolidated statement of financial position and are classified as current or non-current depending on the expected timing of disbursements. These are stated at face value or nominal amount.

19.3 Financial instruments

Classification

The Group classifies its financial assets and liabilities according to the categories described below. The classification depends on the purpose for which the financial assets and liabilities were acquired. Management determines the classification of its financial assets and liabilities at initial recognition.

(a) Financial assets

The Group classifies its financial assets in the following categories: loans and receivables, held-to-maturity investments, available-for-sale and financial assets at fair value through profit or loss. The Group only has financial assets classified as loans and receivables and available-for-sale financial assets as at June 30, 2019 and December 31, 2018.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and where management has no intention of trading. These are included in current assets, except for maturities greater than 12 months after the reporting date, in which case, these are classified as non-current assets. Loans and receivables comprise of cash (Note 19.2), receivables, including a portion of advances to subcontractors and excluding advances to officers and employees (Note 19.4), funds held by custodian bank (Note 19.2) and refundable deposits (Note 19.5) under other assets in the consolidated statement of financial position.

(ii) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. These are included in non-current assets unless management intends to dispose of the financial assets within 12 months from the reporting date. The Group's investments in various listed and unlisted local entities are classified under this category.

(b) Financial liabilities

The Group classifies its financial liabilities as financial liabilities at fair value through profit or loss or financial liabilities at amortized cost. The Group does not have any financial liability designated at fair value through profit or loss as at June 30, 2019 and December 31, 2018.

Financial liabilities at amortized cost pertains to issued financial instruments that are not classified or designated at fair value through profit or loss and contain contract obligations to deliver cash or another financial asset to the holder or to settle the obligation other than the exchange of a fixed amount of cash.

Financial liabilities at amortized cost are included in current liabilities, except for maturities greater than 12 months after the reporting date, in which case, these are classified as non-current liabilities. The Group's accounts payable and accrued expenses (excluding government related liabilities), borrowings, and liability for refund of stock rights subscription are classified under this category.

Recognition and measurement

(a) Initial recognition and measurement

Regular-way purchases and sales of financial assets are recognized on trade date - the date on which the Group commits to purchase or sell the asset. Financial assets and liabilities not carried at fair value through profit or loss are initially recognized at fair value plus transaction costs.

(b) Subsequent measurement

The Group's loans and receivables and financial liabilities at amortized cost are subsequently measured at amortized cost using the effective interest method.

Available-for-sale financial assets are subsequently carried at fair value, except, investments in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured and derivatives that are linked to and must be settled by delivery of such unquoted equity instruments, which shall be measured at cost.

When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognized in equity are included in profit or loss as gains and losses from investment securities.

Dividends on equity instruments are recognized in profit or loss when the Group's right to receive payment is established.

Impairment of financial assets

The Group assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

(i) Loans and receivables

For loans and receivables, the Group first assesses whether objective evidence of impairment exists individually for receivables that are individually significant, and collectively for receivables that are not individually significant using the criteria above. If the Group determines that no objective evidence of impairment exists for an individually assessed receivable, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses those for impairment. Receivables that are individually assessed for impairment and for which an impairment loss is or continues to be recognized are not included in a collective assessment of impairment.

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The asset's carrying amount is reduced and the amount of the loss is recognized in profit or loss. If a loans and receivable has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the reversal of the previously recognized impairment loss is recognized in profit or loss. Reversals of previously recorded impairment provision are based on the result of management's update assessment, considering the available facts and changes in circumstances, including but not limited to results of recent discussions and arrangements entered into with customers as to the recoverability of receivables at the end of the reporting period. Subsequent recoveries of amounts previously written-off are credited against operating expenses in profit or loss.

(ii) Available-for-sale financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired.

For equity investments, a significant or prolonged decline in the fair value of security below its cost is also evidence that the assets are impaired. If any such evidence exists the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognized in profit or loss - is removed from equity and recognized in profit or loss. Impairment losses recognized in profit or loss on equity instruments are not reversed through profit or loss.

Derecognition

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

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

19.4 Receivables

Receivables arising from regular sale of land held for development and real properties held for sale and development made in the ordinary course of business are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less any provision for impairment. Other long-term receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less any provision for impairment.

Receivables with average credit term of 30 to 90 days are measured at the original invoice amount (as the effect of discounting is immaterial), less any provision for impairment.

A provision for impairment of receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognized in profit or loss within costs and expenses in the consolidated statement of total comprehensive income. When a receivable remains uncollectible after the Group has exerted all legal remedies, it is written-off against the allowance account for receivables.

19.5 Prepayments and other current assets

Prepayments and other current assets are recognized in the event that payment has been made in advance of obtaining right of access to receipt of services and measured at the amount of cash paid, which is equal to its nominal amount. Prepayments and other current assets are recognized as expense either with the passage of time or through use or consumption.

Prepayments and other assets are carried at cost and are included in current assets, except when the related goods or services are expected to be received and rendered more than 12 months after the end of the reporting period, in which case, these are classified as non-current assets.

Prepayments in the form of unused tax credits are derecognized when the there is a legally enforceable right to offset the recognized amounts against income tax due and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

Input VAT are stated at face value less provision for impairment, if any. Any allowance for unrecoverable input, if any, is maintained by the Group at a level considered adequate to provide for potential uncollectible portions of the claims. Management evaluates the level of impairment provision on the basis of factors that affect the collectivity of the claim. The Group, on a continuing basis, makes a review of the status of the claims designed to identify those that may require provision for impairment losses.

19.6 Land held for development; Real properties held for sale and development

Land held for development refers to land acquired exclusively for development and resale thereafter. Real properties held for sale and development include housing projects. Land held for development and real properties held for sale and development are stated at the lower of cost and net realizable value. The cost comprises purchase price plus costs directly attributable to the acquisition of the assets including clearing, retitling, site preparation and subsequent development costs. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Borrowing costs associated with on-going development of these properties are capitalized during its construction/development period.

The fair value of the land transferred from investment property to land held for development account due to change in use on the property is deemed as cost for subsequent accounting. Transfers from investment property to land held for development happen when the Group comes up with a concrete plan to clear the lots and/or when the Group enters into a Memorandum of Agreement with a third party to perform retitling and related clearing activities.

Upon disposal, the asset accounts are relieved of the pertinent costs of acquisition and improvements, and provision for decline in value (if any) and the related realized profit on sale is recognized in profit or loss.

19.7 Investment property

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

The Group's investment property, principally comprising of properties in Binangonan, Rizal are held for capital appreciation and is not occupied by the Group. The Group has adopted the fair value model for its investment property

After initial recognition, investment property is carried at fair value as determined by an independent firm of appraisers. Fair value is based on market data approach, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If this information is not available, the Group uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. These valuations are reviewed annually by the independent appraiser. Investment property that is being redeveloped for continuing use as investment property or for which the market has become less active continues to be measured at fair value. On a regular basis, an estimate of the recoverable or clearable area over the Group's 2,200-hectare property is done by an independent contractor. An increment in the recoverable area is recognized at fair value, with a consequent provision for estimated clearing costs.

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

Changes in fair values are recognized in profit or loss.

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

Removal of an item within investment property is triggered by a change in use, by sale or disposal. If an investment property becomes owner-occupied, it is reclassified as property and equipment (Note 19.9), and its fair value at the date of reclassification becomes its cost for accounting purposes. Gain or loss arising from disposal is determined as the difference between the net disposal proceeds and the carrying amount of the asset. Gain or loss on disposal is recognized in profit or loss in the period of the disposal.

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

19.8 Investments in other entities

The Group has applied PFRS 11, Joint Arrangements, to all joint arrangements effective January 1, 2013 and has applied accounting retrospectively. Under PFRS 11, investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations each investor.

The Group has entered into joint arrangement agreements with third parties to develop a portion of its land located in Binangonan, Rizal. Under the terms of the agreement, the Group will contribute lots, construction and development to the joint arrangements. The Group recognizes revenue based on the sales of the pre-determined lots assigned in accordance with the provisions of the agreement.

The Group has assessed the nature of its joint arrangement and determined it to be joint operations.

The Group classifies the land contributed in accordance with PAS 2, Inventories.

The contractual arrangement establishes the parties' rights to the assets, and obligations for the liabilities, relating to the arrangement, and the parties' rights to the corresponding revenues and obligations for the corresponding revenues and obligations for the corresponding expenses.

19.9 Property and equipment

Property and equipment are stated at historical cost less accumulated depreciation and amortization and impairment, if any. Historical cost includes expenditures that are directly attributable to the acquisition of the items.

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

Depreciation is calculated using the straight-line method over the estimated useful life of five (5) years for all classes of property and equipment.

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

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal at which time the cost and their related accumulated depreciation are removed from the accounts. Gain or loss arising from disposal is determined as the difference between the net disposal proceeds and the carrying amount of the asset. Gain or loss on disposal is recognized in profit or loss in the period of the disposal.

19.10 Impairment of non-financial assets

Assets that have an indefinite useful life, such as investment in a subsidiary, are not subject to depreciation and amortization and are tested annually for impairment.

Assets that have definite useful life are subject to depreciation and amortization and are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets that are impaired are reviewed for possible reversal of the impairment at each reporting date.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but the increased carrying amount should not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognized as income immediately in profit or loss.

19.11 Fair value measurement

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

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

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

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

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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 management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, management analyzes the movements in the values of assets and liabilities, which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents 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 and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(a) Financial instruments

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. These instruments are included in Level 1.

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

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. There are no financial instruments that fall under the Level 3 category.

(b) Non-financial assets or liabilities

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

- Market approach - A valuation technique that uses prices and other relevant information generated by market transactions involving identical or comparable (i.e., similar) assets, liabilities or a group of assets and liabilities, such as a business.

- Income approach - Valuation techniques that convert future amounts (e.g., cash flows or income and expenses) to a single current (i.e., discounted) amount. The fair value measurement is determined on the basis of the value indicated by current market expectations about those future amounts.
- Cost approach - A valuation technique that reflects the amount that would be required currently to replace the service capacity of an asset (often referred to as current replacement cost).

Specific valuation techniques used to value financial instruments include:

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

19.12 Accounts payable and accrued expenses

Accounts payable and accrued expenses are recognized in the period in which the related money, goods or services are received or when a legally enforceable claim against the Group is established. These are recognized initially at fair value and subsequently measured at amortized cost using effective interest method. Accounts payable and accrued expenses are classified as current liabilities if payment is due within 12 months or less (or in the normal operating cycle of the business, if longer). If not, these are presented as non-current liabilities.

Accounts payables and accrued expenses are measured at the original invoice amount (as the effect of discounting is immaterial).

19.13 Borrowings and borrowing costs

Borrowings (notes payable) are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in profit or loss over the period of the borrowings using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

19.14 Current and deferred income tax

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

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

Deferred income tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates based on existing laws that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized for all deductible temporary differences, carry-forward of unused tax losses (net operating loss carryover or NOLCO) and unused tax credits (excess minimum corporate income tax or MCIT) to the extent that it is probable that future taxable profit will be available against which the temporary differences, unused tax losses and unused tax credits can be utilized.

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

The Group reassesses at each reporting date the need to recognize a previously unrecognized deferred income tax asset.

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

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

Deferred income tax assets and liabilities are derecognized when the related bases are realized or when it is no longer realizable.

19.15 Employee benefits

(a) Retirement benefits

The Parent Company is subject to the provisions of Republic Act No. 7641 (known as the Retirement Law). This Act requires that in the absence of a retirement plan or agreement providing for retirement benefits of employees in the private sector, an employee upon reaching the age of 60 years or more, but not beyond 65 years, who has served at least 5 years in a private entity, may retire and shall be entitled to retirement pay equivalent to at least ½ month salary for every year of service, a fraction of at least six (6) months being considered as one whole year. This falls within the definition of a defined benefit retirement plan.

A defined benefit plan is a retirement plan that defines an amount of retirement benefit to be provided to an employee upon retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognized in the consolidated statement of financial position is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, if any.

The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity which approximate the terms of the related retirement benefit liability.

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

Past service costs are recognized immediately in profit or loss.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in retirement benefit expense in profit or loss.

(b) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the Group recognizes costs for a restructuring that is within the scope of PAS 37, Provisions, Contingent Liabilities and Contingent Assets, and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value. The related liability is derecognized when the obligation is discharged or cancelled.

(c) Short-term employee benefits

Wages, salaries, paid annual vacation and sick leave credits and other non-monetary benefits are accrued during the period in which the related services are rendered by employees of the Group. Short-term employee benefit obligations are measured on an undiscounted basis.

19.16 Provisions

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

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provision for clearing costs represents the Group's expected cost to clear a portion of its Binangonan property from bonafide occupants with superior rights over the Group's investment property. The amount is based on the average estimated clearing and titling cost per agreement with the contractor. Such amount represents the peso value quoted by the contractor based on recoverable area and is adjusted regularly to reflect the net present value of obligation associated with clearing of land titles.

When the effect of 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 assessment and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to passage of time is recognized as an interest expense.

Provisions are derecognized when the obligation is settled, cancelled or has expired.

19.17 Share capital

(a) Share capital

Share capital, which are stated at par value, are classified as equity.

Issuance of new shares as a result of options, rights and warrants are shown in equity as an addition to the balance of share capital.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax. The excess of proceeds from issuance of shares over the par value of shares or additional capital contributions in which no shares were issued are credited to additional paid-in capital.

(b) Treasury shares

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

(c) Retained earnings

Retained earnings include current and prior years' results of operations, net of transactions with shareholders and dividends declared, if any. Retained earnings also include the effect of changes in accounting policy as may be required by the relevant standards' transitional provisions on their initial adoption.

Dividend distribution to the Group's shareholders is recognized as a liability in the Group's separate financial statements in the period in which the dividends are approved by the Group's Board of Directors.

(d) Stock rights offering

An issue of rights to existing shareholders of the Group that entitles them to purchase additional shares in proportion to their existing holdings, within a fixed time period, at a lower or discounted price to preserve the percentage ownership of the current holders.

Liability for stock rights subscriptions is derecognized once settled.

19.18 Earnings per share

Basic earnings per share is calculated by dividing net income attributable to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings per share is calculated by adjusting the earnings and number of shares for the effects of dilutive potential common shares.

19.19 Revenue and expense recognition

Revenue is recognized at fair value of the consideration received or receivable for the sale of real estate in the ordinary course of the Group's activities.

The Group recognizes revenue when the amount of revenue can be reliably measured, it is possible that future economic benefits will flow into the Group and specific criteria have been met for each of its activities as described below.

(a) Sales of real estate and cost of sales

Revenue is recognized when the substantial risks and rewards are transferred to the buyer which coincides with actual delivery of title and/or when the right of exclusive use is conveyed to the buyer.

For properties sold through a financing agreement with Pag-IBIG under the Home Development Mutual Fund (HDMF), revenue is recognized upon receipt of the approved Request for Payment (RFP) instruction from Pag-IBIG, net of discount.

Cost of sales is recognized simultaneously with revenue. Cost of sales includes cost of land allocated to the Group based on assigned lots stated in the agreement entered into with the developer and all other incidental costs incurred by the Group.

(b) Interest income and expense

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

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

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

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

(c) Dividend income

Dividend income is recognized when the right to receive payment is established.

(d) Rental income

Operating lease payments are recognized as an income on a straight-line basis over the lease term, except when another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognized as an income in the period in which they are earned.

(e) Other income

Other income is recognized when earned.

(f) Expenses

Expenses are recognized when incurred.

19.20 Leases

(a) Group as lessor - operating lease

Leases where the Group has substantially all the risks and rewards of ownership are classified as finance leases. All other leases are classified as operating leases.

The Group leases out a parcel of its land. Rental income is recognized in accordance with the rental income accounting policy in Note 19.19.

(b) Group as lessee - operating lease

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Operating lease payments are recognized as an expense on a straight-line basis over the lease term, except when another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognized as a liability. The aggregate benefit of incentives is recognized as a reduction of rental expense on a straight-line basis, except when another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

19.21 Foreign currency transactions and translation

(a) Functional and presentation currency

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

(b) Transactions and balances

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

19.22 Related party transactions and relationships

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

19.23 Operating segments

The Group's operating businesses are organized and managed separately according to the nature of the services provided, with each segment representing a strategic business unit that offers different services and serves different markets.

19.24 Events after the reporting date

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

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

(For the Quarter Ended June 30, 2019)

The following discussion should be read in conjunction with the Consolidated Financial Statements of the Registrant that are incorporated to this Report by reference. Such Consolidated Financial Statements have been prepared in accordance with Philippine GAAP.

The Parent Company has subsidiaries, Interport Development Corporation (IDC) and Makati City Subway, Inc. (MCSI) (the "Subsidiaries"). IDC is primarily involved in the acquisition and selling of real estate of all kinds or to hold such properties for investment purposes. MCSI is primarily engaged in the development, construction, operation, repair, maintenance, management and other allied business involving infrastructure and/ or public utility projects. The Parent Company and the Subsidiaries have been collectively referred hereinto as the Group.

On March 15, 2019, following SEC's approval on the increase in authorized share capital, Parent Company issued 4.56 billion common shares which resulted to a share premium of P469.78 million.

On March 13, 2019, the Parent Company incorporated Makati City Subway, Inc. (MCSI) as a wholly-owned subsidiary. MCSI will serve as the corporate vehicle for the Makati Subway System.

On October 23, 2018, the Parent Company received from Public-Private Partnership (PPP) Selection Committee of Makati City Government a Notice of Award for the construction and operation of the Makati Subway System (the "Project") to be implemented through a joint venture agreement. The Project has been awarded to the Parent Company as the lead proponent of a consortium.

On July 20, 2018, the Parent Company's Board of Directors (BOD) and shareholders approved the change in the Parent Company's corporate name to Philippine Infradev Holdings Inc. Such change was subsequently approved by the Securities and Exchange Commission (SEC) on October 30, 2018.

On February 4, 2016, the company entered into a private placement transaction with Sigma Epsilon Fund Ltd. A foreign company who subscribed 200,000,000 shares from Philippine Infradev.

The company is not dependent upon any customer. It does not hold any right on patents, trademarks, copyrights, licenses, franchises, concessions, and royalty agreements.

The Company's activities are exposed to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The management, under the direction of the Board of Directors of the Company is responsible for the management of financial risks. Its objective is to minimize the adverse impacts on the Company's financial performance due to the unpredictability of financial markets.

The registered office of the Group and its principal place of business is at 35/F Rufino Pacific Tower, Ayala Avenue, Makati City.

As of June 30, 2019, the Company has total of Twenty-two (24) personnel excluding the Chairman, Corporate Secretary and Assistant Corporate Secretary.

Financial Condition

Interim Report (June 30, 2019)

The Company employed total assets of P17,004,475,333 financed by total liabilities of P10,781,297,145 and total stockholders' equity of P6,223,178,188. Noncurrent assets amounted to P15,015,694,794 consisting of investment property, property and equipment (net of accumulated depreciation) and other assets. Current assets stood at P1,988,780,539.

Results of Operation

A comparative review of the Company's financial operations for the quarter ended June 30, 2019 *vis-à-vis* the same period last year showed the following:

The significant decrease of P61.85 million or 52% in total revenue was mainly due to the decrease in number of units sold of Casas Aurora as well as the reversal of payables made last year amounting to P50 million. Total cost and expenses decreased by P31.11 million from P88.49 million mainly because of the recognition made last year of provision for doubtful accounts and retirement benefit expense as well as the higher cost of sales.

Material changes (June 30, 2019 vs. December 31, 2018)

Cash decreased by P241 million or 22% mainly due to the advances made to Makati City Subway, Inc. (MCSI) for its pre-operating expenses as well as the cost in issuance related to the increase in authorized share capital of the Company and incorporation of MCSI.

Receivable decreased by P198.68 million or 66% mainly due to the eliminating entries made related to the advances to MCSI which are reclassified as part of other asset.

Prepayments and other current assets increased by P13.4 million mainly because of the increase in Input VAT and recognition of Prepaid Rent.

Other assets increased by P292.98 million mainly due to the reclassification from Receivable to Other Assets of the advances made to MCSI.

Share Capital increased by P4.56 billion because of the issuance of 4,561,665,000 common shares at a price of P1.4 and P1.1 per share (par value of P1/share).

Share Premium increased by P387.8 million because of the issuance of 4,561,665,000 common shares at a price of P1.4 and P1.1 per share (par value of P1/share).

Retained Earnings decreased by P72.2 million mainly because of the incorporation of Makati City Subway, Inc., wholly-owned subsidiary of the Company.

There is no significant element of income that did not arise from the Registrant's continuing operations. Neither is the Company's operations affected by any seasonality or cyclical trends.

Discussion of Material Events/Uncertainties Known to Management that would Address the Past and Impact on Future Operations

a. The Company's capital expenditures commitments are land clearing cost and the Casas Aurora Project. It is not under any pressing obligation to pay its advances to affiliates. The Company has enough resources to cover payment of liabilities through the sale of some of its properties.

b. The Management does not foresee any event that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

c. The Company does not have any material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships with unconsolidated entities or other persons created during the reporting period.

d. The Management is not aware of any known trends, demands, commitments, events or uncertainties that have had or that are reasonably expected to have a material favourable or unfavourable impact on the company's liquidity, net sales or revenues or income from continuing operations.

e. The Company does not have any significant elements of income or loss that did not arise from the company's continuing operations.

REGISTRANT'S COMPARATIVE FINANCIAL SOUNDNESS INDICATORS

	Jun. 30, 2019	Dec. 31, 2018	Dec. 31, 2017	Dec. 31, 2016
Working Capital	855,322,552	1,302,912,491	677,193,052	727,226,606
Current Ratio	1.75	2.14	2.395	2.580
Quick Ratio	.87	1.25	.204	.230
Asset to Equity Ratio	2.73	2.69	1.957	1.919
Debt to Assets Ratio	.63	.63	.489	.480
Debt to Equity Ratio	1.73	1.69	.957	.919
Gross Profit Margin	.40	.98	.331	.378
Operating Profit Margin	.01	.96	.150	.460
Net Profit Margin	.01	.68	.117	.328
Return on Assets	.00	.17	.006	.021
Return on Equity	.00	.47	.012	.040
Interest Coverage Ratio	5.42	2,445	-nil-	-nil-

Current/ Liquidity Ratios - shows the ability of the company to pay off its debts over the next year.
Working Capital- computed as current assets minus current liabilities.
Current Ratio- computed as current assets divided by current liabilities.
Quick Ratio- computed as current assets minus prepayments and land held for development divided by current liabilities.
Solvency Ratios - measure the company's ability to pay all debts, particularly long-term debts.
Debt to Equity - computed as total liabilities divided by total equity.
Debt to Assets - computed as total liabilities divided by total assets.

Asset to Equity Ratio - measures financial leverage and long- term solvency. It shows how much of the assets are owned by the company. It is computed as total assets divided by stockholders' equity.

Interest Coverage Ratio - measures the company's ability to pay its interest charges. It is computed as income before income tax and interest expense divided by interest payments.

Profitability Ratios

Gross Profit Margin- shows how much of the company's revenue remains after the cost of sales. It is computed as gross profit divided by sales.

Operating Profit Margin- measures the amount of money that remains after paying sales and operating expenses. It is computed as earnings before taxes and interest divided by sales.

Net Profit Margin- shows the money remaining after paying all expenses. It is computed as net profit divided by sales.

Return on Assets- measures how effectively the company uses its assets to create revenue. It is computed as net income divided by total assets.

Return on Equity- measures how much money the company have earned on its investment. It is computed as net income divided by stockholders' equity.

REPORT ON SEC FORM 17-C:

Date	Particulars
April 15, 2019	Change in Directors and/or Officers (Resignation, Removal or Appointment, Election and/or Promotion)- Appointment of an Acting Treasurer/ CFO.
June 03, 2019	Clarification of News Reports- Infradev to pursue projects to complement Makati Subway
June 04, 2019	Material Information/Transactions: *Approval of Holding of the 2019 annual stockholders' meeting *Authority to create a 10 million USD wholly owned subsidiary of INFRADEV in Jiangsu, China, to be named Infra China Limited or other similar names *Authority to negotiate with Aggregate Business Group Holdings Inc. (ABG) for INFRADEV to be part of the consortium for the Pasig River project with Pasig River Rehabilitation Commission (PRRC).
June 04, 2019	Notice of Annual or Special Stockholders' Meeting- Holding of 2019 Annual Stockholders Meeting

PART II – OTHER INFORMATION

ITEM 4 - NON-APPLICABILITY OF OTHER SEC-REQUIRED NOTES

Notes required to be disclosed but are not applicable to the Registrant are indicated below:

a. Assets Subject to Lien and Restrictions on Sales of Assets
b. Changes in Accounting Principles and Practices
c. Defaults
d. Preferred Shares
e. Pension and Retirement Plans
f. Restrictions which Limit the Availability of Retained Earnings for Dividend Purposes
g. Significant Changes in Bonds, Mortgages and Similar Debt
h. Registration with the Board of Investments (BOI)
i. Foreign Exchange losses Capitalized as part of Property, Plant & Equipment
j. Deferred Losses Arising from Long-Term Foreign Exchange Liabilities
k. Segment Reporting
l. Disclosure not made under SEC Form 17-C: None

ITEM 5- RECOGNITION OF IMPACT OF THE FOLLOWING NEW STANDARDS

The following new standards do not have and are not expected to have a material impact on the Group's financial statements.

	Adopted/Not adopted/ Not applicable
a. Separate Financial Statements PAS 27 (Amended)	Adopted
b. Investments in Associate and Joint Venture PAS 28	Adopted
c. Government Loans (Amendments to PFRS 1)	Not applicable
d. Disclosure-Offsetting Financial Assets and Financial Liabilities (Amendments to PFRS 7)	Adopted
e. Consolidated Financial Statements (PFRS 10)	Adopted
f. Joint Arrangements (PFRS 11)	Adopted
g. Disclosure of Interests in Other Entities (PFRS 12)	Adopted
h. Fair Value Measurement (PFRS 13)	Adopted
i. Financial Instruments (PFRS 9)	Not Adopted

SIGNATURES

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

Issuer: **PHILIPPINE INFRADEV HOLDINGS INC.**

ANTONIO L. TIU
President/ CEO

GEORGINA A. MONSOD
Acting Treasurer/ Chief Finance Officer