SOUTH CHINA RESOURCES, INC.
ENZO Bldg. 399 Senator Gil Puyat Avenue., Makati City
Metro Manila, Philippines

April 30,2014

The Disclosure Department
3/F Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Ave.
Makati City, Philippines 1226

Attention: **Ms. JANET A. ENCARNACION**
Head, Disclosure Department

Gentlemen:

Please find herewith Annual Report (on SEC Form 17-A) for year ended December 31, 2013 of South China Resources, Inc. and Subsidiary.

We hope that you may find the above in order. Thank you.

Yours faithfully,

DAVID R. BALADAD
Corporate Information Officer/
VP – Operations

COVER SHEET

A	S	0	9	2	0	6	4	4	1

SEC Registration Number

S	O	U	T	H		C	H	I	N	A		R	E	S	O	U	R	C	E	S	,	I	N	C	.				

(Company's Full Name)

E	N	Z	O		B	L	D	G		3	9	9		S	E	N		G	I	L		P	U	Y	A	T			
A	V	E	N	U	E		M	A	K	A	T	I		C	I	T	Y													

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

Atty. Magilyn T. Loja

Contact Person

8041978/8041977

Company Telephone Number

SEC FORM 17-A

1	2

Month

3	1

Day

Fiscal Year

FORM TYPE

(last Friday of May)

0	5

Month

3	0

Day

Annual Meeting

Not Applicable

Secondary License Type, If Applicable

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

383

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

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

1. For the fiscal year ended **December 31, 2013**

2. SEC Identification Number **ASO92-06441** 3. BIR Tax Identification No. **001-945-016**

4. Exact name of issuer as specified in its charter **SOUTH CHINA RESOURCES, INC.**

5. **Not Applicable** 6. (SEC Use Only)
Province, Country or other jurisdiction of Incorporation or organization
Industry Classification Code:

7. **Enzo Building 399 Senator Gil Puyat Avenue, Makati City** **1209**
Address of principal office Postal Code

8. **(632) 804-1978 / 804-1977**
Issuer's telephone number, including area code

9. **3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City**
Former name, former address and former fiscal year, if changed since last report.

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	**901,920,568**

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

Yes [√] No [ ]

Name of Stock Exchange	Class of Securities Listed
Philippine Stock Exchange	**U**

12. Check whether the issuer:

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

Yes [√] No [ ]

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

Yes [√] No [ ]

13. Aggregate market value of the voting stock held by non-affiliates is **₱232,315,188.00** as of **December 26,2013.**

COVER SHEET

A	S	0	9	2	0	6	4	4	1

SEC Registration Number

S	O	U	T	H		C	H	I	N	A		R	E	S	O	U	R	C	E	S	,	I	N	C	.				

(Company's Full Name)

E	N	Z	O		B	L	D	G		3	9	9		S	E	N		G	I	L		P	U	Y	A	T			
A	V	E	.		M	A	K	A	T	I		C	I	T	Y															

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

Atty. Magilyn T. Loja

Contact Person

804-1977/804-1978

Company Telephone Number

SEC FORM 17L

FORM TYPE

1	2

Month

3	1

Day

Fiscal Year

(last Friday of May)

0	5

Month

3	0

Day

Annual Meeting

Not Applicable

0Secondary License Type, If Applicable

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

NOTIFICATION OF INABILITY TO FILE ALL OR ANY PORTION OF SEC FORM 17-A OR 17-Q

Check One:

Form 17-A [√] Form 17-Q [ ]

1. For the period ended **December 31,2013**

2. SEC Identification Number **ASO92-06441** 3. BIR Tax Identification No. **001-945-016**

4. Exact name of issuer as specified in its charter **SOUTH CHINA RESOURCES, INC.**

5. **Not Applicable**
Province, Country or other jurisdiction of incorporation or organization

6. [ ] (SEC Use Only)
Industry Classification Code:

7. **ENZO BLDG. 399 Senator Gil Puyat Avenue, Makati City**
Address of principal office

1200
Postal Code

8. **(632) 804-1977/ 804-1978**
Issuer's telephone number, including area code

9. **3/F Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City**
Former name, former address and former fiscal year, if changed since last report.

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	**901,920,568**

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

Yes [**X**] No [ ]

If yes, state the name of such stock exchange and the class/es of securities listed therein:

Name of Stock Exchange	Class of Securities listed
Philippine Stock Exchange	**U**

12. Check whether the issuer:

(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 the issuer 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 [ ]

Part I - Representations

If the subject report could not be filed without unreasonable effort or expense and the issuer seeks relief pursuant to SRC Rule 17-1, the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part II of this Form could not be estimated without unreasonable effort or expense. [√]

(b) The subject annual report on SEC Form 17-A, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on SEC Form 17-Q, or portion thereof, will be filed on or before the fifth day following the prescribed due date. [√]

(c) The accountant's statement or other exhibit required by paragraph 3 of SRC Rule 17-1 has been attached if applicable. [ ]

Part II - Narrative

As of this date, the group has not yet completed all the necessary information needed for management report discussion and analyses which forms part of the annual report.

Part III - Other Information

(a) Name, address and telephone number, including area code, and position/title of person to contact in regard to this notification:

RONNA C. DE LEON
Chief Accountant

MAGILYN T. LOJA
Corporate Secretary

Same contact address and telephone number as the corporation.

(b) Have all other periodic reports required under Section 17 of the Code and under Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months, or for such shorter period that the issuer was required to file such report(s), been filed? If the answer is no, identify the report(s).

Yes [√] No [ ] Reports: .....

(c) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes [ ] No [√]

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

SIGNATURES

Pursuant to the requirements of the SRC Rule 17-1, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SOUTH CHINA RESOURCES, INC.
Issuer

Atty. Magilyn T. Loja
Corporate Secretary

Date : April 11, 2014

Atty. Zosimo L. Padro, Jr.
VP- Finance

Date : April 11, 2014

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PART I - BUSINESS AND GENERAL INFORMATION

ITEM 1: BUSINESS

South China Resources, Inc. (South China) was incorporated and registered with the SEC on September 25, 1992 primarily to undertake oil and gas exploration, development and production and became one of the leading exploration companies upon its listing in 1994. Starting in 1995, South China opted to strengthen its core business by diversifying then into other investments which after two decades the company has now turned out to be one of the strongest holding companies in the market having had investments in real estate, steel fabrication, banking, telecommunications and energy exploration. The company is debt free and has a robust balance sheet

The diversification process, brought on by the financial crisis of the 90's, has honed the company through the years and allowed South China to invest in technology based and long-term ventures. This gave the company the means to weather the lows of the period. One of the first and significant investments was the acquisition and sale of Bell Telecommunications Philippines, Inc., the acquisition and subsequent sale of Filipinas Plaza along EDSA corner Chino Roces Avenue and minority equity in Premiere Development Bank.

The Securities and Exchange Commission, on October 30, 2003, approved the amendment of the Company's Articles of Incorporation to change the primary purpose thereof to that of a holding company and to include its then primary purpose of oil exploration as among the secondary purposes of the Company. The Company continued to maintain its exploration activities.

Belltel (Bell Telecommunications Philippines, Inc.) was a pioneering Telco that has the second of only two nationwide telecommunications franchises in the country. It delivered state-of-the-art converged communications solutions to leading educational institutions, corporate clients, government agencies and high-end residential buildings. With its broad wireless network, it became an attractive asset that was pursued by a corporation for acquisition and integration into their telecommunications business. On December 18, 2009, the Company sold to Two Cassandra-CCI Conglomerates, Inc. the Company's Investment in Bell Telecommunication Philippines, Inc.

The Filipinas Plaza building was a prime investment situated along the major gateway road to Makati. An MRT station was located in front of the property enabling direct access to pedestrian traffic to the building complex. This development enhanced the attractiveness of the investment that allowed for its sale in 2008.

The sale of Filipinas Plaza and BellTel gave the company the influx of funds for re-investment and following the proven model of acquisition and sale of significant assets, South China acquired position in AGP International Inc. in December 2010 which in turn gained control of AG&P Manila. AG&P Manila is one of the oldest and largest steel fabrication companies in the country with the unchallenged capability in modular fabrication. Its recent achievement was a first time ever in the world, the construction of a modularized coker plant for an oil refinery, fabricated and shipped from its shipyard in Bauan, Batangas. These colossal structures towered as much as 10 stories high and weighed 1500 to 2500 tons each, were shipped on special large-hold ships that traversed the Panama Canal on its way to Lake Erie. AG&P was supposedly a long term investment however management was able to identify an opportunity which allowed for a shorter turn-around time in recouping this investment. These allowed for recoup of the investment and make a good return in what would have taken the company more than several years at the very least following the usual course of investment and dividend sharing. On January 31, 2012, the company sold its AGP shares at a good profit.

Premier Bank on the other hand expanded to almost 40 branches after the company acquired its shares. It became one of the most stable small banks that it became an attractive target for acquisition by a much larger bank. The sale of this asset was concluded with the approval of the sale by the Monetary Board.

Following the successful sale of the Filipinas Plaza and in response to the growing need for affordable housing for Filipinos, South China has followed on through the real estate business by acquiring a 2.4 hectare plot in Buli, Muntinlupa strategically located along the South Luzon Expressway. On May 26, 2010, the Board of Directors in a special meeting, adopted a resolution authorizing the purchase by the Company of a 24,022.90 sq.m. parcel of land located at the East Service Road of South Superhighway, Brgy. Buli, Muntinlupa City, Metro Manila at a purchase price of P312,298,000.00.

The government estimates the country's housing backlog at almost 4 million. There lies the opportunity for South China to serve a basic need of Filipinos. It has formed through SOC Land Development Corporation (SOC Land), a wholly owned

subsidiary that will put up quality homes at affordable prices. The Board of Directors, at its special meeting held November 11, 2010, directed Management to cause the registration with the Securities and Exchange Commission of SOC Land Development Corporation (SOC Land) as a wholly-owned subsidiary of the issuer with an authorized capital stock of One Hundred Sixty Million Pesos (PHP 160,000,000.00), a subscribed capital stock of Forty Million Pesos (PHP 40,000,000.00) and a paid-up capital of Ten Million Pesos (PHP 10,000,000.00). The subsidiary will be the property development arm of the company that will develop a 2.4-hectare community, called Anuva Residences (the Project), situated near Sucat Interchange. It will have four (4) tandem buildings, with the first building targeted to be completed by mid 2014. The total estimated cost of the Project is P=2.0 billion and is targeted for completion within five (5) years from the start of its construction. On July 12, 2011, the groundbreaking ceremony for the Project was held and construction for the Project's Tandem Building 1 commenced thereafter. As of December 31, 2013, the percentage of completion of Tandem Building 1 is at 86.71%. The expected turnover date to clients of Tandem Building 1 is slated by mid 2014. The medium rise complex offers amenities usually found only in high-end residential like a resort themed community including spacious clubhouse, a resort-type lazy river feature, jogging paths, bike trails, playgrounds in every corner, including a yoga deck, and a tree house. The property will house only 4 tandem buildings thereby preserving 80% of its open space for the general benefit of future residents.

It can be seen that in the two decades that passed, South China transformed from a purely exploration player to an investment company. Even with varied interests, its exploration business was kept on by partnering with the biggest and the best in the oil exploration business, the likes of Occidental Petroleum, ARCO, UNOCAL, Murphy Oil, Philippine National Oil Company, Tap Oil, Shell and KUFPEC resulting in participation in close to $200 million worth of work program and saw the acquisition of thousands of kilometers of new seismic and the drilling of 8 wells.

Oil exploration is a high risk, high reward endeavor which the company was involved in by exploring frontier areas where data constraints and costs are relatively lower as against areas that have substantial exploration consideration. Towards the end of the first decade of the second millennium the price of oil as well as the expenses for exploration went through unprecedented levels and had been a veritable roller coaster in costs. However the costs of exploration did not tracked down with respect to the downturn of oil prices and remained much higher than expected especially in this part of the Asia-Pacific region. The Company's Board taking into consideration the aforementioned, decided to refocus the Company's efforts to businesses that are more stable and carry less risk yet can still provide for significant growth for the company. Even with this development, South China will continue to search for energy through other avenues.

South China has identified two new areas for potential investment which it is investigating. To address a growing population, now estimated at 97 million Filipinos and increasing every year, it looks at food production. The Company believes that a rising population coupled with rising incomes will drive greater protein consumption. Opportunities have been identified to get in this value chain to grow a long term business that will allow expansion laterally and vertically. The Company is currently identifying large tracts of land suitable for agro-industrial development.

The country needs both conventional and renewable energy resources to address its power requirements. South China also shifted its focus towards renewables while keeping in line with its energy thrust. Renewables do tackle the issue of climate change, a stark fact that affects all in the world and every little help contributes to the overall effort to stave off this phenomenon. Some renewables however are still in their infancy and therefore cannot provide for the efficiencies and reliability needed for sustainable energy. South China is investigating renewable energy resources, hydropower and geothermal, that can provide for base load power that is sustainable for the long term and therefore provide for a steady income stream for the company.

Principal products or services and their distribution; competition in the industry; sourcing of raw materials and principal suppliers; dependence on one or few customers; transactions with and/or related parties; and patents, trademarks, licenses, franchises, concessions, royalty agreement, or labor contracts are not applicable with the registrant at this time.

The Company's subsidiary is SOC Land Development Corporation as of year ended December 31, 2013. Please refer to Note 1 of the Consolidated Financial Statement for information on the business of its subsidiary.

The Company does not expect any significant changes in its number of employees. Presently, the Company has a total of six (6)officers and employees, all working full-time, one (1) Chairman, one (1) Vice-President for Operations, one (1) Vice-President for Finance, one (1) Chief Accountant , one (1) Accounting Assistant and one (1) Messenger. The Company has no Collective Bargaining Agreements (CBA).

ITEM 2: PROPERTIES

On May 26, 2010, the Board of Directors in a special meeting, adopted a resolution authorizing the purchase by the Company of a 24,022.90 sq.m. parcel of land located at the East Service Road of South Superhighway, Brgy. Buli, Muntinlupa City, Metro Manila, registered in the names of, among others, the Company's majority Directors, and major stockholders, Edgardo P. Reyes, Wilfrido P. Reyes and Belen R. Castro at a purchase price of P312,298,000.00. On July 28, 2010, South China completed the purchase of the land.

On March 4, 2011, in exchange for 312,298 additional shares in SOC Land, the Parent Company transferred the said investment property with a fair value of ₱312.3 million

The Company's office is located at Enzo Building 399 Senator Gil Puyat Avenue, Makati City.

ITEM 3: LEGAL PROCEEDINGS

There are no materials pending legal proceedings to which the registrant or any of its subsidiaries or affiliates is a party or of which any of their property is the subject.

ITEM 4: SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

There were no matters submitted to a vote of security holders, during the fourth quarter of the calendar year covered by this report through the solicitation of proxies or otherwise.

PART II – OPERATIONAL AND FINANCIAL INFORMATION

ITEM 5: MARKET FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

(1) Market Information

The Principal Market where the Issuer's common equity is traded is in the Philippine Stock Exchange.

As of the trading date, March 28, 2014, the high and low price is ₱1.02 and the price closed at ₱1.02. The Corporation has no securities to be issued in connection with an acquisition, business combination or other re-organization. Furthermore, the following are the high and low sales prices for each quarter within the last two years (2013 and 2012).

Stock Prices

2013	High	Low
First Quarter	1.1000	1.1000
Second Quarter	1.0600	1.0500
Third Quarter	1.0300	1.0300
Fourth Quarter	1.0900	1.0900
2012	**High**	**Low**
First Quarter	1.3000	1.3000
Second Quarter	1.2000	1.2000
Third Quarter	1.1600	1.1600
Fourth Quarter	1.0400	1.0400

(2) Holders

The number of shareholders of record as of December 31, 2013 was 383. Common shares issued and outstanding as of December 31, 2013 were **901,920,568**
.

Top Twenty (20) Stockholders
As of December 31, 2013

NO.	HOLDER NAME	TOTAL SHARES	% OWNED	
1	CASTRO, BELEN R.	231,531,122	25.6709	%
2	REYES, EDGARDO P.	229,853,123	25.4849	%
3	REYES, WILFRIDO P.	226,853,123	25.1522	%
4	PCD NOMINEE CORP. (FILIPINO)	165,963,734	18.4011	%
5	PCD NOMINEE CORP. (NON-FILIPINO)	11,916,266	1.3212	%
6	R. COYIUTO SECURITITES, INC.	1,825,000	0.2023	%
7	DE VILLA, LUISMI GALA	808,000	0.0896	%
8	ESCALER, MICHAEL	630,000	0.0699	%
9	PEREZ, MA. GEORGINA V.	610,000	0.0676	%
10	MANGUIAT, REMEDIOS J.	580,000	0.0643	%
11	MANDARIN SECURITIES CORP.	561,000	0.0622	%
12	CRUZ, BENITO T. DELA	520,000	0.0577	%
13	CHUA, ROJAS	500,000	0.0554	%
	ESTRADA, JOSEPH	500,000	0.0554	%
	CABANES, LORETO	500,000	0.0554	%
	LAYOSA, EDNA L.	500,000	0.0554	%
	MERCADO, TERESITA P.	500,000	0.0554	%
	MITRA, RAMON	500,000	0.0554	%
	OSMENA, RAMON	500,000	0.0554	%
14	F. YAP SECURITIES, INC.	440,000	0.0488	%
15	HIGHLAND SECURITIES PHILS.	430,000	0.0477	%
	WEALTH SECURITIES, INC.	430,000	0.0477	%
16	LIM, JOSE ANTONIO O.	412,000	0.0457	%
17	LUYS SECURITIES CO., INC.	410,000	0.0455	%
18	BAYOT, FRANCISCO, JR.	400,000	0.0443	%
	BONDOC, MARGARITA P.	400,000	0.0443	%
	DE LA PAZ, WENCESLAO, R.	400,000	0.0443	%
	DEE, ANTHONY	400,000	0.0443	%
	ORTIGAS, FRANCISCO III	400,000	0.0443	%
	PURA TRADING CORP.	400,000	0.0443	%
	PUYAT REYES, MA. CONSUELO	400,000	0.0443	%
	PUYAT, ARISTEO G.	400,000	0.0443	%
	PUYAT, JOSE G. JR.	400,000	0.0443	%
	SANTOS, CRISANTO	400,000	0.0443	%
19	MARK SECURITIES CORP.	360,000	0.0399	%
20	MARAMBA, FELIX K. JR.	340,000	0.0377	%

(3) Recent Sale of Unregistered or Exempt Securities

There had been no sale of unregistered or exempt securities, including recent issuance of securities constituting an exempt transaction by the Company in the last three years.

(4) Public Ownership Report as March 31, 2014

In compliance with Philippine Stock Exchange Amended Rule on Minimum Public Ownership (the "Amended MPO Rule") as announced in Memorandum CN – No. 2012-0003 dated January 3, 2012 stating that a listed company shall include in its annual report a statement on the level of its public float. The statement should be based on information that is publicly available to the listed company and within the knowledge of its directors as at the end of the fiscal year, or at the latest practicable date, prior to the issuance of the annual report. Hereunder is the computation of company's public ownership percentage as of March 31, 2014:

PUBLIC OWNERSHIP PERCENTAGE

Total Number of Shares Owned by the Public
Total Issued and Outstanding Shares

213,133,200	shares	=	**23.63**	%
901,920,568	shares			

Number of Issued and Outstanding Shares	=	901,920,568
Number of Outstanding Shares	=	901,920,568
Number of Treasury Shares	=	4,639,000
Number of Listed Shares	=	906,559,569
Number of Foreign-Owned Shares	=	12,360,266
Foreign Ownership Level (%)	=	1.37%
Foreign Ownership Limit (%)	=	40%

ITEM 6: MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

RESULTS AND PLANS OF OPERATIONS

Real Estate: SOC Land

ANUVA's first tandem building, Anala, projects a Fun Zone image showcasing the Wet and Dry Play Area for children. Originally slated for completion in the last quarter of 2013, it will be available for turnover in the second quarter of 2014. The delay was caused by the series of typhoons in the latter half of 2013 which hampered operations and inhibited the installation of necessary site utilities like permanent power connection, Maynilad water and sewer lines.

With the Anala nearing completion, SOC Land formally launched Azalea last October 2013, the second tandem building of the Anuva Project, focusing on Green Urban Living. It will be distinct from Anala as it promises to be a unique development that will rival its competitors in the area incorporating all the learned improvements from the first tandem building.

Other Energy, Mineral and Resource Based Opportunities
The global situation in recent years presents opportunities for the Company to seek entry into mineral exploration and

exploitation sector. It recognizes that the demand added by China and India into the current global mineral resource market and into the foreseeable future will have a significant impact in the metals and non-metals market.

The Company is in a favorable situation where in its current cash position allows it to review other businesses wherein it may invest, including but not exclusive to opportunities in mining, energy projects both conventional and renewable either by farm-in or direct investment.

The Company is also looking into food production. We believe in the thesis that rising incomes in the Asian region will drive greater protein consumption. We are currently identifying large tracts of land suitable for agro-industrial complexes for food production.

The following are the estimated cash requirements for South China operations in the next twelve months which are dependent on opportunity acquisition.

Agri-Business	$3MM
Other Energy, Mineral & Resources Based Opportunities	$ 200K for Assessment Studies

The Company's consolidated financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS).

CONSOLIDATED RESULTS OF OPERATIONS
2013 VS 2012
(In Philippine pesos)

ACCOUNTS	12/31/2013	12/31/2012	% CHANGE
REVENUES	146,504,564	237,121,298	-38.22%
COSTS AND EXPENSES	158,260,014	154,935,193	2.15%
GAIN ON SALE OF NONCURRENT ASSET HELD FOR SALE	-	32,153,046	-100.00%
EQUITY IN NET LOSSES OF AN ASSOCIATE	-	-	-100.00%
SHARE IN UNREALIZED VALUATION GAINS ON AFS			-100.00%
FINANCIAL ASSETS OF AN ASSOCIATES	-	-	
INCOME LOSS BEFORE INCOME TAX	**(11,755,450)**	**114,339,151**	**-110.28%**
PROVISION FOR INCOME TAX	303,928	12,824,822	-97.63%
NET INCOME/(LOSS)	**(12,059,378)**	**101,514,329**	**-111.88%**
NET GAINS(LOSSES) ON AFS FINANCIAL ASSETS	5,745,198	8,110,098	-29.16%
SHARE IN UNREALIZED VALUATION GAINS ON AFS			
FINANCIAL ASSETS OF AN ASSOC	-	-	-100.00%
ACTUARIAL GAIN (LOSSES)	191,920	(95,332)	301.32%
TOTAL COMPREHENSIVE INCOME/(LOSS)	**(6,122,260)**	**109,529,095**	**-105.59%**

2013 VS 2012: RESULTS OF OPERATIONS

Revenue for the year ended 2013 consists of: (1) recognized sale on real estate amounting to ₱82M;(2) Interest Income on time deposits, savings and Foreign Bonds amounting to ₱12.3M;(3) Gain on sale of Foreign and Domestic Stocks amounting to ₱18.94M;(4) Dividend Income from foreign and domestic shares of stocks amounting to ₱5.78M and (5) foreign exchange gain amounting to ₱22M.

A minimal increase of 2.15% in the cost and expenses of the group is mainly due to the slight increase in the sales and marketing expense of the group particularly for product presentation and consultancy fees.

For the year ended December 31, 2013, the Parent company posted a net income of ₱43.07M and a 79.23% decrease on its total expenses as against December 31, 2012. Its wholly owned subsidiary, however, posted a net loss of ₱55M, which eventually resulted to the consolidated loss before tax of P11.755 Million for the year ended December 31, 2013.

CONSOLIDATED RESULTS OF OPERATIONS
2012 VS 2011
(In Philippine pesos)

ACCOUNTS	12/31/2012	12/31/2011	% CHANGE
CURRENT ASSETS	1,455,825,523	1,274,095,492	14.26%
NONCURRENT ASSET HELD FOR SALE	-	31,722,243	-100.00%
NONCURRENT ASSETS	344,634,112	331,282,298	4.03%
TOTAL ASSETS	**1,800,459,635**	**1,637,100,033**	**9.98%**
CURRENT LIABILITIES	95,864,582	43,333,042	121.23%
NONCURRENT LIABILITIES	4,089,192	2,327,475	75.69%
TOTAL LIABILITIES	99,953,774	45,660,517	118.91%
EQUITY	1,700,505,861	1,591,439,516	6.85%
TOTAL LIABILITIES AND EQUITY	**1,800,459,635**	**1,637,100,033**	**9.98%**

2012 VS 2011: RESULTS OF OPERATIONS

Revenue for the year ended 2012 soared up to 590.60% as compared with previous year 2011. The increase was due to the following: (1) Sale of Real Estate amounting to ₱20.30 Million (2) Gain on Sale of AFS Financial Assets which includes foreign and domestic equities amounting to ₱183.59M (3) Interest income from time deposits, savings and bonds amounting to ₱26M (4) Dividend Income from various foreign and domestic equities holdings amounting to ₱4.3 Million and (5) Gain on Sale of Held to Maturity Investments amounting to ₱1.27M.

There has been a 254.37% increase in the cost and expenses incurred by the company for the year 2012 vis-à-vis 2011. This is mainly due to the 200.07% increase in the general & administrative expenses as well as the 148.71% increase in the sales and marketing expense. Personnel cost, advertising costs, consultancy fees, product presentations costs and write off of deferred costs constituted the bulk of expenses.

For the year ended December 31, 2012, the Parent company posted a net income of ₱157M, 1160.35% higher than that of December 31, 2011. With its subsidiary, SOC Land incurring a net loss of ₱55.88M the group's results of operation resulted to an outstanding bottom line figure of ₱101.51M for the year ended December 31, 2012. This translates to earnings per share of ₱0.1120 for the year 2012.

The total comprehensive income for the year 2012 increased by 749.26% as against 2011 due to the sale of AG&P shares which has brought the company ₱184 million gains and the sale of Premiere shares that also resulted to a gain of ₱32.2M.

CONSOLIDATED FINANCIAL POSITION
2013 VS 2012
(In Philippine pesos)

ACCOUNTS	12/31/2013	12/31/2012	% CHANGE
CURRENT ASSETS	1,391,278,076	1,455,825,523	-4.43%
NONCURRENT ASSETS	440,456,519	344,634,112	27.80%
TOTAL ASSETS	**1,831,734,595**	**1,800,459,635**	**1.74%**
CURRENT LIABILITIES	133,333,637	95,864,582	39.09%
NONCURRENT LIABILITIES	7,938,257	4,089,192	94.13%
TOTAL LIABILITIES	141,271,894	99,953,774	41.34%
EQUITY	1,690,462,701	1,700,505,861	-0.59%
TOTAL LIABILITIES AND EQUITY	**1,831,734,595**	**1,800,459,635**	**1.74%**

2013 VS 2012: FINANCIAL CONDITION

There has been a 4.43% decrease in the total current assets by the group for the year ended December 31, 2013 as against December 31, 2012. The decrease was brought about by the 72% decline on the cash and cash equivalent. The 27.80% boost in the noncurrent assets was due to the increase in input VAT and the additional acquisition of domestic and foreign equities and foreign bonds by the group due to the company's taking advantage of strong economy which has continuously brought favourable increase on PSE's index.

There has been a positive 1.74% leap on the company's total assets. 56% of the total assets pertain to Real Estate for Sale Inventory. It is notable that the company was able to retain its liabilities in its usual small percentage. Bulk of the current liabilities refers to the Customers Deposit for the condominium units amounting to ₱50.86M, accounts payable of ₱37.78M which includes billings of various suppliers and contractors for liabilities incurred in relation to the ANUVA's Project and Retention Payable amounting to ₱29.16M.The company was able to finance its operation since inception without financial assistance from banks and other financial intermediaries.

CONSOLIDATED FINANCIAL POSITION
2012 VS 2011
(In Philippine pesos)

ACCOUNTS	12/31/2012	12/31/2011	% CHANGE
CURRENT ASSETS	1,455,825,523	1,274,095,492	14.26%
NONCURRENT ASSET HELD FOR SALE	-	31,722,243	-100.00%
NONCURRENT ASSETS	344,634,112	331,282,298	4.03%
TOTAL ASSETS	**1,800,459,635**	**1,637,100,033**	**9.98%**
CURRENT LIABILITIES	95,864,582	43,333,042	121.23%
NONCURRENT LIABILITIES	4,089,192	2,327,475	75.69%
TOTAL LIABILITIES	99,953,774	45,660,517	118.91%
EQUITY	1,700,505,861	1,591,439,516	6.85%
TOTAL LIABILITIES AND EQUITY	**1,800,459,635**	**1,637,100,033**	**9.98%**

2012 VS 2011: FINANCIAL CONDITION

There has been a 14.26% increase in the total current assets by the group for the year ended December 31, 2012. The increase was brought about by the increase in receivables pertaining to uncollected sale of Premiere Shares, dividend income and interests and the recognition of instalment contract receivable amounting to ₱8.23M. The total noncurrent asset held for sale pertains to the book value of the Premiere shares which was sold on the year 2012. The slight jump of 4.03% in the noncurrent assets was due to input VAT and the additional acquisition of domestic and foreign equities and foreign bonds by the group.

There has been a positive 9.98% leap on the company's total assets with 36% of its total resources on cash and cash equivalents and another 36% is on its Real Estate for Sale Inventory.

KEY PERFORMANCE INDICATORS

The following are the major financial ratios of the Company for the years ended December 31, 2013, 2012 and 2011:

	KEY FINANCIAL RATIOS	12/31/2013	12/31/2012	12/31/2011
I.	**Current/Liquidity Ratios**	10.43 x	15.19 x	29.40 x
II.	**Solvency Ratio**	N/A	133.76%	N/A
III.	**Debt-to-equity ratio (in x)**	0.0836 x	0.0588 x	0.0287 x
IV.	**Asset to Equity Ratio**	1.0836 x	1.0588 x	1.0287 x
V.	**Interest Rate Coverage Ratio**	N/A	N/A	N/A
VI.	**Profitability Ratio**			
	Return on Equity	-0.71%	5.97%	-0.60%
	Return on Assets	-0.66%	5.64%	-0.58%
VII.	**Other Relevant Ratios**			
	Revenue Growth/ (Decline)	-38.22%	590.60%	-33.33%
	Net Income Growth/ (Decline)	111.88%	1160.35%	-155.36%
	EBITDA	(9,386,747)	Php 133,698,769	(6,154,335)

2013 VS 2012

There is a decrease in Current Ratio from 15.90x in 2012 to 10.40x in 2013 due to the decrease in the cash and cash equivalent. The decline in cash and cash equivalent of the parent company is the consequence of the cash disbursements for CAPEX for the first Tandem Building of its wholly-owned subsidiary SOCLAND. As at December 31, 2013, the project is 86.7% completed. There has been an increase in the current liabilities due to the increase in customer's deposits for the units purchased on Anuva project and the payables to contractors. A total of 96% of the time deposits was retired during the year.

The increase in debt to equity ratio for the year ended December 31, 2013 vis-à-vis December 31, 2012 was mainly due to the increase in current liabilities as previously discussed. The asset to equity ratio also exhibited a raise as against last year due to the increase in the Real Estate for Sale, Available for Sale Financial Assets, Prepayments & Other Current Assets and the other noncurrent assets which are mainly input tax.

2012 VS 2011

Current Ratio dipped from 29.40x in 2011 to 15.19x in 2012. There has been an increase in the current liabilities due to the increase in customer's deposits for the units purchased on Anuva project, higher provision for income taxes and the

payables to contractors. Despite the slight increase in cash in bank, there has been a slight deceleration on the cash equivalents which is mainly time deposits affecting the current ratio level. Most of the decrease in the time deposits investments are due to the fund requirements by the subsidiary coupled with the downtrend in interest rates for the year 2012.

The company continued to show stronger solvency ratio for the year 2012 at the rate of 133.76%. This is due to the outstanding bottom line figure amounting to ₱101M. Liabilities are composed of payment for income taxes constituting the 7.98%, deferred tax liability of ₱1.3M and the rest are mostly payable to contractors. The group has the capability of paying its total liabilities with its income earned for the year 2012.

The 2012 positive result of operation increased the equity of the group from 2011.. This has caused the improvement in the debt to equity ratio of the company.

The group exhibited positive return on equity and return on assets for the year 2012 as against 2011. This was driven by the group's equity and total assets manifesting growth of 7% and 10% respectively as well as the outstanding increase in the groups' after tax income.

Revenue Growth of 590.60% was brought about by the sale of AG&P shares. On January 31, 2012, the Company, together with the other owners of AGP International preferred shares, entered into a Share Purchase Agreement with AGP International to sell its 26,086,957 Series A Preferred shares to the latter for $0.40 cents per share. There has been also a gain of ₱1.27M on the sale of foreign bonds. The subsidiary recognized sale on real estate amounting to ₱20M for the year 2012. The group also earned dividend income from various domestic and foreign equities amounting to ₱4.3M.

The group's net income for the year 2012 showed 1160% increase as against the year 2011 driven by an outstanding increase in the revenue.

The manner by which the Company calculates the foregoing indicators is as follows:

Key Financial Ratios	**Formula**
Revenue growth	(Total Revenues (current period) - Total Revenues (prior period))/Total Revenues (prior period)
Net income growth	Net Income (after tax) (current period)/ Net income (prior period, after tax)
Solvency Ratio	(After Tax Net Income+Depreciation)/Total Liabilities
EBITDA	Income from operations plus depreciation and amortization
Asset to Equity Ratio	Total Assets/Total Equity
Return on equity (ROE)	Net income/ Equity
Return on assets (ROA)	Net income/ Total Assets
Current/Liquidity ratio	Current Assets/ Current Liabilities
Debt-to-equity ratio	Total Liabilities/ Equity

PROSPECTS FOR THE FUTURE

The outlook for South China in the coming years is quite optimistic. Even with the refocus in business interests, new opportunities seem to look very promising as discussed below.

(1) Prospects for Other Energy, Mineral and Other Resource Based Opportunities

The Company continues to review potential energy resources as it explores entry into opportunities in other conventional and renewable energy resources.

The global situation in recent years presents opportunities for the Company to seek entry into the mineral resource based sector. It recognizes that the demand added by China and India into the current global market and into the foreseeable

future will have a significant impact.

(2) Prospects for SOC Land Development Corporation

South China's investment into property development is seen as an important aspect in enhancing its shareholder value. The government estimates the country's housing backlog at almost 4 million. There lies the opportunity to serve a basic need of Filipinos. In November 2010, SCRI diversified its business and invested into real property development through SOC Land Development Corporation (SOC Land), a wholly-owned subsidiary. The primary purpose of SOC Land is to deal and engage in real estate business.

In _July 2011, SOC Land started developing a 2.4-hectare community, called Anuva Residences (the Project). Situated near Sucat Interchange, it will have four (4) tandem buildings or eight (8) towers, with the first building targeted to be completed by mid-2014. The total estimated cost of the Project is ₱2.0 billion and is targeted for completion within five (5) years from the start of its construction. With the first tandem building nearing completion, SOC Land launched the second tandem building, Azalea last October 2013.

(3) Prospects for Agri-based businesses

The Company is also looking into food production. We believe in the thesis that rising incomes in the Asian region will drive greater protein consumption. We are currently identifying large tracts of land suitable for agro-industrial complexes for food production.

DIVIDEND DECLARATION

The Company has no earnings yet from commercial production pertaining to the oil exploration segment of the business hence there were no dividends declared for the period ended December 31, 2013 and two years ended December 31, 2012 and December 31, 2011.

KEY VARIABLE AND OTHER QUALITATIVE AND QUANTITATIVE FACTORS

There are no material trends, events or uncertainties that are reasonably expected to occur in the next twelve months that will have a material favorable or unfavorable impact on the results of the Company's liquidity. Should there be material changes in working capital it would be advances from the management to support the Company's operation or a sale of non-current assets.

There are no significant elements of income or loss that did not arise from the Company's continuing operations.

There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or accumulation of an obligation.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of the Company.

The Company has no plans of changing the number of employees for the next twelve months.

There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons during the reporting period.

The material changes for this year in comparison with the prior year-end based on line items in the comparative financial statements as of December 31, 2013, 2012 and 2011 are summarized as follows:

ACCOUNTS	For the Period Ended December 31			% CHANGE	
In Millions	2013	2012	2011	2013 vs 2012	2012 vs 2011
Statement of Financial Position					
Cash & Cash Equivalents	183.09	659.44	730.16	-72.24%	-9.69%
Receivables	78.52	48.58	8.38	61.65%	479.88%
Real Estate for Sale	1,042.16	660.06	447.62	57.89%	47.46%
Due from Related Parties	21.79	72.92	70.25	-70.12%	3.80%
Prepayments & Other Current Assets	65.72	14.84	17.69	342.94%	-16.14%
CURRENT ASSETS	**1,391.28**	**1,455.83**	**1,274.10**	**-4.43%**	**14.26%**
NONCURRENT ASSET HELD FOR SALE	**-**	**-**	**31.72**	**-100.00%**	**-100.00%**
Available for Sale AFS	362.56	290.58	284.85	24.77%	2.01%
Property & Equipment	17.23	19.17	21.05	-10.16%	-8.89%
Deferred Exploration Cost	-	-	21.56	-100.00%	-100.00%
Other Noncurrent Assets	60.67	34.88	3.82	73.92%	812.42%
NONCURRENT ASSETS	**440.46**	**344.63**	**331.28**	**27.80%**	**4.03%**
TOTAL ASSETS	**1,831.73**	**1,800.46**	**1,637.10**	**1.74%**	**9.98%**
Accounts Payable & other Liabilities	133.22	88.11	43.31	51.21%	103.43%
Income Taxes Payable	0.11	7.76	0.02	-98.55%	35228.85%
CURRENT LIABILITIES	**133.33**	**95.86**	**43.33**	**39.09%**	**121.23%**
Deferred Tax Liabilities	4.98	1.32	-	276.40%	100.00%
Retirement Benefit Obligation	2.96	2.77	2.33	7.03%	18.88%
NONCURRENT LIABILITIES	**7.94**	**4.09**	**2.33**	**94.13%**	**75.69%**
TOTAL LIABILITIES	**141.27**	**99.95**	**45.66**	**41.34%**	**118.91%**
Unrealized Valuation - AFS	24.24	18.50	10.39	31.06%	78.06%
Retained Earnings - Unappropriated	421.80	433.86	332.35	-2.78%	30.54%
Treasury Stocks	(4.96)	(1.04)	(0.58)	376.74%	80.06%
Actuarial Gain (Losses) on Defined Ben. Plan	0.10	(0.10)	-	-201.32%	100.00%
EQUITY	**1,690.46**	**1,700.51**	**1,591.44**	**-0.59%**	**6.85%**
TOTAL LIABILITIES AND EQUITY	**1,831.73**	**1,800.46**	**1,637.10**	**1.74%**	**9.98%**
Statement of Comprehensive Income					
Sale of Real Estate	82.70	20.30	-	307.32%	100.00%
Foreign Exchange Gain	22.43	-	0.00	100.00%	-100.00%
Gain on Sale of Financial Assets	18.94	183.59	-	-89.68%	100.00%
Interest Income	12.40	26.77	34.17	-53.70%	-21.66%
Dividend Income	5.78	4.30	0.1659	34.30%	2491.99%
Gain on Sale of HTM Investments	-	1.27	-	-100.00%	100.00%
Other Income	4.26	0.88	-	383.97%	100.00%
REVENUES	**146.50**	**237.12**	**34.34**	**-38.22%**	**590.60%**
Cost of Real Estate Sold	66.46	14.56	-	356.50%	100.00%
Sale and Marketing Expense	42.64	39.99	16.08	6.64%	148.71%
General and Administrative Expense	49.16	82.90	27.63	-40.70%	200.07%
Foreign Exchange Losses	-	17.46	-	-100.00%	100.00%
Interest Expense	-	0.03	0.02	-100.00%	71.69%
COSTS AND EXPENSES	**158.26**	**154.94**	**43.72**	**2.15%**	**254.37%**
GAIN ON SALE OF NONCURRENT ASSET HELD FOR SALE	-	32.15	-	-100.00%	100.00%
EQUITY IN NET LOSSES OF AN ASSOCIATE	-	-	(0.11)	-100.00%	-100.00%
SHARE IN UNREALIZED VALUATION GAINS ON AFS FINANCIAL ASSETS OF AN ASSOCIATES		-	0.01	-100.00%	-100.00%
PROVISION FOR INCOME TAX	0.30	12.82	0.09	-97.63%	14795.44%
NET INCOME (LOSS)	**(12.06)**	**101.51**	**(9.57)**	**-111.88%**	**-1160.35%**
NET GAINS(LOSSES) ON AFS FINANCIAL ASSETS	5.75	8.11	(7.28)	-29.16%	-211.36%
SHARE IN UNREALIZED VALUATION GAINS ON AFS FINANCIAL ASSETS OF AN ASSOC	-	-	(0.01)	-100.00%	-100.00%
ACTUARIAL GAIN (LOSSES)	0.19	(0.10)	-	-301.32%	100.00%

Discussion for 2013 VS 2012

72.24% Decrease in Cash & Cash Equivalents
The significant decrease in the cash and cash equivalents is attributable to the decrease in the time deposits of the group due to the fund requirements for CAPEX for the first tandem building on Anuva, the initial project of its subsidiary, SOC Land. The following has caused the changes in cash and cash equivalents: (1) Forex gain of ₱22M;(2) Increase in Real Estate Inventory of ₱382M;(3) Interest Received ₱6.11M;(4) Income Tax Paid ₱7.95M;(5) Sale of Stocks ₱58.71M;(6) Payments received for Advances ₱54.01M;(7) Dividends Received ₱5.75M;(8) Interest Received from Bonds ₱4.73M;(9) Acquisition of Financial Assets ₱95.53M; and (10) Acquisition of Treasury Stocks ₱3.92M.

61.65% Increase in Receivables
The 50% balance on the amount collectible from Security Bank on sale of Premiere Shares was received during the year. The significant increase on the receivable is due to the expected turnover of the Anala Condo Units – the first building on Anuva Projects for the year 2014.

57.89% Increase in Real Estate for Sale
This was due to incremental disbursements for CAPEX, which now forms part of the inventory. Percentage of completion this year totals to 86.71% as compared to 54.7% in 2012. Construction of Tandem Bldg 1 was in full blast this year in view of the project's completion and turnover of units by June 2014.

70.12% Decrease in Due from Related Parties
Receipt of payment for advances to Puyat Steel and International Pipe Industries amounting to ₱50.5M.

342.94% Increase in Prepayments & other Assets
Mainly due to increase in Input VAT arising from the acquisition of its wholly owned subsidiaries of vatable goods and services for the Anuva Project.

24.77% Increase in Available for Sale Financial Assets
Due to acquisition of additional shares of stocks amounting to ₱95.53M.

10.16% Decrease in Property and Equipment
Mainly due to depreciation as the account was presented net of depreciation. The construction and furnishing of the Marketing Office of the subsidiary SOC Land, which also houses the model units, was completed and capitalized in the year 2012.

73.92% Increase in Other Noncurrent Assets
Noncurrent Input VAT.

51.21% Increase in Accounts Payable & Other Liabilities
This is due to the increase in the amount of customers' deposits, payables to contractors and retention payable. Please see note 12 of Consolidated Financial Statements as part of the annexes.

98.55% Decrease in Income Taxes Payable
The total MCIT for the year 2013 amounted to ₱303,928.

276.40% Increase in Deferred tax Liabilities
Deferred tax recognized directly in equity as of December 31, 2013 consists of unrealized gain on changes in fair value of Foreign AFS financial assets amounting to ₱4.98 million.

7.03% Increase in Retirement Benefit Obligation
The group recognized ₱2.96M benefit obligation for the retirement plan of the group under defined benefit plans. The group has unfunded, non-contributory defined benefit retirement plan which covers all of its regular employees. The benefits are based on years of service and compensation on the last years of employment. Normal retirement is the attainment of age 60 and completion of at least 5 years of service.

31.06% Increase in Unrealized Valuation on AFS
Due to the increase in market value of shares of stocks and the corresponding foreign exchange value.

376.74% Increase in Treasury Stocks
Additional purchase of own shares. The Purchase Policy ended last December 31, 2013. As of December 31, 2013, the group has purchased 4,639,000 treasury shares.

307.32% Increase in Sale of Real Estate
SOC Land's License to Sell (LTS) was released by the HLURB on December 14, 2011. As of December 31, 2013, Sales amounting to ₱82.70 Million was recognized.

100% Increase in Foreign Exchange Gain
Higher conversion of US Dollar to Peso resulted in ₱22.43M foreign exchange gain on foreign currency denominated currencies of the company and Foreign Bonds.

89.68% Decrease in Gain on Sale of AFS Financial Assets
In 2012, The Parent Company recognized gain on the sale of its shares in AGP International amounting to ₱184.3 million. The gain this year 2013 pertains to sale of various foreign and domestic shares of stocks.

53.70% Decrease in Interest Income
Due to the decreasing interest rates on short term investments and the retirement of time deposits.

34.30% Increase in Dividend Income
The company earned ₱2.14M and ₱3.64M dividend from domestic and foreign shares of stocks respectively for the year 2013.

356.50% Increase in Cost of Real Estate Sold
Increase in these accounts is basically due to the recognition of the corresponding costs of real estate sold from buyers who have paid in full the TCP for their acquisition of condo units and/or those buyers who have paid the 20% down payment as of December 31, 2013.

6.64% Increase in Sales and Marketing Expense
Large part of the sales and marketing expense represents the commissions and incentives paid during the year 2013.Due to Increase in sales and collections, claims for commission were likewise processed and paid during the year. Costs were also incurred for trainings attended by the employees and sellers orientation for the year 2013. Costs for gasoline and other business travel cost also increase during the year 2013. Extensive advertising campaign was also implemented in 2013 with the use of print ads, bus ads, billboards, banners and other collaterals.

40.70% Decrease in General and Administrative Expenses
Services of various consultants for the subsidiary, SOC Land were engaged this year to assist management in enhancing further the operation of the business and strengthen its internal control system. Several legal counsels were likewise engaged to review and/or prepare contracts and/or agreements and handle various litigations in behalf of the company and its officers. There are also increases in subsidiary's audit fees for the year 2013. Research and development costs refer to the cost incurred by the group for the research and studies made for various new ventures.

Discussion for 2012 VS 2011

9.69% Decrease in Cash & Cash Equivalents
There have been decreases in the time deposits of the group due to the fund requirements for CAPEX by the subsidiary, SOC Land. There is also a decrease in interest earned for those investments due to the decrease in market interest rates from 4.60% to 4.05%, in 2012 and 2011 respectively. The group also made an acquisition of domestic and foreign shares of stocks and bonds amounting to ₱123M.

479.88% Increase in Receivables
The increase was brought about by the 50% balance of the proceeds of the sale of Premier Bank's shares to Security Bank, which remain uncollected as of December 31, 2013

47.46% Increase in Real Estate for Sale

This was due to additional cost capitalized as part of the inventory. Percentage of completion this year totals to 54.7% as compared to 11.4% of last year. Construction of Tandem Bldg 1 was in full blast this year in relation to the target completion of the project by October 2013.

16.14% Decrease in Prepayments & other Assets
Mainly due to decrease in Input VAT.

100% Decrease in Noncurrent Asset Held for Sale
On June 1, 2011, the Parent Company, together with other shareholders, entered into a Share Purchase Agreement (the Agreement) with Security Bank Corporation for the sale of their common shares in PDB. The sellers are the legal owners of an aggregate of 7,071,263 common shares in PDB, representing 96.42% of the issued and outstanding capital stock of PDB. Under the Agreement, the price per share amounted to ₱181.7 which resulted to a total share consideration of ₱1.3 billion. Under the agreement, the Parent Company agreed to sell its 351,454 shares of PDB for ₱63.9 million.

As a result of the Agreement, the Parent Company reclassified its investment in PDB amounting to ₱31.7 million as held for sale and presented it under *"Noncurrent asset held for sale"* account in the consolidated statement of financial position as of December 31, 2011. On January 20, 2012, the Monetary Board of the BSP approved the transaction contemplated in the Agreement. The Parent Company recognized a gain on sale amounting to ₱32.2 million. The receivable from Security Bank Corporation amounted to ₱31.9 million as of December 31, 2012 and is expected to be collected within the next financial year.

8.89% Decrease in Property and Equipment
Mainly due to depreciation as the account was presented net of depreciation. The construction and furnishing of the Marketing Office of the subsidiary SOC Land, which also houses the model units, was completed and capitalized in the year 2012.

100% Deferred Exploration Cost
The full amount was written off on the year 2012.

812.42% Increase in Other Noncurrent Assets
Noncurrent Input VAT.

5962.85% Increase in Accounts Payable & Other Liabilities
Mostly payable to contractors.

35,228% Increase in Income Taxes Payable
This is due to the 2012 provision for income taxes amounting to ₱12.82M.

100% Deferred tax Liabilities
Deferred tax recognized directly in equity as of December 31, 2012 consists of unrealized gain on changes in fair value of AFS financial assets amounting to ₱1.3 million.

30.54% Retained Earnings – Unappropriated
The increase in retained earnings was brought about by the 590.60% increase in revenue from year 2011 to 2012 that resulted to an increase of 1,160.35% increase in the bottom line figures. It should be noted that the Retained Earnings from year 2011 to 2012 was adjusted for the effect of the recognition of Retirement Obligation Expense. The amount of ₱2.33M was deducted for year 2011 and ₱0.34M for the year 2012.

80.06% Increase in Treasury Stocks
The company purchased 407,000 shares of its own shares.

100% Gain on Sale of AFS Financial Assets
In 2012, The Parent Company recognized gain on the sale of its shares in AGP International amounting to ₱184.3 million, and ₱0.87M on sale of its foreign AFS financial assets.

33.65% Decrease in Interest Income

Due to the decreasing interest rates on short term investments.

100% Increase in Sale of Real Estate
SOC Land's License to Sell (LTS) was released by the HLURB on December 14, 2011. As of December 31, 2012, Sales amounting to ₱20.30 Million was recognized

2492% Increase in Dividend Income
The company earned ₱2.06M and ₱2.24M dividend from domestic and foreign shares of stocks respectively.

100% Increase in Gain on Sale of Held to Maturity Investments (HTM)
This pertains to gain on sale of China Overseas Bonds and Henderson Bonds amounting to ₱1.27M.

100% Increase in Cost of Real Estate Sold
Increase in these accounts is basically due to the recognition of sales and corresponding costs from buyers who have paid in full their TCP or the 20% down payment as of December 31, 2012.

60.38% Increase in Personnel Cost
Mainly due to increase personnel in the subsidiary, SOC Land.

196.74% Increase in Professional Fees
Services of various consultants for the subsidiary, SOC Land were engaged this year to assist management in the evaluation and organization of the company's operations with the end in view of strengthening its internal control system. Several legal counsels were likewise engaged to review and/or prepare contract and/or agreements and handle various litigations in behalf of the company and its officers. There are also increases in audit fees for the year 2012.

3764% Increase in Commission and Incentives
Since there was increase in sales and collections, claims for commission were likewise processed and paid during the year.

104.53% Rent and Utilities
With the transfer of the subsidiary, SOC Land in YL Building the rent and utilities expenses increased.

1229.80% Increase in Trainings & Seminars
Cost incurred for trainings attended by the employees and sellers orientation for the year 2012.

255.23% Increase in Travel and Transportation
This pertains to gasoline and other business travel related expenses..

72.38% Increase in Depreciation
As a result of the increase in the Property and Equipment, depreciation likewise increased.

97.79% Increase in Advertising, Telecommunication & Postage
Extensive advertising campaign was implemented in 2012 with the use of print ads, bus ads, billboards, banners and other collaterals.

249.89% Increase in Repairs and Maintenance
This cost pertains to repairs and maintenance incurred for service vehicles.

185.63% Increase in Taxes and Licences
This pertains to capital gains tax paid for gain on sale of Premiere shares, mayor's permit and real property taxes.

277.18% Increase in Business Development Costs
Increase in manpower has resulted to the increase in this cost.

480.30% Increase in Dues and Subscription
This cost pertains to the entrance fee and transfer fee for one share of Wackwack Golf and Country Club.

281.83% Increase in Insurance
Bulk of this expense pertains to the health insurance given to employees of the subsidiary, SOC Land.

100% Write-off of Expenses
In 2012, following the Consortium's decision not to pursue the extension, the Parent Company's management decided to write-off the balance of deferred exploration costs related to SC-60 amounting to ₱21.6 million, composed of the balance as of December 31, 2011 and ₱70,000 paid during the year. The parent company also wrote off expenses amounting to ₱4.13M incurred on the research and study phase for other ventures such as in mining and cassava.

100% Increase in Provision for Impairment on AFS Financial Assets
The parent company recognized impairment on its 700 shares of PLDT amounting to ₱7,262.

100% Increase in Gain on Sale of Noncurrent Asset Held for Sale
On January 20, 2012, the Monetary Board of the BSP approved the sale of Premiere to Security Bank. The Parent Company recognized a gain on sale amounting to ₱32.2 million.

ITEM 7: FINANCIAL STATEMENTS

The Financial Statements and Schedules listed in the accompanying Index to Financial Statements and Supplementary Schedules are filed as part of this SEC Form 17 – A.

ITEM 8: CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

There are no changes in and disagreements with independent accountants on accounting and financial disclosure and no change in the Company's independent accountants during the two most recent fiscal years or any subsequent interim period.

INFORMATION ON INDEPENDENT PUBLIC ACCOUNTANT AND OTHER RELATED MATTERS

Information on Independent Public Accountant

In compliance with SRC Rule 68 Paragraph 3(b) (iv), the engagement partner from Sycip Gorres Velayo & Co. is Mr. Ladislao Z. Avila, Jr. The Corporation recommends the appointment of Sycip Gorres Velayo & Co. as the Principal Accountant of the Corporation. Sycip Gorres Velayo & Co. is the incumbent Public Accountant of the Company.

The Company, through its Audit Committee, recommends the re-appointment of Sycip Gorres Velayo & Co. as the Principal Accountant of the Corporation. The Company's Audit Committee is composed of Mr. Manuel G. Arteficio as Chairman, Mrs. Belen R. Castro, Member, and Mr. Wilfrido P. Reyes, Member.

External Audit Fees and Services

In compliance with SEC Memo Circular No. 14 Series of 2004, External Audit Fees, for the year ended 2013 for South China Resources and subsidiary, SOC Land Development amounted to ₱492,800 and ₱369,600 respectively External Audit Fees, for the year ended 2012 audit for South China Resources and subsidiary, SOC Land Development amounted to ₱492,800.00 and ₱245,280.00 respectively No other services were provided and billed for by the external auditors for the last two (2) fiscal years.

PART III - CONTROL AND COMPENSATION INFORMATION

ITEM 9: DIRECTORS AND EXECUTIVE OFFICERS OF THE ISSUE

(1) Directors and Executive Officers (Information for the last five years)

NAME	POSITION	BIRTHDATE
Edgardo P. Reyes	Chairman/CEO	December 2, 1945
Wilfrido P. Reyes	President	January 21, 1947
Belen R. Castro	VP & Treasurer	April 9, 1948
Manuel G. Arteficio	Director	January 13, 1945
Francisco M. Bayot, Jr.	Director	January 29, 1954
Magilyn T. Loja	Corporate Secretary	May 6, 1968
David R. Baladad	VP - Operations	September 13, 1956
Zosimo L. Padro, Jr.	VP - Finance	August 3, 1959

EDGARDO P. REYES, 68 years of age, Filipino, has been the CHAIRMAN of the Board of Directors of the Company since 1992. He is also the CHAIRMAN of Gonzalo Puyat and Sons, Inc., and Puyat Steel Corp.. He was also the Chairman & President of Bell Telecommunication Philippines Inc., until the company was sold to Two Cassandra CCI Congrolmerates, Inc.; Purex Mineral Corp.,; PRESIDENT, and now, Director of International Pipe Industries Corp.,; Director of SOCLAND Development Corporation, Pipe Machinery Corp., Apo Pipe Industries Corp., Reyson Realty & Development Corp., Puyat Flooring Products Inc., Proleo Realty Inc., and BenePara Realty Inc.; SENIOR VICE PRESIDENT of PFM Agro-Industrial Development Corp. and Armorply Concrete Forming Systems Inc.; and, DIRECTOR of Surigao Development Corp., and Puyat Investment & Realty for the past five (5) years. He is a DIRECTOR of Premiere Development Bank until 2011. Mr. Reyes is the brother of Mr. Wilfrido P. Reyes and Ms. Belen R. Castro.

WILFRIDO P. REYES, 67 years of age, Filipino, has been the PRESIDENT of the Company since 1992. He has also been the CHAIRMAN of La Dulcinea Restaurant Inc. and Warrest Realty Inc.; CHAIRMAN/PRESIDENT of WPR Realty & Management Corp.; EXECUTIVE VICE PRESIDENT/DIRECTOR of Gonzalo Puyat & Sons Inc. and Purex Mineral Corp.; EVP/GENERAL MANAGER of Philippine Flour Mills and PFM-Agro Development Corp.; SVP/DIRECTOR of Puyat Steel Corporation; DIRECTOR of Premiere Development Bank; TREASURER/DIRECTOR of Surigao Development Corp.; SECRETARY/DIRECTOR of Surigao Marine Products, Inc.; VP/GENERAL MANAGER of Reyson Realty & Development Corp.; PRESIDENT of Proleo Realty Inc., VP/TREASURER of Bell Telecommunication Philippines Inc.; TREASURER/DIRECTOR of International Pipe Industries Corp. and Apo Pipe Industries Corp; and, DIRECTOR of Pipe Machinery Corp. for the past five (5) years. Mr. Reyes is the brother of Mr. Edgardo P. Reyes and Ms. Belen R. Castro.

BELEN R. CASTRO, 66 years of age, Filipino, has been the VICE PRESIDENT, TREASURER & DIRECTOR of the Company since 1992 up to the present; DIRECTOR & ASST. TREASURER of Gonzalo Puyat & Sons, Inc.; DIRECTOR of Chamber of Thrift Banks (1990 – 2012) and DIRECTOR of Bell Telecommunication Phils., Inc. until 2009. She was the Chairman of Premiere Development Bank (January 2007-2012). She is the sister of Mr. Edgardo P. Reyes and Mr. Wilfrido P. Reyes.

MANUEL G. ARTEFICIO, 69 years of age, Filipino, has been an INDEPENDENT DIRECTOR of the Company since 2007. He has been PRESIDENT of San Manuel Mining Corp. from 1990 to present; Assisi Mining Corp., Bonaventures Mining Corp., Ignatius Mining Corp., all three from 1994 to present; he is also the PRESIDENT of Egerton Gold Phils., Inc. from 2006 to present.

FRANCISCO M. BAYOT, JR., 60 years of age, Filipino, has been an INDEPENDENT DIRECTOR of the Company since 2008. He is the CHAIRMAN of Madrigal Business Park Association, Inc.; CEO/DIRECTOR of Solid Cement Corp. and Rizal Cement Co., Inc.; PRESIDENT/DIRECTOR of JM Investment Corp.; and DIRECTOR of Solid bank Corp., Alabang Commercial Corp., and Bell Telecommunication Phils., Inc.

MAGILYN T. LOJA., 45 years of age, Filipino, has been the CORPORATE SECRETARY of the Company since 2010. She is a Senior Partner of the Esguerra & Blanco Law Offices. Atty. Loja obtained his Bachelor of Science in Business Administration and Accountancy and Bachelor of Laws from the University of the Philippines. Atty. Loja since 1996, and during the last five (5) years, has been engaged in the practice of law.

DAVID R. BALADAD, 57 years of age, Filipino, has been the VICE PRESIDENT FOR OPERATIONS of the Company since 1994. He obtained his Bachelor of Science in Geology in the University of the Philippines and he is also a licensed Geologist. Prior to joining the Company, Mr. Baladad was the Chief of the Oil and Gas Division of the former Office of Energy Affairs (now DOE) and a consultant to other local exploration companies. He has been directing the upstream activities of the Company since 1994 and for the last five (5) years.

ZOSIMO L. PADRO, JR., 54 years of age, Filipino, has been the VICE PRESIDENT FOR FINANCE of the Company since January 2010. He obtained his Bachelor of Science in Business Administration Major in Accounting from the University of Eastern Philippines and Bachelor of Laws from Jose Rizal College. Atty. Padro is also the Vice President for Finance of International Pipe Industries Corp (IPI). Atty. Padro since 1990, and during the last five (5) years, has been engaged in the practice of law. He is also a Certified Public Accountant.

Mr. Manuel G. Arteficio and Mr. Francisco M. Bayot, Jr. were elected Independent Directors during the 2013 Annual Stockholders' Meeting. The Nomination Committee nominated Mr. Arteficio and Mr. Bayot as independent directors to be elected during the 2013 Annual Stockholders' Meeting. Both Mr. Arteficio and Mr. Bayot are qualified to be nominated and elected as Independent Directors of the Company in accordance with the qualifications specified with SEC Circular No. 16 Series of 2002 and SEC Circular No. 16 Series of 2006.

Directors elected in the annual stockholders' meeting have a term of office of one (1) year and serve as such until their successors are elected and qualified in the succeeding annual meeting of stockholders.

(2) Significant Employees

While all employees are expected to make a significant contribution to the Company, there is no one particular employee, not an executive officer, expected to make a significant contribution to the business of the Company on his own.

(3) Family Relationships

Mr. Edgardo P. Reyes, Chairman and CEO; Mr. Wilfrido P. Reyes, President; and Ms. Belen R. Castro, Vice President, Treasurer and Director of the Company are brothers and sister. All other Directors and Executive Officers are not related to each other. Other than the ones disclosed, there are no other family relationships known to the registrant.

(4) Involvement in Certain Legal Proceedings

None of the directors, nominees for election as a director, executive officers or control persons of the Company have been involved in any legal proceeding required to be disclosed under Part IV paragraph (A)(4) of SRC Rule 12 (Annex C, Amended), including without limitation being the subject of any:

(a) bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;

(b) conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;

(c) order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining barring, suspending or otherwise limiting his involvement in any type of business, securities commodities or banking activities; and

(d) order or judgment of a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization finding him/her to have violated a securities or commodities law or regulation, for the past five (5) years up to the latest date, that is material to the evaluation of the ability or integrity to hold the relevant position in the Company.

ITEM 10: EXECUTIVE COMPENSATION

There are no bonuses, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as a director, or executive officer of the issuer will participate.

The Group has no pension in which any such person will participate.

There are no employment contracts arrangements for this year.

The aggregate compensation paid or accrued during the last two calendar years and to be paid in the ensuing calendar year to the Chief Executive Officer and three most highly compensated executive officers are as follows:

Name and Principal Position	Year	Salary (P)	Bonus (P)	Other Annual Compensation
Edgardo P. Reyes Chairman / CEO				
David R. Baladad VP-Operations				
Zosimo L. Padro, Jr. VP – Finance				
Ronna C. De Leon Accounting Officer				
Aggregate compensation –	2014	2,000,000(est.)	500,000(est)	N/A
CEO & all other officers and	2013	1,812,240	453,060	N/A
Directors as a group unnamed	2012	1,799,987	453,060	N/A

Among the directors and officers of the company, only the four (4) stated above are being compensated.

ITEM 11: SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

(a) Security Ownership of Certain Record and Beneficial Owners and Management as of December 31, 2012 (owning more than 5% of any class of voting securities)

Title of Class	Name and address of record owner and	Relationship with Issuer	Name of Beneficial ownership and relationship with record owner	Citizenship	No. of Shares Held	Percent
Common	EDGARDO P. REYES 1371 Caballero St., Dasmariñas Vill., Makati	Director	EDGARDO P. REYES, same person	Filipino	229,853,123	25.4849 %
Common	BELEN R. CASTRO 4889 Pasay Road, Dasmariñas Vill., Makati	Director	BELEN R. CASTRO, same person	Filipino	231,531,122	25.6709 %
Common	WILFRIDO P. REYES 1545 Mahogany St., Dasmariñas Vill., Makati	Director	WILFRIDO P. REYES, same person	Filipino	226,853,123	25.1522%
Common	PCD Nominee Corp. (Filipino) G/F MKSE Bldg., 6767 Ayala Ave., Makati	Stockholder	PCD Nominee Corp. (Filipino), depository agent	Filipino	165,963,734	18.4011%

There are no beneficial owners of more than 5% under the PCD Nominee Corporation (Filipino), which owns 18.4011% of the total shares of the Company.

(b) Security Ownership of Management Directors

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
Common Shares	Edgardo P.Reyes	229,853,123	Direct, Record and Beneficial	Filipino	25.4849%
Common Shares	Belen R. Castro	231,531,122	Direct, Record and Beneficial	Filipino	25.6709%
Common Shares	Wilfrido P. Reyes	226,853,123	Direct, Record and Beneficial	Filipino	25.1522%
Common Shares	Francisco M. Bayot, Jr.	400,000	Direct, Record and Beneficial	Filipino	00.0443%
Common Shares	Manuel G. Arteficio	100,000	Direct, Record and Beneficial	Filipino	00.0111 %
Total		688,737,368			76.3634%

Executive Officers

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
Common Shares	Edgardo P. Reyes	-------			-------
Common Shares	Wilfrido P. Reyes	-------			-------
Common Shares	Belen R. Castro	-------			-------
Common Shares	David R. Baladad	50,000	Direct, Record and Beneficial	Filipino	00.0055%
Total		50,000			00.0055%

Directors and Officers as a Group

Title of Class	Name of Beneficial owner	Amount of Beneficial ownership	Percent of Class
Common Shares	Directors as a Group	688,737,368	76.3634%
Common Shares	Executive Officers as a Group	50,000	00.0055%
Total		690,609,368	76.3689%

No person holding more than 5% of a class is under a voting trust or similar agreement.

The Company has no arrangements which may result in a change in control of the registrant.

ITEM 12: CERTAIN RELATIONSHIP AND RELATED TRANSACTIONS

(In reference to Note 17 of the 2013 Audited Consolidated Financial Statements)

PUYAT STEEL CORPORATION (PSC)

PSC, established in 1956, is a world-class manufacturer of galvanized and pre-painted steel sheets and coils used in roofing and walling profiles and bended accessorial products. PSC set up the first galvanizing plant in the Philippines to answer to the need of the country for galvanized iron sheets to be used in the construction, building and roofing materials. In 1998, PSC inaugurated in Rosario, Batangas, the Philippines' first ever state-of-the-art continuous galvanizing line utilizing the modern non-oxidizing furnace (NOF) technology in a globally competitive stature. By the year 2000, PSC became the first NOF continuous galvanizing plant to be ISO 9002 certified. PSC is under common control with the Group.

The BOD through a board resolution dated January 24, 2008 authorized the Group to enter into a related party agreement with PSC to advance an amount of up ₱130.0 million for the acquisition of raw materials to be processed into finished steel products. The funding facility extended to PSC is secured by way of assignment to the Group of finished goods inventories and all receivables and proceeds of postdated checks issued arising from the sale of the finished goods. The funding facility is renewable on a yearly basis.

As of December 31, 2013, PSC fully paid its account with the Parent Company. As of December 31, 2012, the outstanding receivable from PSC amounted to ₱45.0 million. These are due and demandable. Interest earned by the Group in relation to these advances amounted to ₱0.72 million, ₱3.2 million and ₱3.7 million in 2013, 2012 and 2011, respectively.

PSC's accounts receivable and finished goods with fair value equivalent to the outstanding balance are used as collateral for the amount owed to the Group.

INTERNATIONAL PIPE INDUSTRIES, INC. (IPIC)

IPIC is the pioneer manufacturer of large-diameter spiral welded pipes and machinery fabrication in the Philippines and Southeast Asia and has been producing quality pipes for the last 48 years. IPIC is the only company to date that has secured the American Petroleum Institute monogram in the Philippines. IPIC was also the first company in the Southeast Asia to pioneer in the design and exportation of high-tension transmission poles, weight coating of submarine line pipe and non-tension and pre-tension concrete pressure pipes.

In May 2011, the BOD has authorized the Group to enter into a related party agreement with IPIC to provide a standby fund facility in the amount of up ₱50.0 million for the acquisition of raw materials to be processed into finished steel pipe products. The Group will receive a guaranteed return on investment of at least 8% per annum.

As of December 31, 2013, the outstanding receivable from IPIC amounted to ₱21.5 million and as of December 31, 2012, the outstanding receivable amounted to ₱27 million. The amount is due and demandable. Interest earned by the Group in relation to these advances amounted to ₱1.64 million and ₱1.68 million in 2013 and 2012, respectively.

IPIC's accounts receivable and finished goods with fair value equivalent to the outstanding balance are used as collateral for the amount owed to the Group.

SOUTH CHINA PETROLEUM INTERNATIONAL, INC. (SCPI)

SCPI is a corporation established to prospect for, explore, extract, dig and drill for, exploit, produce, purchase, or otherwise obtain from the earth, any and all kinds of petroleum and petroleum products, rocks or carbon oils, natural gas and other volatile materials, chemical substance and salts, precious and base metals, diatomaceous earth as well as other minerals of whatever nature whether similar or dissimilar to those listed herein, and to manufacture, refine, prepare for market, buy, sell, import, export and transport and otherwise deal in petroleum and other minerals of whatever nature, whether similar or dissimilar thereto, their products, compounds and derivatives and other mineral and chemical substances in crude or refined condition, and to generally engage, as may be permitted by law, in the business of, and/or investing in mining, manufacturing, contracting and servicing, in addition to oil exploration.

The total amount of receivable from SCPI as of December 31, 2013 and 2012 amounted to ₱0.14 million and ₱0.13 million which pertains to the amount paid for the business permit and registration. The amount is due and demandable.

ITEM 13: CORPORATE GOVERNANCE

An evaluation system is being set in place in relation to the provisions of the Revised Manual on Corporate Governance to measure the level of compliance by directors and top management. Also, the Company and its directors, officers and employees complied with all the leading practices and principles on good governance as embodied in the company's Revised Corporate Governance Manual.

The Company believes that the current corporate governance of the Company is sufficient to address its needs.

PART V - EXHIBITS AND SCHEDULES

ITEM 14: EXHIBITS AND REPORTS ON SEC FORM 17-C

(a) Exhibits – *None*

(b) Reports on SEC Form 17-C

The reports indicated below were filed on SEC Form 17-C during the last six-month period covered by this report.

December 19,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 50,000 common shares
December 17,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 250,000 common shares
December 16,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 239,000 common shares
December 11,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 202,000 common shares .

December 04,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 150,000 common shares
December 03,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 9,000 common shares
December 02,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 100,000 common shares
November 28,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 100,000 common shares
November 15,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 11,000 common shares
October 09,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 150,000 common shares
September 26,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 5,000 common shares

September 24,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 45,000 common shares
September 17,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 91,000 common shares
September 11,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 35,000 common shares
September 06,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 10,000 common shares
September 05,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 7,000 common shares
September 04,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 10,000 common shares

September 02,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 50,000 common shares
August 28,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 50,000 common shares
August 23,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 61,000 common shares
August 22,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 50,000 common shares
August 14,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 81,000 common shares
August 06,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 162,000 common shares

July 31,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 2,000 common shares
July 24,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 55,000 common shares
July 12,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 100,000 common shares
July 11,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 30,000 common shares
July 10,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 18,000 common shares
July 08,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 100,000 common shares

July 03,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 40,000 common shares
June 28,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 26,000 common shares
June 26,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 104,000 common shares
June 25,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 148,000 common shares
June 24,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 69,000 common shares
June 13,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 37,000 common shares

June 10,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 30,000 common shares
June 06,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 12,000 common shares
June 05,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 38,000 common shares
June 04,2013	Item 9. Other Events Pursuant to the board resolution dated 21 December 2011 approving the repurchase of the Company's shares in open market, Please be informed that the management of the company purchased 50,000 common shares

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SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Makati on 30 April 2014

By:

EDGARDO P. REYES
Chief Executive Officer
Date: 30 April 2014

WILFRIDO P. REYES
President
Date: 30 April 2014

BELEN R. CASTRO
Vice President & Treasurer
Date: 30 April 2014

DAVID R. BALADAD
Principal Operating Officer
Date: 30 April 2014

ZOSIMO L. PADRO, JR.
Principal Accounting Officer
Date: 30 April 2014

MAGILYN T. LOJA
Corporate Secretary
Date: 30 April 2014

SUBSCRIBED AND SWORN to before me this APR 30 2014 day of April, 2014 affiant(s) exhibiting to me their valid government issued identification as follows:

Name	Type	No.	Date of Issue	Place of Issue	Expiry
Edgardo P. Reyes	Passport	EB7987031	April 26, 2013	DFA, Manila	Apr 25, 2018
Wilfrido P. Reyes	Passport	EB8746273	Jul 23, 2013	DFA, Manila	Jul 22, 2018
Belen R. Castro	Passport	EB0366990	Jun 10,2010	DFA, Manila	Jun 09,2015
David R. Baladad	Passport	EB3555220	Sep 05,2011	DFA, Manila	Sep 04,2016
Zosimo L. Padro, Jr.	IBP	36869	N/A	Manila	N/A
Magilyn T. Loja.	Driver's License	N02-94237237		Manila	May 06,2014

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Book No. : 303
Series of 2014.

ATTY. VIRGILIO R. BATALLA
NOTARY PUBLIC FOR MAKATI CITY
APPOINTMENT NO. M-35
UNTIL DECEMBER 31, 2014
ROLL OF ATTORNEY 48348
MCLE COMPLIANCE NO. IV-0016336
IBP NO. 706762 – LIFETIME MEMBER
PTR. NO. 422-5506 JAN 2, 2014
EXECUTIVE BLDG. CENTER
MAKATI AVE., [illegible]

SOUTH CHINA RESOURCES, INC.
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES
SEC FORM 17-A

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* These schedules, which are required by Annex 68.1-M of the Amended SRC Rule 68, have been omitted because they are either not required, not applicable, or the information required to be presented is included in the Company's Balance Sheets or Notes to Financial Statements.

SOUTH CHINA RESOURCES, INC.
ENZO Building 399 Senator Gil Puyat Avenue, Makati City
Metro Manila, Philippines 1200

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of South China Resources, Inc. and subsidiary is responsible for the preparation and fair presentation of the consolidated financial statements for the years ended December 31, 2013 and December 31, 2012, including the additional components attached therein, in accordance with the Philippines Financial Reporting Standards. This responsibility includes designing and implementing internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

The Board of Directors reviews and approves the financial statements and submits the same to the stockholders.

Sycip, Gorres, Velayo & Co., the independent auditors appointed by the stockholders, has examined the consolidated financial statements of the company and its subsidiary in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such examination.

Signed under oath by the following:

EDGARDO P. REYES
Chairman / Chief Executive Officer

WILFRIDO P. REYES
President

BELEN R. CASTRO
Vice President / Treasurer

ZOSIMO L. PADRO, JR.
Vice President - Finance

SUBSCRIBED AND SWORN to before me this APR 15 2014 day of 2014 affiants exhibiting to me their valid government issued identification as follows:

Name	Type	No.	Date of Issue	Place of Issue	Expiry
Edgardo P. Reyes	Passport	EB7987031	Apr 26, 2013	DFA, Manila	Apr 25, 2018
Wilfrido P. Reyes	Passport	EB8746273	Jul 23, 2013	DFA, Manila	Jul 22, 2018
Belen R. Castro	Passport	EB0366990	Jun. 10,2010	DFA, Manila	Jun 09,2015
Zosimo L. Padro, Jr.	IBP	36869	N/A	Manila	N/A

Doc. No.: 362
Page No.: 74
Book No.: 377
Series of 2014.

ATTY. VIRGILIO R. BATALLA
NOTARY PUBLIC FOR MAKATI CITY
APPOINTMENT NO. M-35
UNTIL DECEMBER 31, 2014
ROLL OF ATTORNEY 48348
MCLE COMPLIANCE NO. IV-0016333
IBP NO. 706762 – LIFETIME MEMBER
PTR. NO. 422-5506 JAN 2, 2014
EXECUTIVE BLDG. CENTER
MAKATI AVE., COR., JUPITER

Notary Public

Telephone No. 804-1978 * Telefax No. 804-1977

South China Resources, Inc. and Subsidiary

Consolidated Financial Statements
December 31, 2013 and 2012
and for Each of the Three Years in the
Period Ended December 31, 2013

and

Independent Auditors' Report

SGV
Building a better working world

A member firm of Ernst & Young Global Limited

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

Tel: (632) 891 0307
Fax: (632) 819 0872
ey.com/ph

BOA/PRC Reg. No. 0001,
December 28, 2012, valid until December 31, 2015
SEC Accreditation No. 0012-FR-3 (Group A),
November 15, 2012, valid until November 16, 2015

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
South China Resources, Inc.

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of South China Resources, Inc. and Subsidiary, which comprise the consolidated statements of financial position as at December 31, 2013 and 2012, and the consolidated statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2013, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Philippine Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

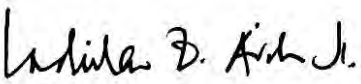
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of South China Resources, Inc. and Subsidiary as at December 31, 2013 and 2012, and their financial performance and their cash flows for each of the three years in the period ended December 31, 2013 in accordance with Philippine Financial Reporting Standards.

SYCIP GORRES VELAYO & CO.



Ladislao Z. Avila, Jr.
Partner
CPA Certificate No. 69099
SEC Accreditation No. 0111-AR-3 (Group A),
January 18, 2013, valid until January 17, 2016
Tax Identification No. 109-247-891
BIR Accreditation No. 08-001998-43-2012,
April 11, 2012, valid until April 10, 2015
PTR No. 4225149, January 2, 2014, Makati City

April 11, 2014

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		December 31	January 1
		2012	2012
		(As restated,	(As restated,
	2013	see Note 2)	see Note 2)
ASSETS			
Current Assets			
Cash and cash equivalents (Note 4)	**₱183,089,876**	₱659,437,345	₱730,161,936
Receivables (Note 5)	**78,524,234**	48,575,758	8,376,798
Real estate for sale (Note 6)	**1,042,159,389**	660,056,016	447,615,888
Due from related parties (Note 17)	**21,786,900**	72,919,608	70,248,111
Prepayments and other current assets (Note 7)	**65,717,677**	14,836,796	17,692,759
Total Current Assets	**1,391,278,076**	1,455,825,523	1,274,095,492
Noncurrent Asset Held for Sale (Note 9)	**–**	–	31,722,243
Noncurrent Assets			
Available-for-sale (AFS) financial assets (Note 8)	**362,560,662**	290,576,239	284,849,125
Property and equipment (Note 10)	**17,226,977**	19,174,495	21,046,176
Deferred exploration costs (Note 1)	**–**	–	21,563,806
Other noncurrent assets (Note 11)	**60,668,880**	34,883,378	3,823,191
Total Noncurrent Assets	**440,456,519**	344,634,112	331,282,298
TOTAL ASSETS	**₱1,831,734,595**	₱1,800,459,635	₱1,637,100,033
LIABILITIES AND EQUITY			
Current Liabilities			
Accounts payable and other liabilities (Note 12)	**₱133,221,091**	₱88,105,661	₱43,311,080
Income tax payable (Note 16)	**112,546**	7,758,921	21,962
Total Current Liabilities	**133,333,637**	95,864,582	43,333,042
Noncurrent Liabilities			
Deferred tax liabilities (Note 16)	**4,976,921**	1,322,249	–
Retirement benefit obligation (Note 15)	**2,961,336**	2,766,943	2,327,475
Total Noncurrent Liabilities	**7,938,257**	4,089,192	2,327,475
Total Liabilities	**141,271,894**	99,953,774	45,660,517
Equity			
Common stock - ₱1 par value (Note 18a)			
Authorized - 1,000,000,000 shares			
Issued - 600,489,569 shares in 2013 and 2012	**600,489,569**	600,489,569	600,489,569
Subscribed - 306,070,000 shares in 2013 and 2012 (net of subscription receivables of ₱229,552,500 as of December 31, 2013, 2012 and 2011)	**76,517,500**	76,517,500	76,517,500
Additional paid-in capital	**72,272,140**	72,272,140	72,272,140
Unrealized valuation gains on AFS financial assets - net of deferred tax liability (Note 8)	**24,244,915**	18,499,717	10,389,619
Retained earnings			
Appropriated (Note 17b)	**500,000,000**	500,000,000	500,000,000
Unappropriated	**421,803,639**	433,863,017	332,348,688
Treasury stock (Note 17c)	**(4,961,650)**	(1,040,750)	(578,000)
Actuarial gains (losses) on defined benefit plan (Note 15)	**96,588**	(95,332)	–
Equity	**1,690,462,701**	1,700,505,861	1,591,439,516
TOTAL LIABILITIES AND EQUITY	**₱1,831,734,595**	₱1,800,459,635	₱1,637,100,033

See accompanying Notes to Consolidated Financial Statements.

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2013	2012	2011
REVENUES			
Sale of real estate	**₱82,701,994**	₱20,303,767	₱–
Foreign exchange gains	**22,428,404**	–	259
Gain on sale of AFS financial assets (Note 8)	**18,944,678**	183,593,532	–
Interest income (Notes 4, 8 and 17)	**12,395,134**	26,768,573	34,169,434
Dividend income (Note 8)	**5,775,742**	4,300,582	165,918
Gain on sale of HTM investments (Note 8)	**–**	1,274,911	–
Other income (Note 12)	**4,258,612**	879,933	–
	146,504,564	237,121,298	34,335,611
COSTS AND EXPENSES			
Cost of real estate sold (Note 6)	**66,460,200**	14,558,716	–
Sales and marketing expenses (Note 14)	**42,642,037**	39,986,088	16,077,086
General and administrative expenses (Note 13)	**49,157,777**	82,899,760	27,626,981
Foreign exchange losses	**–**	17,460,202	–
Interest expense (Note 10)	**–**	30,427	17,722
	158,260,014	154,935,193	43,721,789
GAIN ON SALE OF NONCURRENT ASSET HELD FOR SALE (Note 9)	**–**	32,153,046	–
EQUITY IN NET LOSSES OF AN ASSOCIATE (Note 9)	**–**	–	(114,740)
SHARE IN UNREALIZED VALUATION GAINS ON AFS FINANCIAL ASSETS OF AN ASSOCIATE (Note 9)	**–**	–	13,393
INCOME (LOSS) BEFORE INCOME TAX	**(11,755,450)**	114,339,151	(9,487,525)
PROVISION FOR INCOME TAX (Note 16)	**303,928**	12,824,822	86,099
NET INCOME (LOSS)	**(12,059,378)**	101,514,329	(9,573,624)
OTHER COMPREHENSIVE INCOME (LOSS)			
Other comprehensive income (loss) to be reclassified to profit or loss in subsequent periods:			
Net gains (losses) on AFS financial assets (Note 8)	**5,745,198**	8,110,098	(7,282,929)
Share in unrealized valuation gains (losses) on AFS financial assets of an associate (Note 9)	**–**	–	(13,393)
Other comprehensive income (loss)not to be reclassified to profit or loss in subsequent periods:			
Actuarial gains (losses) on defined benefit plan	**191,920**	(95,332)	–
	5,937,118	8,014,766	(7,296,322)
TOTAL COMPREHENSIVE INCOME (LOSS)	**(₱6,122,260)**	₱109,529,095	(₱16,869,946)
Basic/Diluted Earnings (Loss) Per Share (Note 19)	(₱0.0133)	**₱0.1120**	(₱0.0106)

See accompanying Notes to Consolidated Financial Statements.

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2013	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES			
Income (loss) before income tax	**(₱11,755,450)**	₱114,339,151	(₱9,487,525)
Adjustments for:			
Depreciation and amortization (Note 10)	**2,672,631**	5,894,159	3,419,289
Unrealized foreign exchange losses (gains)	**(22,428,404)**	16,644,348	(259)
Gain on sale of:			
AFS financial assets (Note 8)	**(18,944,678)**	(183,593,532)	–
Interest income (Notes 4, 8 and 16)	**(12,395,134)**	(26,768,573)	(34,169,434)
Dividend income (Note 8)	**(5,775,742)**	(4,300,582)	(165,918)
Pension expense	**386,313**	344,136	2,327,475
Write-off of:			
Deferred exploration costs (Note 1)	–	21,633,806	–
Project advances (Note 11)	–	4,128,213	–
Provision for impairment loss on:			
AFS financial assets (Note 8)	–	7,263	–
Equity in net losses of an associate (Note 9)	–	–	114,740
Noncurrent asset held for sale (Note 9)	–	(32,153,046)	–
HTM investments (Note 8)	–	(1,274,911)	–
Share in unrealized valuation gains on AFS financial assets of an associate (Note 9)	–	–	(13,393)
Operating loss before working capital changes	**(68,626,777)**	(85,443,704)	(40,302,500)
Decrease (increase) in:			
Real estate for sale	**(382,103,373)**	(212,440,128)	(126,567,636)
Receivables	**(30,575,074)**	(8,261,316)	(3,225,787)
Prepayments and other current assets	**(52,436,911)**	2,855,963	(8,557,192)
Other noncurrent assets	**(25,785,502)**	(34,883,378)	**–**
Increase in:			
Accounts payable and other liabilities	**46,671,460**	44,794,581	42,596,712
Net cash used in operations	**(512,469,864)**	(293,033,846)	(133,728,928)
Interest received	**6,105,207**	18,276,103	39,778,474
Income tax paid	**(7,950,303)**	(5,087,863)	(183,495)
Net cash flows used in operating activities	**(514,314,960)**	(279,845,606)	(94,133,949)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of:			
AFS financial assets	**58,705,982**	495,559,937	**–**
Noncurrent asset held for sale	–	31,937,645	**–**
HTM investments	–	17,844,160	**–**
Payments received from related parties (Note 16)	**54,012,589**	7,240,199	**–**
Dividends received (Note 8)	**5,745,455**	4,300,582	40,165,918
Interest received (Note 8)	**4,733,892**	3,412,373	**–**
Acquisitions of:			
AFS financial assets (Note 8)	**(95,532,169)**	(223,498,601)	(6,176,049)
Property and equipment (Note 10)	**(725,113)**	(4,022,478)	(18,366,708)
HTM investments (Note 8)	–	(103,898,005)	**–**
Investment property (Note 1)	–	–	**–**

(Forward)

	Years Ended December 31		
	2013	2012	2011
Advances to related parties (Note 17)	**(₱515,626)**	(₱5,017,053)	(₱65,011,082)
Additions to:			
Deferred exploration costs (Note 1)	**–**	(70,000)	(19,871,191)
Project advances (Note 11)	**–**	(305,022)	(1,425,840)
Net cash flows from (used in) investing activities	**26,425,010**	223,483,737	(70,684,952)
CASH FLOWS FROM FINANCING ACTIVITIES			
Acquisition of treasury stock (Note 18c)	**(3,920,900)**	(462,750)	(578,000)
Collections of subscriptions receivables (Note 18a)	**–**	–	2,475,000
	(3,920,900)	(462,750)	1,897,000
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	**15,463,381**	(13,899,972)	259
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(476,347,469)**	(70,724,591)	(162,921,642)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**659,437,345**	730,161,936	893,083,578
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱183,089,876**	₱659,437,345	₱730,161,936

See accompanying Notes to Consolidated Financial Statements.

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2013, 2012 and 2011

	Common Stock (Note 17a)						Retained Earnings (Note 17b)			
	Issued	Subscribed - net	Additional Paid-in Capital	Unrealized Valuation Gains on AFS Financial Assets - net (Note 8)	Share in Unrealized Valuation Gains on AFS Financial Assets of an Associate (Note 9)	Actuarial gains (losses) on defined benefit plan	Appropriated	Unappropriated	Treasury Stock (Note 17c)	Total
Balances at January 1, 2011 as previously reported	₱597,189,569	₱77,342,500	₱72,272,140	₱17,672,548	₱13,393	₱–	₱500,000,000	₱341,922,312	₱–	₱1,606,412,462
Effect of adoption of Revised PAS 19 (see Note 2)	–	–	–	–	–	–		(2,327,475)		
Balances at January 1, 2011 as restated	597,189,569	77,342,500	72,272,140	17,672,548	13,393	–	500,000,000	339,594,837	–	1,606,412,462
Issuance of common stock	3,300,000	(3,300,000)	–	–	–	–	–	–	–	–
Collection of subscriptions receivables	–	2,475,000	–	–	–	–	–	–	–	2,475,000
Treasury stock acquisition (Note 18)	–	–	–	–	–	–	–	–	(578,000)	(578,000)
Reversal of appropriation for future investments (Note 18)	–	–	–	–	–	–	(500,000,000)	500,000,000	–	–
Appropriation for future investments	–	–	–	–	–	–	500,000,000	(500,000,000)	–	–
Net loss	–	–	–	–	–	–	–	(9,573,624)	–	(9,573,624)
Other comprehensive income	–	–	–	(7,282,929)	(13,393)	–	–	–	–	(7,296,322)
Total comprehensive income (loss)	–	–	–	(7,282,929)	–	–	–	(9,573,624)	–	(16,869,946)
Balances at December 31, 2011, as restated	₱600,489,569	₱76,517,500	₱72,272,140	₱10,389,619	(₱13,393)	₱–	₱500,000,000	₱332,348,688	(₱578,000)	₱1,591,439,516

	Common Stock (Note 17a)									
	Issued	Subscribed - net	Additional Paid-in Capital	Unrealized Valuation Gains on AFS Financial Assets - net (Note 8)	Share in Unrealized Valuation Gains on AFS Financial Assets of an Associate (Note 9)	Actuarial gains (losses) on defined benefit plan	Retained Earnings (Note 17b) Appropriated	Retained Earnings (Note 17b) Unappropriated	Treasury Stock (Note 17c)	Total
Balances at January 1, 2012, as previously reported	₱,489,569	₱76,517,500	₱72,272,140	₱10,389,619	(₱13,393)	₱–	₱500,000,000	₱334,676,163	(₱578,000)	₱1,593,766,991
Effect of adoption of Revised PAS 19 (see Note 2)	–	–	–	–	–	–	–	(2,327,475)	–	(2,327,475)
Balances at January 1, 2012 as restated	600,489,569	76,517,500	72,272,140	10,389,619	(13,393)		500,000,000	332,348,688	(578,000)	1,591,439,516
Treasury stock acquisition (Note 18)	–	–	–	–	–	–	–	–	(462,750)	(462,750)
Net income, as previously stated	–	–	–	–	–	–	–	101,858,465	–	101,858,465
Effect of adoption of Revised PAS 19 (see Note 2)	–	–	–	–	–	–	–	(344,136)	–	(344,136)
Net income as restated	–	–	–	–	–	–	–	101,514,329	–	101,514,329
Other comprehensive income	–	–	–	8,110,098	–	(95,332)	–	–	–	8,014,766
Total comprehensive income (loss)	–	–	–	8,110,098	–	(95,332)	–	101,514,329	–	109,529,095
Balances at December 31, 2012, as restated	₱600,489,569	₱76,517,500	₱72,272,140	₱18,499,717	₱–	(₱95,332)	₱500,000,000	₱433,863,017	(₱1,040,750)	₱1,700,505,861
Balances at January 1, 2013, as previously reported	₱600,489,569	₱76,517,500	₱72,272,140	₱18,499,717	₱–	₱–	₱500,000,000	₱436,534,628	(₱1,040,750)	₱1,703,272,804
Effect of adoption of Revised PAS 19 (see Note 2)	–	–	–	–	–	(95,332)	–	(2,671,611)	–	(2,766,943)
Balances at January 1, 2012 as restated	600,489,569	76,517,500	72,272,140	18,499,717	–	(95,332)	500,000,000	433,863,017	(1,040,750)	1,700,505,861
Treasury stock acquisition	–	–	–	–	–	–	–	–	(3,920,900)	(3,920,900)
Net loss	–	–	–	–	–	–	–	(12,059,378)	–	(12,059,378)
Other comprehensive income	–	–	–	5,745,198	–	191,920	–	–	–	5,937,118
Total comprehensive income (loss)	–	–	–	5,745,198	–	191,920	–	(12,059,378)	–	(6,122,260)
Balances at December 31, 2013	₱600,489,569	₱76,517,500	₱72,272,140	₱24,244,915	₱–	₱96,588	₱500,000,000	₱421,803,639	(₱4,961,650)	₱1,690,462,701

See accompanying Notes to Consolidated Financial Statements.

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Organization and Business

Corporate Information

South China Resources, Inc. (the Parent Company) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on September 25, 1992, primarily to undertake oil and gas exploration, development and production. The Parent Company's shares of stock are publicly traded in the Philippine Stock Exchange (PSE).

In October 2003, the SEC approved the amendment of the Parent Company's articles of incorporation, particularly the change in its primary purpose of business. The Parent Company is now registered primarily to invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, in particular shares of stocks, voting trust certificates, bonds, debentures, notes, evidences of indebtedness of associations and corporations, domestic or foreign, without being a stockbroker or dealer, and to issue in exchange therefore shares of the capital stock, bonds, notes, or other obligations and/or assets of the Parent Company and while the owner thereof, to exercise all the rights, powers, and privileges of ownership, including the right to vote any shares of stock or voting trust certificates so owned, and to do every act and thing that may generally be performed by entities known as "holding companies". The former primary purpose of oil and gas exploration was reclassified as among the secondary purposes of the Parent Company.

The current office address of the Parent Company is ENZO Bldg, 399 Senator Gil Puyat Avenue, Makati City. The Parent Company changed its office address from 3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat cor. Makati Avenue, Makati City.

In 2010, the Parent Company diversified its business and invested into real property development through SOC Land Development Corporation (SOC Land; the Subsidiary), a wholly-owned subsidiary. SOC Land was incorporated in the Philippines and registered with the Philippine SEC on November 25, 2010. The registered office address of the SOC Land is 6/F YL Holdings Building, 115 V.A. Rufino corner Salcedo Streets, Legaspi Village, Makati City. The primary purpose of SOC Land is to deal and engage in real estate business.

On July 28, 2010, the Parent Company purchased 24,023 square meters parcel of land located at East Service Road of South Superhighway, Barangay Buli, Muntinlupa City at a price of ₱321.0 million. As of December 31, 2010, the Parent Company classified the land under "Investment property" in the consolidated statement of financial position at cost of ₱321.0 million, which approximates its fair value. On March 4, 2011, the Parent Company transferred the investment property to SOC Land, in exchange for 312,298 additional shares in SOC Land.

Status of Operations

Oil and Gas Exploration

The Parent Company is a participant in Service Contracts (SC) entered into with the Philippine government, through the Department of Energy (DOE), to conduct exploration, exploitation and development.

In 2012, the Parent Company wrote-off the balance of allowance for impairment loss on deferred exploration costs which amounted to ₱88.7 million. The allowance for impairment losses on deferred exploration costs pertains to the following SCs and GSECs:

- GSEC 65 - West Culion;
- GSECs 68 and 71 - North Calamian;
- GSEC 79 - Murphy Oil and Ragay Gulf;
- GSEC 82 - Cagayan Basin;
- GSEC 90 - Lingayen Gulf;
- SC-71 - formerly Area 4 Offshore Mindoro-Cuyo; and
- SC-41 - Offshore Sulu Sea Sandakan Basin.

Real Estate Development
In 2011, the SOC Land undertook its maiden project called Anuva Residences (the Project). The Project involves the development of a 2.4-hectare community situated near Sucat Interchange and will have four (4) tandem buildings with the first building targeted to be completed by 2013. The total estimated cost of the Project is ₱2.0 billion and is targeted for completion within five (5) years from the start of its construction.

On July 12, 2011, the groundbreaking ceremony for the Project was held and construction for the Project's Tandem Building 1 commenced thereafter. As of December 31, 2013 and 2012, structural works has an accomplishment rate of 86.7% and 54.7%, respectively. The Tandem Building 1 is expected to be completed in the first quarter of 2014.

On December 14, 2011, the Housing and Land Use Regulatory Board (HLURB) released the Company's License to Sell (LTS) for the Project. SOC Land has gained access to local and international markets and is currently marketing the units under the Tandem Building 1.

SOC Land had ventured into the horizontal development arena. The company has recently acquired a property in Binan, Laguna and will be the first house and lot/lots only project of SOC Land that will be known as Althea Residences. Strategically located and just a stone's throw away from Binan Municipal Hall, Althea Residences is positioned to set the trend in middle income housing with competitive pricing. The project will be formally launched in the second quarter of 2014 and initially offer 214 choice lots, commercial and residential combined. With 214 choice lots - 43 commercial and 171 residential lots, Althea is positioned to cater to the middle income market with competitive pricing. A total of 64 house and lot packages are also available as part of the allocated residential lots which are as follows:

Aralia - 10 Bungalow Units
Ayanna - 27 Single Attached Units
Aurea - 27 Single Detached Units

The second tandem building of Anuva known as Azalea was formally launched expecting to sell 476 units combined of studio, 1BR and 2BR.

On September 2, 2011, the Company's Phase 1 project was duly registered with the BOI as a New Developer of Low- Cost Mass Housing on a Non-pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226). With the registration, the Company is entitled to an Income Tax Holiday (ITH) for three (3) years from October 2011 or actual start of commercial operations or selling, whichever is earlier, but in no case earlier than the date of registration.

Under the specific terms and conditions of the registration, the Company shall submit proof of compliance that it has developed socialized housing project and accomplished corporate social responsibility activities that were duly identified by BOI in conjunction with the entitlement of ITH.

On August 14, 2013, the company has opted to surrender the original coy of the Certificate of Registration no. 2011-193 issued to the company as New Developer of Low-Cost Mass Housing Project which will cancel the company's entitlement to an Income Tax Holiday (ITH) for three (3) years.

Approval of the Consolidated Financial Statements
The consolidated financial statements as at December 31, 2013 and 2012 and for each of the three years in the period ended December 31, 2013 were approved and authorized for issue by the Board of Directors (BOD) on April 11, 2014.

2. Summary of Significant Accounting Policies

Basis of Preparation
The consolidated financial statements have been prepared on a historical cost basis except for AFS financial assets that have been measured at fair value. The consolidated financial statements are presented in Philippine peso, which is the Parent Company and Subsidiary's functional currency. All values are rounded off to the nearest peso, except when otherwise indicated.

Statement of Compliance
The accompanying consolidated financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS includes statements named PFRS and Philippine Accounting Standards (PAS) and Philippine Interpretations from the International Financial Reporting Interpretation Committee (IFRIC) issued by the Philippine Financial Reporting Standards Council.

Basis of Consolidation
The consolidated financial statements include the accounts of the Parent Company and its wholly owned subsidiary, SOC Land. Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Parent Company obtains control and continue to be consolidated until the date when such control ceases. The financial statements of the Subsidiary are prepared for the same reporting year as the Parent Company using consistent accounting policies.

Subsidiaries are entities over which the Parent Company has control or generally has an interest of more than one half of the voting rights of the entities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Parent Company controls another entity. Control is achieved where the Parent Company has all of the following:

a. power over the investee;
b. exposure, or rights, to variable returns from its involvement with the investee; and
c. the ability to use its power over the investee to affect the amount of investor's returns.

All intra-group balances, transactions, income and expenses, and profits and losses resulting from intra-group transactions that are recognized are eliminated in full.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary
- Derecognizes the carrying amount of any non-controlling interest
- Derecognizes the cumulative translation differences recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year except for the following new and revised standards and Philippine Interpretations from IFRIC which were applied starting January 1, 2013. Except for the adoption of PAS 19, *Employee Benefits*, these new and revised standards and interpretations did not have any significant impact on the consolidated financial statements:

- PAS 1, *Presentation of Financial Statements - Presentation of Items of Other Comprehensive Income (OCI)(Amendments)*
  The amendments to PAS 1 change the grouping of items presented in OCI. Items that can be reclassified (or "recycled") to profit or loss at a future point in time (for example, upon derecognition or settlement) will be presented separately from items that will never be recycled. The amendments affect presentation only and have no impact on the Company's financial position or performance. The amendments were applied retrospectively and resulted to the modification of the presentation of items of OCI.

- PAS 19, *Employee Benefits (Revised)*
  For defined benefit plans, the Revised PAS 19 requires all actuarial gains and losses to be recognized in other comprehensive income and unvested past service costs previously recognized over the average vesting period to be recognized immediately in profit or loss when incurred.

  Prior to adoption of the Revised PAS 19, the Company recognized actuarial gains and losses as income or expense when the net cumulative unrecognized gains and losses for each individual plan at the end of the previous period exceeded 10% of the higher of the defined benefit obligation and the fair value of the plan assets and recognized unvested past service costs as an expense on a straight-line basis over the average vesting period until the benefits become vested. Upon adoption of the revised PAS 19, the Company changed its accounting policy to recognize all actuarial gains and losses in other comprehensive income and all past service costs in profit or loss in the period they occur.

  The Revised PAS 19 replaced the interest cost and expected return on plan assets with the concept of net interest on defined benefit liability or asset which is calculated by multiplying the net balance sheet defined benefit obligation or asset by the discount rate used to measure the employee benefit obligation, each as at the beginning of the annual period.

The Revised PAS 19 also amended the definition of short-term employee benefits and requires employee benefits to be classified as short-term based on expected timing of settlement rather than the employee's entitlement to the benefits. In addition, the Revised PAS 19 modifies the timing of recognition for termination benefits. The modification requires the termination benefits to be recognized at the earlier of when the offer cannot be withdrawn or when the related restructuring costs are recognized.

Changes to definition of short-term employee benefits and timing of recognition for termination benefits do not have any impact to the Company's financial position and financial performance.

The changes in accounting policies have been applied retrospectively. The effects of adoption on the financial statements are as follows (in Peso**)**:

	Balance as previously reported	Effect of change in accounting policy	Balance as restated
Retirement benefit obligation as of January 1, 2012	–	2,327,475	2,327,475
Retained earnings as of January 1, 2012	334,676,163	(2,327,475)	332,348,688
Retirement benefit obligation as of December 31, 2012	–	2,766,943	2,766,943
Retained earnings as of December 31, 2012	436,534,628	(2,671,611)	433,863,017
Personnel costs for the year ended December 31, 2012	17,337,357.00	344,136	17,681,493
Net income for the year ended December 31, 2012	101,858,465	(344,136)	101,514,329
Other comprehensive income for the year ended December 31, 2012	–	(95,332)	(95,332)

The adoption did not have any impact on the statements of cash flows.

- PAS 27, *Separate Financial Statements (As Revised in 2011)*
  As a consequence of the issuance of the new PFRS 10, *Consolidated Financial Statements*, and PFRS 12, *Disclosure of Interests in Other Entities*, what remains of PAS 27 is limited to accounting for subsidiaries, jointly controlled entities, and associates in the separate parent company financial statements. The adoption of the amended PAS 27 does not have a significant impact on the Company's financial statements.

- PAS 28, *Investments in Associates and Joint Ventures (As Revised in 2011)*
  As a consequence of the issuance of the new PFRS 11, *Joint Arrangements*, and PFRS 12, *Disclosure of Interests in Other Entities*, PAS 28 has been renamed PAS 28, *Investments in Associates and Joint Ventures*, and describes the application of the equity method to investments in joint ventures in addition to associates. The adoption of the amended PAS 28 does not have a significant impact on the Company's financial statements.

- PFRS 7, *Financial Instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities (Amendments)*
  These amendments require an entity to disclose information about rights of set-off and related arrangements (such as collateral agreements). The new disclosures are required for all recognized financial instruments that are set off in accordance with PAS 32. These disclosures also apply to recognized financial instruments that are subject to an enforceable master netting arrangement or 'similar agreement', irrespective of whether they are set-off in

accordance with PAS 32. The amendments require entities to disclose, in a tabular format unless another format is more appropriate, the following minimum quantitative information. This is presented separately for financial assets and financial liabilities recognized at the end of the reporting period:

a) The gross amounts of those recognized financial assets and recognized financial liabilities;
b) The amounts that are set off in accordance with the criteria in PAS 32 when determining the net amounts presented in the statement of financial position;
c) The net amounts presented in the statement of financial position;
d) The amounts subject to an enforceable master netting arrangement or similar agreement that are not otherwise included in (b) above, including:
    i. Amounts related to recognized financial instruments that do not meet some or all of the offsetting criteria in PAS 32; and
    ii. Amounts related to financial collateral (including cash collateral); and
e) The net amount after deducting the amounts in (d) from the amounts in (c) above.

The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PFRS 10, *Consolidated Financial Statements*
  PFRS 10 replaces the portion of PAS 27, *Consolidated and Separate Financial Statements*, that addresses the accounting for consolidated financial statements. It also includes the issues raised in SIC 12, *Consolidation - Special Purpose Entities*. PFRS 10 establishes a single control model that applies to all entities including special purpose entities. The changes introduced by PFRS 10 will require management to exercise significant judgment to determine which entities are controlled, and therefore, are required to be consolidated by a parent, compared with the requirements that were in PAS 27. The adoption of PFRS 10 does not have any significant impact to the Group based on the assessment performed. The Parent Company assessed that it controls the Subsidiary in accordance with PFRS10.

- PFRS 11, *Joint Arrangements*
  PFRS 11 replaces PAS 31, *Interests in Joint Ventures*, and SIC 13, *Jointly Controlled Entities - Non-Monetary Contributions by Venturers*. PFRS 11 removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, JCEs that meet the definition of a joint venture must be accounted for using the equity method.
  The application of PFRS 11 has no impact on the Company since there are no jointly controlled entities that are accounted for under the proportionate consolidation method.

- PFRS 12, *Disclosure of Interests in Other Entities*
  PFRS 12 sets out the requirements for disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. The requirements in PFRS 12 are more comprehensive than the previously existing disclosure requirements for subsidiaries (for example, where a subsidiary is controlled with less than a majority of voting rights). The adoption of this standard does not have a significant impact on the Company's financial statements.

- PFRS 13, *Fair Value Measurement*
  PFRS 13 establishes a single source of guidance under PFRSs for all fair value measurements. PFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under PFRS. PFRS 13 defines fair value as an exit price. PFRS 13 also requires additional disclosures.

As a result of the guidance in PFRS 13, the Company re-assessed its policies for measuring fair values, in particular, its valuation inputs such as non-performance risk for fair value measurement of liabilities. The Company has assessed that the application of PFRS 13 has not materially impacted the fair value measurements of the Company. Additional disclosures, where required, are provided in the individual notes relating to the assets and liabilities whose fair values were determined. Fair value hierarchy is provided in Note 22.

- Philippine Interpretation IFRIC 20, *Stripping Costs in the Production Phase of a Surface Mine*
  This interpretation applies to waste removal (stripping) costs incurred in surface mining activity, during the production phase of the mine. The interpretation addresses the accounting for the benefit from the stripping activity. This new interpretation is not relevant to the Company.

- PFRS 1, *First-time Adoption of International Financial Reporting Standards - Government Loans (Amendments)*
  The amendments to PFRS 1 require first-time adopters to apply the requirements of PAS 20, *Accounting for Government Grants and Disclosure of Government Assistance*, prospectively to government loans existing at the date of transition to PFRS. However, entities may choose to apply the requirements of PAS 39, Financial Instruments: *Recognition and Measurement*, and PAS 20 to government loans retrospectively if the information needed to do so had been obtained at the time of initially accounting for those loans. These amendments are not relevant to the Company.

Annual Improvements to PFRSs (2009-2011 cycle)

- PFRS 1, *First-time Adoption of PFRS - Borrowing Costs*
  The amendment clarifies that, upon adoption of PFRS, an entity that capitalized borrowing costs in accordance with its previous generally accepted accounting principles, may carry forward, without any adjustment, the amount previously capitalized in its opening statement of financial position at the date of transition. Subsequent to the adoption of PFRS, borrowing costs are recognized in accordance with PAS 23, *Borrowing Costs*. The amendment does not apply to the Company as it is not a first-time adopter of PFRS.

- PAS 1, *Presentation of Financial Statements - Clarification of the Requirements for Comparative Information*
  The amendments clarify the requirements for comparative information that are disclosed voluntarily and those that are mandatory due to retrospective application of an accounting policy, or retrospective restatement or reclassification of items in the financial statements. An entity must include comparative information in the related notes to the financial statements when it voluntarily provides comparative information beyond the minimum required comparative period. The additional comparative period does not need to contain a complete set of financial statements. On the other hand, supporting notes for the third balance sheet (mandatory when there is a retrospective application of an accounting policy, or retrospective restatement or reclassification of items in the financial statements) are not required. The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PAS 16, *Property, Plant and Equipment - Classification of Servicing Equipment*
  The amendment clarifies that spare parts, stand-by equipment and servicing equipment should be recognized as property, plant and equipment when they meet the definition of property, plant and equipment and should be recognized as inventory if otherwise. The amendment does not have any significant impact on the Company's financial position or performance.

- PAS 32, *Financial Instruments: Presentation - Tax Effect of Distribution to Holders of Equity Instruments*
  The amendment clarifies that income taxes relating to distributions to equity holders and to transaction costs of an equity transaction are accounted for in accordance with PAS 12, *Income Taxes*. The amendment does not have any significant impact on the Company's financial position or performance.

- PAS 34, *Interim Financial Reporting - Interim Financial Reporting and Segment Information for Total Assets and Liabilities*
  The amendment clarifies that the total assets and liabilities for a particular reportable segment need to be disclosed only when the amounts are regularly provided to the chief operating decision maker and there has been a material change from the amount disclosed in the entity's previous annual financial statements for that reportable segment. The amendment affects disclosures only and has no impact on the Company's financial position or performance.

Amendments to Existing Standards Effective Subsequent to December 31, 2013
The Company will adopt the standards enumerated below when these became effective. Except as otherwise indicated, the Company does not expect the adoption of these new and amended PFRS to have significant impact on its financial statements.

- PAS 19, *Employee Benefits - Defined Benefit Plans: Employee Contributions (Amendments)*
  The amendments apply to contributions from employees or third parties to defined benefit plans. Contributions that are set out in the formal terms of the plan shall be accounted for as reductions to current service costs if they are linked to service or as part of the remeasurements of the net defined benefit asset or liability if they are not linked to service. Contributions that are discretionary shall be accounted for as reductions of current service cost upon payment of these contributions to the plans. The amendments to PAS 19 are to be retrospectively applied for annual periods beginning on or after July 1, 2014.

- PAS 32, *Financial Instruments: Presentation (Amendments) - Offsetting Financial Assets and Financial Liabilities*
  The amendments clarify the meaning of "currently has a legally enforceable right to set-off" and also clarify the application of the PAS 32 offsetting criteria to settlement systems (such as central clearing house systems) which apply gross settlement mechanisms that are not simultaneous. The amendments affect presentation only and have no impact on the Company's financial position or performance. The amendments to PAS 32 are to be retrospectively applied for annual periods beginning on or after January 1, 2014.

- PAS 36, *Impairment of Assets (Amendments) - Recoverable Amount Disclosures for Non-Financial Assets*
  These amendments remove the unintended consequences of PFRS 13 on the disclosures required under PAS 36. In addition, these amendments require disclosure of the recoverable amounts for the assets or cash-generating units (CGUs) for which impairment loss has been recognized or reversed during the period. These amendments are effective retrospectively for annual periods beginning on or after January 1, 2014 with earlier application permitted, provided PFRS 13 is also applied. The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PAS 39, *Financial Instruments: Recognition and Measurement - Novation of Derivatives and Continuation of Hedge Accounting (Amendments)*
  These amendments provide relief from discontinuing hedge accounting when novation of a derivative designated as a hedging instrument meets certain criteria. These amendments are effective for annual periods beginning on or after January 1, 2014. The Company has not novated its derivatives during the current period. However, these amendments would be considered for future novations.

- *Investment Entities (Amendments to PFRS 10, PFRS 12 and PAS 27)*
  These amendments are effective for annual periods beginning on or after January 1, 2014. They provide an exception to the consolidation requirement for entities that meet the definition of an investment entity under PFRS 10. The exception to consolidation requires investment entities to account for subsidiaries at fair value through profit or loss. This amendment does not apply to the Company.

- *Philippine Interpretation IFRIC 21, Levies (IFRIC 21)*
  IFRIC 21 clarifies that an entity recognizes a liability for a levy when the activity that triggers payment, as identified by the relevant legislation, occurs. For a levy that is triggered upon reaching a minimum threshold, the interpretation clarifies that no liability should be anticipated before the specified minimum threshold is reached. IFRIC 21 is effective for annual periods beginning on or after January 1, 2014. The Company does not expect that IFRIC 21 will have material financial impact in future financial statements.

Annual Improvements to PFRSs (2010-2012 cycle)
The Annual Improvements to PFRSs (2010-2012 cycle) contain non-urgent but necessary amendments to the following standards:

- PFRS 2, *Share-based Payment - Definition of Vesting Condition*
  The amendment revised the definitions of vesting condition and market condition and added the definitions of performance condition and service condition to clarify various issues. This amendment shall be prospectively applied to share-based payment transactions for which the grant date is on or after July 1, 2014. This amendment does not apply to the Company as it has no share-based payments.

- PFRS 3, *Business Combinations - Accounting for Contingent Consideration in a Business Combination*
  The amendment clarifies that a contingent consideration that meets the definition of a financial instrument should be classified as a financial liability or as equity in accordance with PAS 32. Contingent consideration that is not classified as equity is subsequently measured at fair value through profit or loss whether or not it falls within the scope of PFRS 9 (or PAS 39, if PFRS 9 is not yet adopted). The amendment shall be prospectively applied to business combinations for which the acquisition date is on or after July 1, 2014. The Company shall consider this amendment for future business combinations.

- PFRS 8, *Operating Segments - Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets*
  The amendments require entities to disclose the judgment made by management in aggregating two or more operating segments. This disclosure should include a brief description of the operating segments that have been aggregated in this way and the economic indicators that have been assessed in determining that the aggregated operating segments share similar economic characteristics. The amendments also clarify that an entity shall provide reconciliations of the total of the reportable segments' assets to the entity's assets if such amounts are regularly provided to the chief operating decision maker. These amendments are effective for annual periods beginning on or after July 1, 2014 and are applied retrospectively. The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PFRS 13, *Fair Value Measurement - Short-term Receivables and Payables*
  The amendment clarifies that short-term receivables and payables with no stated interest rates can be held at invoice amounts when the effect of discounting is immaterial.

- PAS 16, *Property, Plant and Equipment - Revaluation Method - Proportionate Restatement of Accumulated Depreciation*
  The amendment clarifies that, upon revaluation of an item of property, plant and equipment, the carrying amount of the asset shall be adjusted to the revalued amount, and the asset shall be treated in one of the following ways:

  a. The gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount of the asset. The accumulated depreciation at the date of revaluation is adjusted to equal the difference between the gross carrying amount and the carrying amount of the asset after taking into account any accumulated impairment losses.

  b. The accumulated depreciation is eliminated against the gross carrying amount of the asset.

  The amendment is effective for annual periods beginning on or after July 1, 2014. The amendment shall apply to all revaluations recognized in annual periods beginning on or after the date of initial application of this amendment and in the immediately preceding annual period. The amendment has no impact on the Company's financial position or performance.

- PAS 24, *Related Party Disclosures - Key Management Personnel*
  The amendments clarify that an entity is a related party of the reporting entity if the said entity, or any member of a group for which it is a part of, provides key management personnel services to the reporting entity or to the parent company of the reporting entity. The amendments also clarify that a reporting entity that obtains management personnel services from another entity (also referred to as management entity) is not required to disclose the compensation paid or payable by the management entity to its employees or directors. The reporting entity is required to disclose the amounts incurred for the key management personnel services provided by a separate management entity. The amendments are effective for annual periods beginning on or after July 1, 2014 and are applied retrospectively. The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PAS 38, *Intangible Assets - Revaluation Method - Proportionate Restatement of Accumulated Amortization*
  The amendments clarify that, upon revaluation of an intangible asset, the carrying amount of the asset shall be adjusted to the revalued amount, and the asset shall be treated in one of the following ways:

  a. The gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount of the asset. The accumulated amortization at the date of revaluation is adjusted to equal the difference between the gross carrying amount and the carrying amount of the asset after taking into account any accumulated impairment losses.
  b. The accumulated amortization is eliminated against the gross carrying amount of the asset.

  The amendments also clarify that the amount of the adjustment of the accumulated amortization should form part of the increase or decrease in the carrying amount accounted for in accordance with the standard.

  The amendments are effective for annual periods beginning on or after July 1, 2014. The amendments shall apply to all revaluations recognized in annual periods beginning on or after the date of initial application of this amendment and in the immediately preceding annual period. The amendments have no impact on the Company's financial position or performance.

Annual Improvements to PFRSs (2011-2013 cycle)
The Annual Improvements to PFRSs (2011-2013 cycle) contain non-urgent but necessary amendments to the following standards:

- PFRS 1, *First-time Adoption of Philippine Financial Reporting Standards - Meaning of 'Effective PFRSs'*
  The amendment clarifies that an entity may choose to apply either a current standard or a new standard that is not yet mandatory, but that permits early application, provided either standard is applied consistently throughout the periods presented in the entity's first PFRS financial statements. This amendment is not applicable to the Company as it is not a first-time adopter of PFRS.

- PFRS 3, *Business Combinations - Scope Exceptions for Joint Arrangements*
  The amendment clarifies that PFRS 3 does not apply to the accounting for the formation of a joint arrangement in the financial statements of the joint arrangement itself. The amendment is effective for annual periods beginning on or after July 1, 2014 and is applied prospectively.

- PFRS 13, *Fair Value Measurement - Portfolio Exception*
  The amendment clarifies that the portfolio exception in PFRS 13 can be applied to financial assets, financial liabilities and other contracts. The amendment is effective for annual periods beginning on or after July 1 2014 and is applied prospectively. The amendment has no significant impact on the Company's financial position or performance.

- PAS 40, *Investment Property*
  The amendment clarifies the interrelationship between PFRS 3 and PAS 40 when classifying property as investment property or owner-occupied property. The amendment stated that judgment is needed when determining whether the acquisition of investment property is the acquisition of an asset or a group of assets or a business combination within the scope of PFRS 3. This judgment is based on the guidance of PFRS 3. This amendment is effective for annual periods beginning on or after July 1, 2014 and is applied prospectively. The amendment has no significant impact on the Company's financial position or performance.

- PFRS 9, *Financial Instruments*
  PFRS 9, as issued, reflects the first and third phases of the project to replace PAS 39 and applies to the classification and measurement of financial assets and liabilities and hedge accounting, respectively. Work on the second phase, which relate to impairment of financial instruments, and the limited amendments to the classification and measurement model is still ongoing, with a view to replace PAS 39 in its entirety. PFRS 9 requires all financial assets to be measured at fair value at initial recognition. A debt financial asset may, if the fair value option (FVO) is not invoked, be subsequently measured at amortized cost if it is held within a business model that has the objective to hold the assets to collect the contractual cash flows and its contractual terms give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal outstanding. All other debt instruments are subsequently measured at fair value through profit or loss. All equity financial assets are measured at fair value either through OCI or profit or loss. Equity financial assets held for trading must be measured at fair value through profit or loss. For liabilities designated as at FVPL using the fair value option, the amount of change in the fair value of a liability that is attributable to changes in credit risk must be presented in OCI. The remainder of the change in fair value is presented in profit or loss, unless presentation of the fair value change relating to the entity's own credit risk in OCI would create or enlarge an accounting mismatch in profit or loss. All other PAS 39 classification and measurement requirements for financial liabilities have been carried forward to PFRS 9, including the embedded derivative bifurcation rules and the criteria for using the FVO. The adoption of the first phase of PFRS 9 will have an effect on the classification and measurement of the Company's financial assets, but will potentially have no impact on the classification and measurement of financial liabilities.

  On hedge accounting, PFRS 9 replaces the rules-based hedge accounting model of PAS 39 with a more principles-based approach. Changes include replacing the rules-based hedge effectiveness test with an objectives-based test that focuses on the economic relationship between the hedged item and the hedging instrument, and the effect of credit risk on that economic relationship; allowing risk components to be designated as the hedged item, not only for financial items, but also for non-financial items, provided that the risk component is separately identifiable and reliably measurable; and allowing the time value of an option, the forward element of a forward contract and any foreign currency basis spread to be excluded from the designation of a financial instrument as the hedging instrument and accounted for as costs of hedging. PFRS 9 also requires more extensive disclosures for hedge accounting.

  PFRS 9 currently has no mandatory effective date. PFRS 9 may be applied before the completion of the limited amendments to the classification and measurement model and impairment methodology. The Company will not adopt the standard before the completion of the limited amendments and the second phase of the project.

Deferred Effectivity

- Philippine Interpretation IFRIC 15, *Agreements for the Construction of Real Estate*
  This interpretation covers accounting for revenue and associated expenses by entities that undertake the construction of real estate directly or through subcontractors. The Philippine SEC and the Financial Reporting Standards Council have deferred the effectivity of this interpretation until the final Revenue standard is issued by the International Accounting Standards Board and an evaluation of the requirements of the final Revenue standard against the practices of the Philippine real estate industry is completed.

Summary of Accounting Policies

Cash and Cash Equivalents
Cash includes cash on hand and with banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less from date of placements and that are subject to an insignificant risk of change in value.

Financial Instruments
Date of Recognition
Financial instruments are recognized in the consolidated statement of financial position when the Group becomes a party to the contractual provisions of the instrument. The Group determines the classification of its financial assets on initial recognition and, where allowed and appropriate, re-evaluates this designation at each reporting date.

All regular way purchases and sales of financial assets are recognized on the settlement date. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Initial Recognition of Financial Instruments
Financial instruments are recognized initially at fair value of the consideration given (in the case of an asset) or received (in the case of a liability). Except for financial assets at fair value through profit or loss (FVPL), the initial measurement of financial assets includes transaction costs.

Fair Value Measurement
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the 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.

The Group’s valuation committee determines the policies and procedures for both recurring fair value measurement, such as unquoted AFS financial assets, and for non-recurring measurement. The valuation committee comprises of the head of the risk management department and chief finance officers.

External valuers are involved for valuation of significant assets, such as properties and AFS financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the valuation committee after discussion with and approval by the Group’s BOD. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The valuation committee decides, after discussions with the Group’s external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the valuation committee analyses 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, the valuation committee verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The valuation committee, in conjunction with the Group’s external valuers, also compares each the changes in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the valuation committee and the Group’s external valuers present the valuation results to the BOD. This includes a discussion of the major assumptions used in the valuations.

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.

The Group has financial assets under Levels 1 and 3 of the fair value hierarchy as of December 31, 2013 and 2012 (see Note 20).

"Day 1" Difference
Where the transaction price in a non-active market is different from the fair value from other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss unless it qualifies for the recognition as some other type of asset. In cases where use is made of data which is not observable, the difference between the transaction price and model value is only recognized in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the amount of "Day 1" difference.

Classification of Financial Instruments
Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity, net of any related income tax benefits.

Financial assets are further classified into the following categories: financial assets at FVPL, loans and receivables, held-to-maturity (HTM) investments and available-for-sale (AFS) financial assets. Financial liabilities are classified as financial liabilities at FVPL or other financial liabilities.

The classification depends on the purpose for which the instruments are acquired and whether they are quoted in an active market. Management determines the classification at initial recognition and, where allowed and appropriate, re-evaluates this classification at every reporting date.

The Group has no financial assets or liabilities at FVPL and HTM as of December 31, 2013 and 2012.

Loans and Receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, loans and receivables are subsequently carried at amortized cost using the effective interest rate (EIR) method, less any allowance for impairment. Amortized cost is calculated taking into account any discount or premium on acquisition and includes fees that are integral part of the EIR and transaction costs. Gains and losses are recognized in profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process. Loans and receivables are included in current assets if maturity is within 12 months from the reporting date. Otherwise, these are classified as noncurrent assets.

The Group's loans and receivables consist of Cash and Cash equivalents, Receivables, Due from related parties and refundable deposits.

AFS Financial Assets
AFS financial assets include equity investments and debt securities. Equity investments classified as AFS are those which are neither classified as held for trading nor designated at FVPL. Debt securities under this category are those that are intended to be held for an indefinite period of time and that may be sold in response to needs for liquidity or in response to changes in market conditions.

After initial measurement, AFS financial assets are subsequently measured at fair value with unrealized gains or losses recognized as other comprehensive income in "Unrealized valuation gains (losses) on AFS financial assets" until the investment is derecognized, at which time the cumulative gain or loss is transferred to other income (expenses), or determined to be impaired, at which time the cumulative loss is recognized in profit or loss as other expenses. Interest earned while holding AFS financial assets is reported as interest income using the EIR method.

The Group evaluates its AFS financial assets whether the ability and intention to sell them in the near term is appropriate. When the Group is unable to trade these financial assets due to inactive markets and management's intent to do significantly changes in the foreseeable future, the Group may elect to reclassify these financial assets. Reclassification to loans and receivables is permitted when the financial asset meets the definition of loans and receivables and has the intent and ability to hold these assets for the foreseeable future or maturity. Reclassification to the HTM category is permitted only when the entity has the ability and intent to hold the financial asset accordingly until maturity.

For a financial asset reclassified out of the AFS category, the fair value carrying amount at the date of reclassification becomes its new amortized cost and any previous gain or loss on the asset that has been recognized in other comprehensive income is amortized to profit or loss over the remaining life of the investment using EIR method. Any difference between the new amortized cost and the maturity amount is also amortized over the remaining life of the asset using the EIR method. If the asset is subsequently determined to be impaired, then the amount recorded in other comprehensive income is reclassified to profit or loss.

The Group's AFS financial assets consist of debt and equity shares, bonds and golf club shares (see Note 8).

HTM Investments
Non-derivative financial assets with fixed or determinable payments and fixed maturities are classified as held to maturity when the Group has the positive intention and ability to hold them to maturity. After initial measurement, held to maturity investments are measured at amortized cost using the EIR, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance income in the consolidated statement of comprehensive income. The losses arising from impairment are recognized in profit or loss as finance costs.

Where the Group sells other than an insignificant amount of HTM investments, the entire category would be tainted and reclassified as AFS financial assets and the Group will be precluded from using the HTM investments category for the current period and for the next two succeeding periods from the tainting date.

In 2012, the Group initially recognized investment in bonds as HTM investments; however, following the sale of more than an insignificant amount of these investments prior to their maturity, the Group reclassified the remaining portfolio of HTM investments as AFS financial assets (see Note 8).

Other Financial Liabilities
Other financial liabilities pertain to issued financial instruments or their components that are not classified or designated at FVPL and contain contractual obligations to deliver cash or another financial asset to the holder or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares. The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

This category includes loans and borrowings which are initially recognized at fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains or losses are recognized in profit or loss when the liabilities are derecognized, as well as through the amortization process.

The Group's other financial liabilities consist of Accounts payable and other liabilities.

Impairment of Financial Assets
An assessment is made at each reporting date to determine whether there is objective evidence that a specific financial asset may be impaired. If such evidence exists, any impairment loss is recognized in profit or loss. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (an incurred "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the contracted parties or a group of contracted parties is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicate that there is measurable decrease in the estimated future cash flows such as changes in arrears or economic conditions that correlate with defaults.

Financial Assets Carried at Amortized Cost
The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognized are not included in the collective assessment of impairment.

If there is objective evidence that an impairment loss on loans and receivables carried at amortized cost has been incurred, 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 effective interest rate computed at initial recognition). If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

The carrying amount of the asset shall be reduced either directly or through the use of an allowance account. The amount of the loss is recognized in profit or loss.

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, the previously recognized impairment loss is reversed. Any subsequent reversal of an impairment loss is recognized in profit or loss, to the extent that the carrying value of the asset does not exceed its amortized cost at the reversal date.

AFS Financial Assets Carried at Fair Value
In the case of equity investments, evidence of impairment would include a significant or prolonged decline in fair value of investments below its cost. "Significant" is evaluated against the original cost of the investment and "prolonged" against the period in which the fair value has been below its original cost. Where there is evidence of impairment, the cumulative loss, measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognized, is removed from other comprehensive income and recognized in profit or loss. Impairment losses on equity investments are not reversed through profit or loss. Increases in fair value after impairment are recognized directly in other comprehensive income.

In the case of debt instruments classified as available for sale, impairment is assessed based on the same criteria as financial assets carried at fair value. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortized cost and the current fair value, less any impairment loss on that investment previously recognized in profit or loss.

Future interest income continues to be accrued based on the reduced carrying amount of the asset, using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income. If, in a subsequent year, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognized in profit or loss, the impairment loss is reversed through profit or loss.

Derecognition of Financial Assets and Liabilities
Financial Assets
A financial asset (or, when applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- the rights to receive cash flows from the asset have expired;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a pass-through arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to pay.

Financial Liabilities
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of comprehensive income.

Offsetting Financial Instruments
Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Real Estate for Sale
Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realizable value (NRV).

Cost includes:
- Land cost
- Amounts paid to contractors for construction
- Planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and the estimated costs of sale.

Prepayments and Other Current Assets
Prepayments
Prepayments are carried at cost and are amortized on a straight-line basis over the period of expected usage, which is equal to or less than 12 months.

Advances to Suppliers and Contractors
Advances to suppliers and contractors represent advance payments on services to be incurred in connection with the Subsidiary's operations. Advances to contractors are recognized under "Prepayments and other current assets" account in the consolidated statement of financial position. These are charged to expense in profit or loss, or capitalized to real estate for sale in the consolidated statement of financial position, as appropriate, when the services are rendered, which is normally within 12 months.

Input Value-Added Tax (VAT)
Input VAT represents VAT imposed on the Group by its suppliers for the acquisition of goods and services as required by Philippine taxation laws and regulations. Input VAT will be used to offset against the Group's current output VAT liabilities. Any excess which will be claimed as tax credits within twelve (12) months or within the normal operating cycle is presented as part of "Prepayments and other current assets" in the consolidated statement of financial position. Otherwise, these are classified as other noncurrent assets. Input VAT is stated at its estimated NRV.

Noncurrent Asset Held for Sale
Noncurrent asset held for sale is measured at the lower of its carrying amount and fair value less costs to sell.

An asset should be classified as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. The asset must be available for immediate sale in its present condition subject only to the terms that are usual and customary for sales of such assets and its sale must be highly probable. For the sale to be highly probable, the appropriate level of management must be committed to a plan to sell, and an active program to locate a buyer and complete the plan must have been initiated. Further, the assets must be actively marketed for sale at a price that is reasonable in relation to its current fair value. In addition, the sale should be expected to qualify for recognition as completed sale within one year from the date of classification.

Deferred Exploration Costs
Deferred exploration costs are accounted for using the full cost method determined on the basis of each SC area. Under this method, all exploration costs relating to each SC are deferred pending determination of whether the contract area contains oil and gas reserves in commercial quantities. When the SC is permanently abandoned or the Group has withdrawn from the consortium, the related deferred exploration costs are provided with valuation allowance or written-off. An SC is considered permanently abandoned if the SC has expired and/or there are no definite plans for further exploration and/or development.

Deferred exploration costs are assessed for impairment when:

- the period for which the Group has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the Group has decided to discontinue such activities in the specific area; or
  sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

When facts and circumstances suggest that the carrying amount exceeds the recoverable amount, impairment loss is measured, presented and disclosed in accordance with PAS 36.

Property and Equipment
Property and equipment are stated at cost less accumulated depreciation and any impairment losses.

The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Such cost includes the cost of replacing part of such equipment when the recognition criteria are met. Expenditures incurred after the property and equipment have been put into operation, such as repairs and maintenance, are normally charged to income in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment.

Depreciation and amortization are computed on a straight-line basis over the estimated useful lives of the assets, except for leasehold improvements which are amortized on a straight-line basis over the term of the lease or the estimated lives of the improvements, whichever is shorter, as follows:

Building	20
Office furniture and equipment	1-3
Transportation equipment	5
Leasehold improvements	2

The estimated useful lives and depreciation and amortization methods are reviewed periodically to ensure that the periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognized. Fully depreciated items are retained as property and equipment until these are no longer in use.

Impairment of Nonfinancial Assets

The Group assesses at each reporting date whether there is an indication that nonfinancial assets may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators. Impairment losses from continuing operations are recognized in profit or loss.

For nonfinancial assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group makes an estimate of recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. This accounting policy applies primarily to the Group's property and equipment.

Common Stock
The Parent company has issued common stock that are classified as equity. Common stock is measured at par value for all shares issued.

When the shares are sold at premium, the difference between the proceeds at the par value is credited to "Additional paid-in capital" account. Direct costs incurred related to equity issuance are chargeable to "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings.

Subscription receivables pertain to the uncollected portion of the subscribed shares.

Retained Earnings
The amount included in retained earnings includes profit attributable to the Group's stockholders and reduced by dividends. Dividends are recognized as a liability and deducted from equity when they are approved by the Group's stockholders. Interim dividends are deducted from equity when they are paid. Dividends for the year that are approved after the reporting date are dealt with as an event after the reporting date. Retained earnings may also include effect of changes in accounting policy as may be required by the standard's transitional provisions.

Treasury Stock
Own equity instruments which are reacquired (treasury stock) are recognized at cost and deducted from equity. No gain or loss is recognized in the consolidated statement of comprehensive income on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference in the carrying amount and the consideration, if reissued, is recognized in additional paid-in capital. Voting rights related to treasury stock are nullified for the Group and no dividends are allocated to them respectively. When the stocks are retired, the common stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue Recognition
Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured.

Sale of Real Estates
The percentage-of-completion method is used to recognize income from sales of projects where the Company has material obligations under the sales contract to complete the project after the property is sold. Under this method, revenue is recognized as the related obligations are fulfilled, measured principally on the basis of actual costs incurred to date over the estimated total costs to complete the project. Any excess of collections over the recognized revenue are included under the "Accounts payable and other current liabilities" account in the statement of financial position. If any of the criteria under the percentage-of-completion method is not met, the deposit method is applied until all the conditions for recording a sale are met. Pending recognition of sale, cash received from buyers are presented as "Customers' deposits" included under the "Accounts payable and other current liabilities" account in the statement of financial position.

If any of the criteria under the percentage-of-completion method is not met, the deposit method is applied until all the conditions for recording a sale are met. Pending recognition of sale, cash received from buyers are presented as "Customers' deposits" included under the "Accounts payable and other liabilities" account in the statement of financial position.

Interest Income
For all financial instruments measured at amortized cost and interest bearing financial assets classified as available for sale, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability.

Dividend Income
Dividend income is recognized when the Group's right to receive the payment is established, usually upon declaration of the dividends.

Gain on sale of AFS financial assets and HTM investments
Realized gain or loss on sale of AFS financial assets and HTM investments is recognized in profit or loss when the Group disposes its AFS financial assets and HTM investments. Gain or loss is computed as the difference between the proceeds of the disposal and its carrying amount.

Costs and Expenses
Costs and expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrences of liabilities that result in decreases in equity, other than those relating to distributions to equity participants.

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

The cost of inventory recognized in profit or loss on disposal is determined with reference to the specific costs incurred on the property, allocated to saleable area based on relative size and takes into account the percentage of completion used for revenue recognition purposes.

Sales and Marketing Expenses
Expenses incurred in the direct selling and marketing activities are generally recognized when the service is incurred or the expense arises.

General and Administrative Expenses
Expenses incurred in the general administration of day-to-day operation of the Group are generally recognized when the service is used or the expense arises.

Commission Expense
Commissions paid to sales or marketing agents on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized as earned. Accordingly, when the percentage-of-completion method is used, commissions are likewise charged to expense in the period the related revenue is recognized. Commission expense is included in the "Sales and marketing" account in the consolidated statement of comprehensive income. Commission expense incurred but not yet paid as of reporting date is presented as part of "Accounts payable and other liabilities" in the consolidated statement of financial position.

Income Taxes

Current Income Tax

Current income tax liabilities for the current and prior periods are measured at the amount expected to be paid to the taxation authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Deferred Tax

Deferred tax is provided, using the balance sheet liability method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Foreign Currency-denominated Transactions

Transactions in foreign currencies are initially recorded in the functional currency rate ruling at the date of the transaction. Outstanding monetary assets and monetary liabilities denominated in foreign currencies are restated using the rate of exchange at the reporting date. Foreign currency gains or losses are recognized in profit or loss.

Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at inception date and requires an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

A reassessment is made after inception of the lease only if one of the following applies:

a. there is a change in contractual terms, other than a renewal or extension of the arrangement;
b. a renewal option is exercised or extension granted, unless that term of the renewal or extension was initially included in the lease term;
c. there is a change in the determination of whether fulfillment is dependent on a specified asset; or
d. there is a substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios (a), (c) or (d) above, and at the date of renewal or extension period for scenario (b).

Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognized as an expense in the Group's profit or loss on a straight-line basis over the lease term. When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognized.

Basic Earnings (Loss) Per Share
Basic earnings (loss) per share is calculated by dividing net income (loss) attributable to the equity holders of the Parent Company by the weighted average number of common shares outstanding during the year.

Diluted Earnings (Loss) Per Share
Diluted earnings (loss) per share is calculated by dividing the net income (loss) attributable to common equity holders of the Parent Company (after adjusting for interest on convertible preferred shares) by the weighted average number of common shares outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all dilutive potential common shares into common shares, excluding treasury shares.

Segment Reporting
For management purposes, the Group is organized into business units based on its products and services and has three reportable segments. Financial information on business segments is presented in Note 20.

Provisions
Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Borrowing Costs
Borrowing costs are capitalized if they are directly attributable to the acquisition or construction of a qualifying asset. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are substantially ready for their intended use.

Borrowing costs also include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. All other borrowing costs are expensed in the period they occur.

Contingencies
Contingent liabilities are not recognized in the consolidated financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but are disclosed in the notes to consolidated financial statements when an inflow of economic benefits is probable.

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 when material. Post year-end events that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

3. Significant Accounting Judgments, Estimates and Assumptions

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

Judgment
Determining Functional Currency
Based on the economic substance of the underlying circumstances relevant to the Parent Company and its subsidiary, the functional currency of the Parent Company and its subsidiary has been determined to be the Philippine peso. It is the currency that mainly influences its revenues and costs of operation.

Classification of Financial Instruments
The Group exercises judgment in classifying a financial instrument on initial recognition either as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated statement of financial position.

In addition, the Group classifies financial assets by evaluating, among others, whether the asset is quoted or not in an active market. Included in the evaluation on whether a financial asset is quoted in an active market is the determination on whether the quoted prices are readily and regularly available, and whether those prices represent actual and regularly occurring market transactions on an arm's length basis.

Determination of Control
The Parent Company determines control when it is exposed, or has rights, to variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity. The Parent Company controls an entity if and only if the Parent Company has all the following:

a. power over the entity
b. exposure, or rights, to variable returns from its involvement with the entity; and
c. the ability to use its power over the entity to affect the amount of the Parent's Company's returns.

Determining Significant Influence over an Associate
The Group considers its investment in Premiere Development Bank (PDB) as investment in associate. The Group concluded that it has significant influence over the operating and financial policies of PDB due to the following:

- representation on the BOD;
- participation in policy-making processes, including participation in decisions about dividends and other distributions;
- material transactions between the investor and investee; and
- interchange of managerial personnel.

The Group has no control over PDB since it does not own directly or indirectly more than 50% of the voting rights of the latter.

Classification of Properties
The Group determines whether a property is classified as investment property or inventory property as follows:

- Investment property comprises land which is not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation.
- Inventory comprises property that is held for sale in the ordinary course of business. Principally, this is residential property that the Group develops and intends to sell before or on completion of construction.

Revenue Recognition on Real Estate Sales
Selecting an appropriate revenue recognition method for a particular real estate sales transaction requires certain judgments based on the buyer's and seller's commitment on the sale which may be ascertained through the significance of the buyer's initial investment and completion of development. The buyer's commitment is evaluated based on collections, credit standing of the buyer and execution of contract to sell. The completion of development is determined based on actual costs incurred over the total estimated development costs reconciled with the engineer's judgment and estimates on the physical portion of contract work done if the development is beyond the preliminary stage.

Collectibility of Sales Prices
In determining whether the sales prices are collectible, the Group considers that the initial and continuing investments by the buyer of about 20% would demonstrate the buyer's commitment to pay.

Operating Leases - The Group as Lessee
The Group has entered into a lease for its administrative office location. The Group has determined that all the significant risks and benefits of ownership of these properties remain with the lessors. Accordingly, these leases are accounted for as operating leases.

Estimates and Assumptions

Revenue and Cost Recognition

The Group's revenue recognition policies require management to make use of estimates and assumptions that may affect the reported amounts of revenues and costs. The Group's revenues from real estate, recognized based on the percentage of completion, are measured principally on the basis of the ratio of actual costs incurred to date over the estimated total cost to complete the project.

Estimated Development Costs

The total development cost of a project is estimated by the Group's engineers. At each reporting date, these estimates are reviewed and revised when necessary to reflect the current conditions.

Valuation of Financial Instruments

PFRS requires certain financial assets and liabilities to be carried at fair value, which requires extensive use of accounting estimates. While significant components of fair value measurement were determined using verifiable objective evidence, the amount of changes in fair value would differ if the Group utilized different valuation methodologies. Any changes in fair value of these financial assets would affect profit and loss and equity. The fair value of the Group's financial assets and liabilities are disclosed in Note 20.

Impairment Losses on Loans and Receivables

The Group reviews the balance of receivables and due from related parties at each reporting date to assess whether impairment losses should be recorded in profit or loss. In particular, judgment by management is required in the estimation of the amount and timing of future cash flows when determining the level of allowance required. Such estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the allowance.

In addition to specific allowance against individually significant receivables and due from related parties, the Group also makes a collective impairment allowance against exposures which, although not specifically identified as requiring a specific allowance, have a greater risk of default than when originally granted. This collective allowance is based on any deterioration in the Group's assessment of the accounts since their inception.

These assessments take into consideration factors such as any deterioration in country risk, industry and technological obsolescence, as well as identified structural weaknesses or deterioration in cash flows.

There is no allowance for impairment losses on receivables and due to related parties as of December 31, 2013 and 2012. Receivables amounted to ₱78.7 million and ₱48.6 million as of December 31, 2013 and 2012, respectively (see Note 5). Due from related parties amounted to ₱21.8million and ₱72.9 million as of December 31, 2013 and 2012, respectively (see Note 16).

Impairment of AFS financial assets

The Group treats AFS financial assets as impaired when there has been significant or prolonged decline in the fair value below its cost or where other objective evidence of impairment exists. The determination of what is 'significant' or when is 'prolonged' requires judgment. The Group treats 'significant' generally as 20% or more of the cost of AFS and 'prolonged' if greater than six (6) months. In addition, the Group evaluates other factors, including normal and/or unusual volatility in share price for quoted equities and the future cash flows and the discount factors for unquoted equities. The Group also considers the ability of the investee to provide dividends.

As of December 31, 2013 and 2012, the Group's allowance for impairment on AFS financial assets amounted to ₱3.3 million (see Note 8).

In the case of debt instruments classified as available for sale, impairment is assessed based on the same criteria as financial assets carried at fair value. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortized cost and the current fair value, less any impairment loss on that investment previously recognized in profit or loss.

The carrying amounts of AFS financial assets amounted to ₱362.8 million and ₱290.6 million as of December 31, 2013 and 2012, respectively (see Note 8). The change in the fair value of the AFS financial assets is recorded as "Unrealized valuation gains on AFS financial assets" account in the equity section of the consolidated statement of financial position. As of December 31, 2013 and 2012, the unrealized valuation gains on AFS financial assets amounted to ₱24.2 million and ₱18.5 million, respectively (see Note 8).

Evaluation of NRV of Real Estate for Sale
The Group adjusts the cost of its real estate for sale to NRV based on its assessment of the recoverability of the inventories. NRV in respect of real estate for sale under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. Real estate for sale at cost amounted to ₱1,042.2 million and ₱660.1 million as of December 31, 2013 and 2012, respectively. In 2013 and 2012, the Group assessed that the NRV of real estate for sale is higher than cost, hence the Group did not recognize any losses on write down of real estate for sale (see Note 6).

Useful Lives of Property and Equipment
The Group estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

In 2012, the Group reviewed the useful life of its building and assessed to change its useful life from 5 years to 20 years as this more accurately reflects the expected period over which the assets will be used.

The change in useful lives was applied prospectively. As a result of the change, depreciation expense decreased by ₱2.4 million; noncurrent assets increased by ₱2.4 million.

The net book values of property and equipment amounted to ₱17.2 million and ₱19.2 million as of December 31, 2013 and 2012, respectively (see Note 10).

Impairment of Nonfinancial Assets
The Group assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The factors that the Group considers important which could trigger an impairment review include the following:

- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of use of the acquired assets or the strategy for overall business; and
- Significant negative industry or economic trends.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its estimated recoverable amount. The estimated recoverable amount is the higher of an asset's fair value less costs to sell and value in use. The value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs. For impairment loss on specific assets, the recoverable amount represents the fair value less costs to sell.

In determining the present value of estimated future cash flows expected to be generated from the continued use of the assets, the Group is required to make estimates and assumptions that can materially affect the consolidated financial statements.

No provision for impairment losses was recognized in 2013, 2012 and 2011. The carrying values of nonfinancial assets amount to ₱42 million and ₱67 million as of December 31, 2013 and 2012, respectively.

Impairment of Deferred Exploration Costs
The full recovery of the deferred exploration costs incurred in connection with the Group's participation in the acquisition, exploration and development of petroleum concessions is dependent upon the discovery of oil and gas in commercial quantities and the success of future development thereof. When the SC/GSEC is permanently abandoned or the entity has withdrawn from the consortium, the related deferred exploration costs are written-off. SCs and GSECs are considered permanently abandoned if the SCs and GSECs have expired and/or there are no definite plans for further exploration and development. The Group has provided full valuation allowance on deferred exploration costs incurred for certain SCs and GSECs on which management has no definite plans for further exploration and development. The balances of deferred exploration costs and the valuation allowance were written off in 2012.

Recognition of Deferred Tax Assets
Deferred tax assets are recognized for all deductible temporary differences, unused tax losses and excess MCIT to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies. Conversely, the Group recognizes deferred tax liabilities from taxable temporary differences.

The Company has deductible temporary differences, carryforward of unused tax credits from excess MCIT and unused NOLCO for which no deferred tax assets were recognized as it is not probable that sufficient taxable profit will be available against which the benefit of these deductible temporary differences, carryforward of unused tax credits from excess MCIT and unused NOLCO can be utilized. As of December 31, 2013 and 2012, deductible temporary differences, carryforward of unused tax credits from excess MCIT and unused NOLCO for which no deferred tax assets were recognized amounted to ₱126.2 million and ₱104.5 million, respectively (see Note 16).

Estimating Provision for Legal Obligations
The Group has outstanding legal obligations. The Group's estimate of probable costs for the assessments and resolution of these proceedings have been developed in consultation with outside legal counsel handling the prosecution and defense and is based upon an analysis of potential results. The Group and its legal counsel believe that some of these obligations may have material adverse effect on its financial position and results of operations. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of strategies relating to these obligations.

The Group's provision for legal obligation pertaining to labor cases amounted to ₱0.5 million as of December 31, 2012 (see Note 23).

4. Cash and Cash Equivalents

	2013	2012
Cash on hand and with banks	**₱160,663,895**	₱148,714,109
Cash equivalents	**22,425,981**	510,723,236
	₱183,089,876	₱659,437,345

Cash with banks earn interest at the respective bank deposit rates. Cash equivalents are made for varying periods of up to three months depending on the immediate cash requirements of the Group and earn interest at the respective short-term investment rates. Interest income earned amounted to ₱5.3 million, ₱18.2 million and ₱29.9 million in 2013, 2012 and 2011, respectively. Outstanding accrued interest receivable related to the short-term investments amounted to ₱0.02 million and ₱0.8 million as of December 31, 2013 and 2012, respectively (see Note 5).

5. Receivables

	2013	2012
Installment contract receivable	**₱60,584,552**	₱8,225,805
Receivable from officers and employees	**6,728,015**	4,391,954
Accrued interest (see Notes 4 and 8)	**1,930,290**	2,428,777
Others	**9,281,377**	33,529,222
	₱78,524,234	₱48,575,758

SOC Land's Installment Contract Receivable (ICR)
Upon turnover of the inventory in 2014, the full balance of ICR becomes due and demandable. Customers may avail of in-house financing to settle the ICR which will be collectible in monthly installments over a period ranging from one to ten years. Titles to real estate properties are not transferred to the buyers until full payment has been made.

Receivable from Officers and Employees
Receivables from officers and employees pertain to noninterest-bearing advances which will be settled through salary deduction or through liquidation within the next financial year.

Others
Other receivables as of December 31, 2012 include receivable from Security Bank Corporation from the sale of the Parent Company's common shares in PDB (see Note 9). This is expected to be collected within a year.

Other receivables also include cash advances to employees and agents for operational, marketing and corporate-related expenses. These advances are expected to be liquidated within the next financial year.

No impairment loss on receivables was recognized in 2013 and 2012.

6. Real Estate for Sale

	2013	2012
Land	**₱304,381,388**	₱309,327,632
Construction/development costs incurred	**618,036,421**	350,728,384
Real estate for development	**119,741,580**	–
	₱1,042,159,389	₱660,056,016

A summary of the movement in inventory is set out below:

	2013	2012
Balances at beginning of year	**₱660,056,016**	₱447,615,888
Construction/development costs incurred (see Note 22)	**448,563,573**	226,998,844
Disposals (recognized as cost of real estate sold)	**(66,460,200)**	(14,558,716)
	₱1,042,159,389	₱660,056,016

In 2013 and 2012, the amount of land and development costs recognized as "Cost of real estate sold" in the statements of comprehensive income amounted to ₱66.5 million and ₱14.6 million.

7. Prepayments and Other Current Assets

	2013	2012
Input VAT - current portion (see Note 11)	**₱48,282,399**	₱10,148,747
Prepayments		
Others	**15,599,786**	311,744
Tax	**400,070**	410,217
Commission	**–**	2,547,172
Refundable deposits (see Note 22)	**1,336,030**	1,268,038
Supplies	**99,392**	102,230
Advances to suppliers and contractors	**–**	48,648
	₱65,717,677	₱14,836,796

Input VAT -current portion
Input VAT is stated at its estimated net realizable value. Input VAT can be applied against output VAT and the Group believes that the amount can be applied next year in 2013.

Refundable Deposits
Refundable deposits are composed of security deposits related to the Group's lease agreement and utilities deposits.

Advances to Suppliers and Contractors
Advances to suppliers and contractors refer to payments made by SOC Land to suppliers and contractors for future services. These advances will be applied proportionately to every progress billing. Advances are liquidated within a year.

8. **AFS financial assets**

	2013	2012
Shares of stock	**₱248,005,110**	₱194,510,493
Quoted bonds	**100,246,315**	87,451,509
Golf club shares	**17,650,000**	11,955,000
	365,901,425	293,917,002
Less allowance for impairment loss on AFS financial assets	**3,340,763**	3,340,763
	₱362,560,662	₱290,576,239

Movements in the allowance for impairment loss are as follows:

	2013	2012
Balances at beginning of year	**₱3,340,763**	₱3,333,500
Provision (see Note 13)	**–**	7,263
Balances at end of year	**₱3,340,763**	₱3,340,763

Shares of stock

Listed shares consist of equity securities that are traded in the PSE, New York Stock Exchange (NYSE), Shanghai Stock Exchange (SSE), Taiwan Stock Exchange (TWSE), Bursa Malaysia (MYX), Stock Exchange of Thailand (SET), London Stock Exchange (LSE) and the Stock Exchange of Hong Kong Limited (HKEx). Listed shares have no fixed maturity dates or coupon rates and are measured at fair value. The fair values of listed shares are determined at their quoted market price or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs as of reporting date. The unrealized fair value changes of the investments are presented as "Unrealized valuation gains on AFS financial assets" in the equity section of the consolidated statement of financial position.

Dividend income earned from equity securities classified as "AFS financial assets" amounted to ₱5.8 million in 2013, ₱4.3 million in 2012 and ₱165,918 in 2011. In 2012, the Group recognized provision for impairment loss on AFS financial assets amounting to ₱7,263. Allowance for impairment loss in AFS investments amounted to ₱3.3 million as of December 31, 2013 and 2012.

AGP International Holdings Ltd. (AGP International)

In 2010, the Parent Company subscribed to and subsequently fully paid for 26,086,957 preferred shares of AGP International at a purchase price of ₱264.0 million. AGP International invested in 40% of the outstanding capital stock of AGP Philippines Holdings, Inc. (AGP Philippines), which was incorporated on December 13, 2010. In 2010, AGP Philippines finalized the acquisition of all of the shares of DMCI Holdings, Inc. (DMCI-HI) in Atlantic Gulf & Pacific Group of Manila, Inc. (AG&P). The shares comprise of 973,089,025 shares directly owned and 17 shares beneficially owned by DMCI-HI, representing 98.19% of the outstanding capital of AG&P. AG&P provides modular engineering and construction and general engineering design services, including fabrication, assembly and manpower services, particularly in the oil, gas, petrochemical, power generation and mining industries. Accordingly, the Parent Company's risk factor types include those factors that impact, either positively or negatively, the markets for engineering and construction services.

As of December 31, 2011, the Parent Company accounts for its investment in AGP International as AFS financial assets carried at cost since its ownership interest does not provide it significant influence to participate in the financial and operating policy decisions of AGP International.

On January 31, 2012, the Parent Company, together with the other legal owners of AGP International's preferred shares, entered into a Share Purchase Agreement with AGP International to sell its shares to the latter for $0.4 cents per share. On the same date, AGP International and AG&P executed a waiver and release form in favor of each seller, relieving them from any claims related to the shares. The Parent Company recognized gain on the sale of its shares in AGP International amounting to ₱184.6 million in 2012.

Quoted Bonds

Investments in bonds are denominated in various currencies and are stated at fair value based on quoted prices. Changes in market values are included in the consolidated statements of comprehensive income. Fixed interest rate of these bonds range from 4.625% to 6.625% per annum. The value date of the investments are on February 27, 2012 and November 2, 2012 and with maturity dates ranging from March 31, 2016 to January 13, 2022. Interests on investments are received and settled semi-annually in United States dollar.

Acquisition of bonds

In 2012, the Group acquired various bonds which were initially recognized as HTM investments and measured at amortized cost using the effective interest method.

Sale of HTM investments in bonds

On November 2, 2012, the Group sold a significant amount of its HTM investments before maturity with amortized cost of ₱16.7 million. The gain on sale of HTM investments amounted to ₱1.3 million.

Reclassification of HTM investments to AFS financial assets

Under the provisions of PAS 39, no investment should be classified as HTM during the current financial year and in the next two financial years if the reporting entity has sold or reclassified more than an insignificant (in relation to the total) amount of such investments before maturity.

Following the stated provisions, the Parent Company reclassified its remaining portfolio of HTM investments to AFS financial assets. The remaining bonds had an amortized cost of ₱66.5 million and fair value was determined to be ₱70.6 million as of reclassification date. Net unrealized gain on changes in fair value of AFS financial assets recognized in other comprehensive income at the time of reclassification amounted to ₱4.1 million.

As of December 31, 2013 and 2012, the fair value of bonds classified as "AFS financial assets" amounted to ₱100.2 million and ₱87.3 million, respectively.

Interest income earned from bonds classified as "AFS financial assets" amounted to ₱3.6 million in 2012 and ₱4.7 million in 2013 and 2012, resepectively.

Movements in the unrealized valuation gains on AFS financial assets are as follows:

	2013	2012
Balances at beginning of year	**₱18,499,717**	₱10,389,619
Fair value adjustments	**23,926,239**	8,332,277
Disposals	**(13,204,120)**	1,100,070
	29,221,836	19,821,966
Less deferred tax liabilities	**4,976,921**	1,322,249
Balances at end of year	**₱24,244,915**	₱18,499,717

9. Investment in an Associate

Investment In associate in 2011 consists of:

Acquisition costs:	
Balance at beginning of year	₱35,191,153
Reclassification as noncurrent asset held for sale	35,191,153
Balance at end of year	–
Accumulated equity in net losses:	
Balance at beginning of year	(3,367,563)
Equity in losses	(114,740)
Reclassification as noncurrent asset held for sale	3,482,303
Balance at end of year	–
Share in unrealized valuation gains on AFS financial assets of an associate:	
Balance at beginning of year	13,393
Reversal to profit or loss	(13,393)
Balance at end of year	₱–

Premiere Development Bank (PDB)
PDB is a private development bank incorporated in the Philippines in 1960. PDB is engaged in transactions and undertakings, including but not limited to, trust functions, operation of demand deposit accounts, foreign currency transactions, quasi-banking functions, domestic letters of credit, dealership of bonds and other debt instruments, subject to applicable regulations, financial allied and non-allied undertakings, performance of all kinds of services for commercial banks or operation under an expanded banking authority and other transactions that may be allowed to be engaged in by private development banks.

PDB operates within the Philippines and maintains 38 branches in Metro Manila and in the Provinces of Bulacan, Rizal, Laguna, Cavite and Batangas.

As of December 31, 2010, the Group's equity share in PDB represents 4.79% of PDB's outstanding shares and the Group accounts for its investment in PDB under the equity method since it exercises significant influence over the operating and financial policies of PDB.

On June 1, 2011, the Parent Company, together with other shareholders, entered into a Share Purchase Agreement (the Agreement) with Security Bank Corporation for the sale of their common shares in PDB. The sellers are the legal owners of an aggregate of 7,071,263 common shares in PDB, representing 96.42% of the issued and outstanding capital stock of PDB.

Under the Agreement, the price per share amounted to ₱181.7 which resulted to a total share consideration of ₱1.3 billion. Under the agreement, the Parent Company agreed to sell its 351,454 shares of PDB for ₱63.9 million.

As a result of the Agreement, the Parent Company reclassified its investment in PDB amounting to ₱31.7 million as held for sale and presented it under "Noncurrent asset held for sale" account in the consolidated statement of financial position as of December 31, 2011.

On January 20, 2012, the Monetary Board of the BSP approved the transaction contemplated in the Agreement. The Parent Company recognized a gain on sale amounting to ₱32.2 million. The receivable from Security Bank Corporation amounted to ₱31.9 million as of December 31, 2012 and is expected to be collected in 2013 (see Note 5).

10. Property and Equipment

December 31, 2013

	Building	Office Furniture and Equipment	Transportation Equipment	Leasehold Improvements	Total
Cost:					
Balances at beginning of year	**₱16,365,656**	**₱7,045,044**	**₱13,762,035**	**₱720,482**	**₱37,893,217**
Additions	**–**	**725,113**	**–**	**–**	**725,113**
Balances at end of year	**16,365,656**	**7,770,157**	**13,762,035**	**720,482**	**38,618,330**
Accumulated depreciation and amortization:					
Balances at beginning of year	**801,125**	**3,975,110**	**13,230,934**	**711,553**	**18,718,722**
Depreciation and amortization (see Notes 13 and 14)	**818,283**	**1,697,206**	**148,213**	**8,929**	**2,672,631**
Balances at end of year	**1,619,408**	**5,672,316**	**13,379,147**	**720,482**	**21,391,353**
Net book values	**₱14,746,248**	**₱2,097,841**	**₱382,888**	**₱–**	**₱17,226,977**

December 31, 2012

	Building	Office Furniture and Equipment	Transportation Equipment	Leasehold Improvements	Total
Cost:					
Balances at beginning of year	₱15,451,939	₱3,963,071	₱13,762,035	₱693,694	₱33,870,739
Additions	913,717	3,081,973	–	26,788	4,022,478
Balances at end of year	16,365,656	7,045,044	13,762,035	720,482	37,893,217
Accumulated depreciation and amortization:					
Balances at beginning of year	–	2,274,127	9,927,487	622,949	12,824,563
Depreciation and amortization (see Notes 13 and 14)	801,125	1,700,983	3,303,447	88,604	5,894,159
Balances at end of year	801,125	3,975,110	13,230,934	711,553	18,718,722
Net book values	₱15,564,531	₱3,069,934	₱531,101	₱8,929	₱19,174,495

Acquisitions of property and equipment
Significant additions to property and equipment in 2011 pertain to the building situated in East Service Road, Barangay Buli, Muntinlupa, which was constructed and completed in 2011. The building is used by SOC Land as its marketing and sales office.

In 2011, SOC Land purchased transportation equipment and paid 20% of the total purchase price in cash while the balance was paid on an installment basis over a period of one (1) year, subject to interest of 3.71% per annum. Interest expense recognized and paid amounted to ₱30,427 in 2012 and ₱17,722 in 2011. The unpaid portion of the purchase price is included under the "Accounts payable and other liabilities" account and amounted to nil and ₱0.4 million as of December 31, 2013 and 2012, respectively (see Note 12).

Fully depreciated property and equipment
The cost of fully depreciated property and equipment classified as "leasehold improvements" amounted to ₱261,596 as of December 31, 2013. These are retained in the records and still used by the Group until they vacate the leased property. The Group has no temporary idle property and equipment as of December 31, 2013.

11. Other Noncurrent Assets

Noncurrent assets as of December 31, 2013 and 2012 consists of input VAT that is expected to be offset against output VAT beyond one year and deferred input VAT amounting to ₱60.7 million and ₱34.9 million, respectively.

As of December 31, 2011, other noncurrent assets amounting to ₱3.8 million pertain to advances for the processing of bid documents, costs for pre-bidding conferences and consultancy fees related to the Group's participation in the bid submission for the Philippine Mining Development Corporation's Diwalwal Mineral Reservation Project and advances for its prospective agriculture-related projects. In 2012, management assessed that the advances were no longer recoverable. As a result, the balances of the advances as of December 31, 2011 and the additional advances incurred during the year amounting to ₱0.4 million were written-off in 2012 (see Note 13).

12. Accounts Payable and Other Liabilities

	2013	2012
Customers' deposits	**₱50,862,091**	₱28,013,009
Accounts payable	**37,898,821**	7,363,826
Retention payable (see Note 23)	**29,159,504**	13,595,561
Accrued expenses		
Construction costs	–	20,917,426
Taxes	**4,713,616**	4,810,505
Personnel	**4,500,000**	3,188,300
Entertainment representation and outside services	**1,500,000**	1,715,201
Professional fees	**492,800**	528,165
Travel	**184,899**	2,505,000
Others	**1,205,631**	910,926
Government payables	**1,575,229**	2,622,979
Advanced processing fees	**608,301**	1,413,764
Provision for legal obligation (see Note 22)	**520,199**	520,999
	₱133,221,091	₱88,105,661

SOC Land's Customers' Deposits

Customers' deposits include collections received from buyers which:

i. have not met the revenue recognition criteria and/or
ii. have met the revenue recognition criteria but the collections received are greater than the recognized installment contracts receivable based on the percentage of completion method.

Forfeited buyer deposits pertain to reservation fees which have been forfeited due to customers' inability to comply with the terms and conditions indicated in the reservation agreement or who have decided to withdraw their reservation.

Retention Payable

Retention payable represents the amount retained by the Subsidiary as security for any defects and damages on the construction of Tandem Building 1 arising from or due to faulty workmanship and/or defective contractor-supplied materials before the final acceptance of the Tandem Building 1 and the payment of the last billing. Retention payable is expected to be settled within the next financial year.

Accounts Payable

Accounts payable includes billings of various suppliers and contractors for liabilities incurred in relation to the Project and office administrative functions. Accounts payable are noninterest-bearing with payment terms which are dependent on the suppliers' or contractors' credit terms, which is generally 30 to 60 days.

Accrued Expenses

Accrued expenses include accruals for taxes and processing fees and construction costs. Construction costs represent billings of various contractors for services in relation to SOC Land's Project.

Government Payables

Government payables consist of mandatory contributions and payments to the Social Security System (SSS), Philippine Health Insurance Corporation (PHIC), and the Home Development Mutual Fund (HDMF) and withholding tax payables which have an average term of 15 to 30 days.

13. General and Administrative Expenses

	2013	2012 (see restated; Note 2)	2011 (see restated; Note 2)
Personnel costs	**₱10,322,140**	₱14,284,321	₱12,047,257
Outside services	**9,043,196**	3,098,467	288,631
Professional fees	**6,580,761**	9,023,102	2,324,952
Taxes and licenses	**5,622,696**	4,001,929	1,401,106
Research and development expenses	**4,381,198**	–	–
Travel and transportation	**2,248,026**	6,824,961	1,891,339
Depreciation and amortization (see Note 10)	**1,953,425**	5,369,454	3,419,289
Rent and utilities (see Note 23)	**1,078,139**	1,726,504	1,288,753

(Forward)

	2013	2012 (see restated; Note 2)	2011 (see restated; Note 2)
Telecommunications and postage	**₱915,119**	₱815,038	₱721,011
Supplies	**734,405**	662,346	598,135
Entertainment and representation	**486,944**	2,621,203	851,572
Trainings and seminars	**367,656**	508,880	29,582
Business development costs	**346,960**	493,010	130,710
Dues and subscription	**276,162**	542,370	93,463
Repairs and maintenance	**236,614**	137,578	60,892
Insurance	**60,720**	267,278	70,000
Provision for impairment loss on AFS financial assets (see Note 8)	**–**	7,263	–
Write-off of deferred exploration costs (see Note 1)	**–**	21,633,806	–
Write-off of project advances (see Note 11)	**–**	4,128,213	–
Provision for legal obligation (see Note 23)		520,999	–
Others	**4,503,616**	6,233,038	2,410,289
	₱49,157,777	₱82,899,760	₱27,626,981

Others include donations, bank charges and other miscellaneous costs.

Personnel costs consist of:

	2013	2012 (see restated; Note 2)	2011 (see restated; Note 2)
Salaries and wages	**₱7,820,691**	₱12,167,225	₱7,936,003
Short term employee benefits	**2,115,136**	1,772,960	1,783,779
Retirement benefit expense	**386,313**	344,136	2,327,475
	₱10,322,140	₱14,284,321	₱12,047,257

14. Sales and Marketing Expenses

	2013	2012	2011
Commissions and incentives	**₱13,904,791**	₱1,980,090	₱51,234
Consultancy fees	**9,200,325**	11,360,079	5,299,494
Product presentation	**6,263,599**	4,136,611	2,209,006
Advertising (see Note 22)	**5,860,606**	14,632,823	7,129,001
Personnel costs	**3,446,174**	3,397,172	1,090,058
Rent and utilities (see Note 22)	**1,277,528**	1,344,437	28,255
Depreciation and amortization (see Note 10)	**719,206**	524,705	–
Trainings and seminars	**646,948**	905,824	76,803
Telecommunications and postage	**521,816**	120,918	21,552
Travel and transportation	**519,629**	542,369	68,956
Supplies	**141,998**	485,014	25,507
Repairs and maintenance	**75,125**	82,077	1,887
Others	**64,292**	473,969	75,333
	₱42,642,037	₱39,986,088	₱16,077,086

Others include expenses from meetings, janitorial fees and other expenses directly attributable to sales and marketing.

Personnel expenses consist of:

	2013	2012	2011
Salaries and wages	**₱2,851,802**	₱2,799,241	₱1,090,058
Other employee benefits	**594,372**	597,931	–
	₱3,446,174	₱3,397,172	₱1,090,058

15. Retirement Benefit Obligation

The following tables summarize the components of net benefit expense recognized in the statements of income and the funded status and amounts recognized in the balance sheets for the respective plans:

Net benefit expense

	2013	2012 (As restated; see Note 2)
Current service cost	**₱246,597**	₱210,389
Interest cost on benefit obligation	**139,716**	133,749
	₱386,313	₱344,138

Amounts Recognized in Comprehensive Expenses pertaining to actuarial gain and loss amounting to ₱191,920 and ₱95,332, in 2013 and 2012, respectively.

	2013	2012 (As restated; see Note 2)
Actuarial gain (loss)	**₱191,920**	(₱95,332)

Changes in the present value of the defined benefit obligation are as follows:

	2013	2012 (As restated; see Note 2)
Opening defined benefit obligation	**₱2,766,943**	₱2,327,475
Current service cost	**246,597**	210,389
Interest cost	**139,716**	133,747
Actuarial gain due to experience adjustments	**(198,056)**	(10,862)
Actuarial loss due to changes in assumptions	**6,136**	106,194
Closing defined benefit obligation	**₱2,961,336**	₱2,766,943

The principal assumptions as of December 31 used in determining pension benefit obligations for the plan are shown below:

	2013	2012 (As restated; see Note 2)
Discount rate	**4.42%-5.05%**	5.04%-5.05%
Future salary increase	**3.00%-10%**	3.00%-10%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of December 31, 2013, assuming if all other assumptions were held constant:

	Increase (decrease) in basis points	Effect on defined benefit obligation
Discount rates	100	₱13,579,414
	(100)	(13,579,414)
Future salary increases	100	₱16,184,599
	(100)	(16,184,599)

16. Income Taxes

The Group's provision for income tax represents MCIT in 2013 and in 2011 and regular corporate income tax in 2012.

Deferred tax liability recognized directly in equity as of December 31, 2013 and 2012 consists of unrealized valuation gain on changes in fair value of AFS financial assets amounting to ₱5.0 million and ₱1.3 million, respectively.

The Group has deductible temporary differences, unused NOLCO, and excess MCIT for which no deferred tax assets were recognized since the Group expects that these deferred tax assets will not be realized in the future. These deductible temporary differences, unused NOLCO, and excess MCIT are as follows:

	2013	2012
Deferred tax asset:		
NOLCO	**₱106,836,365**	₱66,273,973
Unrealized foreign exchange losses	**–**	16,644,348
Difference between tax and book basis of accounting for real estate transactions	**34,035,898**	17,736,023
Accrued expenses	**3,913,811**	3,325,403
Retirement benefit obligation	**2,973,032**	2,766,943
Provision for legal obligation	**520,999**	520,999
MCIT	**303,928**	–

(Forward)

	2013	2012
Allowance for impairment loss on AFS financial assets	**₱7,263**	₱7,263
Allowance for impairment losses on deferred exploration costs	**–**	–
	148,591,296	107,274,952
Deferred income tax liability:		
Unrealized foreign exchange gains	**22,428,404**	–
	₱126,162,892	₱107,274,952

As of December 31, 2013, the Group has the following NOLCO and MCIT that can be claimed as deduction from future taxable income.

Year Incurred	Year of Expiry	NOLCO	MCIT
2013	2016	₱42,855,652	₱303,928
2012	2015	34,573,441	–
2011	2014	29,407,272	–
		₱106,836,365	₱303,928

Movement of the Group's NOLCO and MCIT are as follows:

NOLCO

	2013	2012
Balances at beginning of year	**₱66,273,973**	₱41,936,090
Additions	**42,855,652**	34,573,441
Application		(10,235,558)
Expirations	**(2,293,260)**	–
Balances at end of year	**₱106,836,365**	₱66,273,973

MCIT

	2013	2012
Balances at beginning of year	**₱–**	₱365,039
Additions	**303,928**	–
Application	**–**	(365,039)
Balances at end of year	**₱303,928**	₱–

A reconciliation of income tax computed at the statutory income tax rate to provision for income tax shown in the consolidated statements of comprehensive income follows:

	2013	2012	2011
Income tax computed at statutory tax rates	**(₱3,526,635)**	₱34,404,986	(₱2,148,015)
Additions to (reductions in) income tax resulting from:			
Nondeductible expenses	**717,001**	2,375,390	782,912
Gain on disposal of asset held for sale subject to CGT	**(4,322,060)**	(9,645,914)	–
Changes in unrecognized deferred tax assets	**9,689,312**	(8,207,412)	10,464,415
Interest income subjected to final tax	**(1,586,338)**	(5,482,831)	(8,963,360)
Nontaxable income	**(667,352)**	(619,397)	(49,853)
	₱303,928	₱12,824,822	₱86,099

17. Related Party Disclosures

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control or are controlled by, or are under common control with the Group, including holding companies, subsidiaries and fellow subsidiaries, are related parties of the Group. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Group and close members of the family of these individuals, and companies associated with these individuals also constitute related parties. In considering each possible related entity relationship, attention is directed to the substance of the relationship and not merely the legal form.

In the normal course of business, the Group has significant related party transactions as follows:

	Transaction	Amount	Outstanding balance	Terms	Conditions
Under common control:					
Puyat Steel Corporation (PSC)				30 days,	Secured by receivables and
2013	Advances	**₱–**	**₱–**	8% per	finished goods with fair value
2012		–	45,300,000	annum	equivalent; no impairment.
Other related parties					
International Pipe Industries Corporation (IPIC)					
2013	Advances	**₱–**	**21,648,111**	30 days,	Secured by receivables and
2012		5,000,000	27,493,111	8% per annum	finished goods with fair value equivalent; no impairment.
South China Petroleum International (SCPI)					
2013	Advances	12,291	**138,788**	Due and	Unsecured;
2012		17,053	126,497	demandable	no impairment
2013		**₱12,291**	**₱21,786,899**		
2012		₱5,017,053	₱72,919,608		

a. IPIC

IPIC is the pioneer manufacturer of large-diameter spiral welded pipes and machinery fabrication in the Philippines and Southeast Asia and has been producing quality pipes for the last 48 years. IPIC is the only company to date that has secured the American Petroleum Institute monogram in the Philippines. IPIC was also the first company in the Southeast Asia to pioneer in the design and exportation of high-tension transmission poles, weight coating of submarine line pipe and non-tension and pre-tension concrete pressure pipes.

In May 2011, the BOD authorized the Group to enter into a related party agreement with IPIC to provide a standby fund facility of up to ₱50.0 million for the acquisition of raw materials to be processed into finished steel pipe products. The Group will receive a guaranteed return on investment of at least 8% per annum. Interest earned by the Group in relation to these advances amounted to ₱1.6 million and ₱1.7 million in 2013 and 2012, respectively. Amounts due from IPIC includes outstanding interest receivable amounting to ₱148,111 and ₱493,111 as of December 31, 2013 and 2012, respectively.

As of December 31, 2013 and 2012, the outstanding receivable from IPIC amounted to ₱21.5 million and ₱27.0 million, respectively. The amount is collectible within a year.

IPIC's accounts receivable and finished goods with fair value equivalent to the outstanding balance are used as collateral for the amount owed to the Group.

b. PSC

PSC is a world-class manufacturer of galvanized and pre-painted steel sheets and coils used in roofing and walling profiles and bended accessorial products established in 1956. PSC set up the first galvanizing plant in the Philippines to answer to the need of the country for galvanized iron sheets to be used in the construction, building and roofing materials. In 1998, PSC inaugurated in Rosario, Batangas, the Philippines' first ever state-of-the-art continuous galvanizing line utilizing the modern non-oxidizing furnace (NOF) technology in a globally competitive stature. By the year 2000, PSC became the first NOF continuous galvanizing plant to be ISO 9002 certified. PSC is under common control with the Group.

The BOD through a board resolution dated January 24, 2008 authorized the Group to enter into a related party agreement with PSC to advance an amount of up to ₱130.0 million for the acquisition of raw materials to be processed into finished steel products. The funding facility extended to PSC is secured by way of assignment to the Group of finished goods inventories and all receivables and proceeds of postdated checks issued arising from the sale of the finished goods. The funding facility is renewable on a yearly basis. Under this arrangement, the Group receives a guaranteed return on investment (ROI) of at least 8% per annum. Interest earned by the Group in relation to these advances amounted to ₱0.7 million, ₱3.2 million and ₱3.7 million in 2013, 2012 and 2011, respectively.

PSC fully settled its payable to the parent company amounting to ₱45.0 million on May 3, 2013.

As of December 31, 2013 and 2012, the outstanding receivable from PSC amounted to nil and ₱45.3 million, respectively. Interest receivable included in to the total outstanding balance amounted to ₱0.3 million as of December 31, 2012. The amount was collected in its entirety on May 3, 2013.

c. SCPI

SCPI is a corporation established to prospect for, explore, extract, dig and drill for, exploit, produce, purchase, or otherwise obtain from the earth, any and all kinds of petroleum and petroleum products, rocks or carbon oils, natural gas and other volatile materials, chemical substance and salts, precious and base metals, diatomaceous earth as well as other minerals of whatever nature whether similar or dissimilar to those listed herein, and to manufacture, refine, prepare for market, buy, sell, import, export and transport and otherwise deal in petroleum and other minerals of whatever nature, whether similar or dissimilar thereto, their products, compounds and derivatives and other mineral and chemical substances in crude or refined condition, and to generally engage, as may be permitted by law, in the business of, and/or investing in mining, manufacturing, contracting and servicing, in addition to oil exploration.

The total amount of receivable from SCPI as of December 31, 2013 and 2012 amounting to ₱0.1 million pertains to the amount paid for business permit and registration. The amount is due and demandable.

d. Key Management Personnel Compensation

Salaries and short-term employee benefits of key management personnel amounted to ₱2.4 million, ₱2.3 million and ₱2.2 million in 2013, 2012 and 2011, respectively.

18. **Equity**

a. Common Stock

The Parent Company's authorized, issued and outstanding common shares are as follows:

	December 31, 2013		December 31, 2012	
	No. of Shares	**Amount**	No. of Shares	Amount
Authorized - ₱1 par value	**1,000,000,000**	**₱1,000,000,000**	1,000,000,000	₱1,000,000,000
Issued	**600,489,569**	**600,489,569**	600,489,569	600,489,569
Subscribed	**306,070,000**	**306,070,000**	306,070,000	306,070,000
Treasury	**3,937,000**	**(4,961,650)**	907,000	(1,040,750)

The Parent Company was registered on September 25, 1992 with authorized capital stock amounting to ₱1.0 billion composed of one billion shares with par value ₱1.0 per share.

In 2011, 3,300,000 subscribed shares were fully paid and issued. Collections from such subscribed shares amounted to ₱2.5 million in 2011. There were no collections in 2012.

b. Retained Earnings

On April 7, 2010, the BOD approved a resolution earmarking ₱500.0 million of the retained earnings for purposes of funding its investments in SOC Land related to the Anuva Residences and Diwalwal Mine Reserve projects. On December 21, 2011, the BOD approved a resolution for the reversal of the 2010 appropriation of retained earnings and further earmarking ₱500.0 million in 2011 for purposes of funding its investments related to the Anuva Residences and other investment projects. The appropriation is expected to be used on the life of the project.

c. Treasury Stock

On December 21, 2011, the Parent Company formalized its share repurchase program. Under the terms and conditions of the share repurchase program, 100,000,000 shares shall be repurchased from the market covering a period of twenty-four (24) months starting December 22, 2011. The total budget allocated for the share repurchase program is ₱120.0 million.

In 2013 and 2012, the Parent Company acquired 3,530,000 and 407,000 of its own shares for a total cost of ₱ 3.9 million and ₱0.5 million, respectively.

19. Basic/Diluted Earnings (Loss) Per Share

	2013	2012	2011
Net income (loss)	**(₱12,059,378)**	₱101,514,329	(₱9,573,624)
Weighted average number of shares	**905,575,387**	906,048,899	906,167,902
Basic/Diluted Earnings (Loss) per Share	**(₱0.0133)**	₱0.1120	(₱0.0106)

There are no dilutive potential common shares outstanding as of December 31, 2013, 2012 and 2011.

20. Financial Instruments

Financial Risk Management Objectives and Policies

The Group has various financial assets and liabilities such as cash and cash equivalents, receivables, due from related parties, refundable deposits, AFS financial assets. The main purpose of the Group's financial instruments is to finance its operations. The Group has other financial instruments such as accounts payable and other liabilities which arise directly from its operations.

The BOD has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and manage the Group's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Group has exposure to credit risk, liquidity risk, foreign exchange risk, interest rate risk and equity price risk from the use of its financial instruments. The BOD reviews and approves the policies for managing each of these risks and they are summarized below.

Credit Risk

Credit risk refers to the potential loss arising from any failure by counterparties to fulfill their obligations, as and when they fall due. It is inherent to the business as potential losses may arise due to the failure of its counterparties to fulfill their obligations on maturity dates or due to adverse market conditions.

The Group is exposed to credit risk primarily because of its investing and operating activities. The Group is exposed to credit risk arising from the counterparties (ie., foreign currency denominated debt instruments, fixed income deposits and receivables) to its financial assets.

Credit Risk Management
In managing credit risk on these investments, capital preservation is paramount. The Group trades only with recognized, creditworthy third parties. It is the Group's policy that all counterparties who wish to trade on credit terms are subject to credit verification procedures. For investment in bonds, funds are invested in highly recommended, creditworthy debt instruments that provides satisfactory interest yield and capital appreciation. Investment in equities securities represent investments in companies with good dividend track record, as well as capital appreciation. The investment portfolio mix between debt and equity is reviewed by management.

With respect to credit risk arising from the other financial assets of the Group, which comprise of "Cash and cash equivalents", "Receivables", "Due from related parties" and refundable deposits, management monitors these financial assets on an ongoing basis with the result that the Group's exposure to impairment losses is not significant.

Credit Risk Exposures
The maximum exposure to credit risk for financial assets, which is composed of "Cash and cash equivalents", "Receivables", "AFS financial assets" and refundable deposits, is equivalent to the carrying amount of these financial assets as carried in the consolidated statement of financial position. The maximum exposure to credit risk for "Due from related parties" is equivalent to the carrying amount of these financial assets as carried in the consolidated statement of financial position, which is secured by collateral.

Credit Risk Concentration Profile
Given the Group's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

Credit Quality of Financial Assets
The credit quality of financial assets is managed by the Group using high quality and standard quality as internal credit ratings.

High Grade - pertains to a counterparty who is not expected by the Group to default in settling its obligations, thus credit risk exposure is minimal. This normally includes large prime financial institutions, companies and government agencies.

Standard Grade - other financial assets not belonging to high quality financial assets are included in this category.

The tables below show the credit quality by class of financial asset based on the Group's rating system as of December 31, 2013 and 2012:

	2013				
	Neither Past Due Nor Impaired		Past Due But Not Impaired	Impaired	Total
	High Grade	Standard Grade			
Loans and receivables					
Cash and cash equivalents*	**₱182,404,970**	**₱–**	**₱–**	**₱–**	**₱182,404,970**
Receivables	**60,584,552**	**2,445,485**	**6,677,025**	**–**	**69,707,062**
Due from related parties	**–**	**–**	**–**	**–**	**-**
Refundable deposits	**–**	**1,273,210**	**–**	**–**	**1,273,210**
AFS financial assets					
Shares of stock	**241,323,584**	**–**	**–**	**3,340,763**	**244,664,347**
Bonds	**100,246,315**	**–**	**–**	**–**	**100,246,315**
Golf club shares	**17,650,000**	**–**	**–**	**–**	**17,650,000**
	₱602,209,421	**₱3,718,695**	**₱6,677,025**	**₱3,340,763**	**₱613,399,484**

**Excluding cash on hand.*

	2012				
	Neither Past Due Nor Impaired		Past Due But Not Impaired		
	High Grade	Standard Grade		Impaired	Total
Loans and receivables					
Cash and cash equivalents*	₱659,329,585	₱–	₱–	₱–	₱659,329,585
Receivables	44,182,582	–	4,165,836	–	48,348,418
Due from related parties	793,111	72,126,497	–	–	72,919,608
Refundable deposits	–	1,268,038	–	–	1,268,038
AFS financial assets					
Shares of stock	₱191,169,730	₱–	₱–	₱3,340,763	₱194,510,493
Bonds	87,451,509	–	–	–	87,451,509
Golf club shares	–	11,955,000	–	–	11,955,000
	₱982,926,517	₱85,349,535	₱4,165,836	₱3,340,763	₱1,075,782,651

**Excluding cash on hand.*

Cash and cash equivalents are considered high grade as the Group trades only with top banks in the Philippines. AFS financial assets are considered high grade due to high probability of collection when sold. High grade receivables pertain to installment contract receivables with no default in payments and settlements are obtained from counterparty in advance or ahead of the due date. Standard grade receivables are for receivables from officers and employees and third parties, due from related parties and refundable deposits which would require some reminder follow-ups to obtain settlement from the counterparties.

The tables below show the aging analysis of financial assets per class that the Group held as of December 31, 2013 and 2012. A financial asset is past due when a counterparty has failed to make a payment when contractually due.

	2013						
	Neither Past Due nor Impaired	**Past Due but Not Impaired**					
		Less than 30 Days	**31 to 60 Days**	**61 to 90 Days**	**More than 91 Days**	**Impaired**	**Total**
Loans and receivables							
Cash and cash equivalents*	**₱182,779,970**	**₱–**	**₱–**	**₱–**	**₱–**	**₱–**	**₱182,779,970**
Receivables	**63,030,037**	**–**	**2,329,750**	**100,111**	**4,395,274**	**–**	**69,855,172**
Refundable deposits	**–**	**–**	**–**	**–**	**–**	**–**	**₱–**
Others	**1,273,210**	**–**	**–**	**–**			**1,273,210**
AFS financial assets							**₱–**
Shares of stock	**241,323,584**	**–**	**–**	**–**	**–**	**3,340,763**	**244,664,347**
Bonds	**100,246,315**	**–**	**–**	**–**	**–**	**–**	**100,246,315**
Golf club shares	**17,650,000**	**–**	**–**	**–**	**–**	**–**	**17,650,000**
	₱606,303,116	**₱–**	**₱2,329,750**	**₱100,111**	**₱4,395,274**	**₱3,340,763**	**₱616,469,014**

**Excluding cash on hand.*

	2012						
	Neither Past Due nor Impaired	Past Due but Not Impaired					
		Less than 30 Days	31 to 60 Days	61 to 90 Days	More than 91 Days	Impaired	Total
Loans and receivables							
Cash and cash equivalents*	₱659,329,585	₱–	₱–	₱–	₱–	₱–	₱659,329,585
Receivables	44,182,582	4,115,836	–	50,000	–	–	48,348,418
Due from related parties	–	186,000	2,008,889	187,942	70,536,777	–	72,919,608
Refundable deposits	–	1,268,038	–	–	–	–	1,268,038
AFS financial assets							
Shares of stock	191,169,730	–	–	–	–	3,340,763	194,510,493
Bonds	87,451,509	–	–	–	–	–	87,451,509
Golf club shares	11,955,000	–	–	–	–	–	11,955,000
	₱994,088,406	₱5,569,874	₱2,008,889	₱237,942	₱70,536,777	₱3,340,763	₱1,075,782,651

**Excluding cash on hand.*

Liquidity Risk
Liquidity risk is the risk that the Group will not be able to settle or meet its obligations on time or at a reasonable price. Management is responsible for liquidity, funding as well as settlement management. In addition, liquidity and funding risks, related processes and policies are overseen by management. The Group manages its liquidity risk based on business needs, tax, capital or regulatory considerations, if applicable, through numerous sources of finance in order to maintain flexibility.

The tables below summarize the maturity profile of the Group's financial assets used for liquidity purposes based on contractual undiscounted cashflows, and the Group's financial liabilities based on contractual undiscounted payments.

2013

	Total	**On Demand**	**Less than 3 Months**	**3 to 6 Months**	**6 to 12 Months**
Financial Assets					
Loans and receivables:					
Cash and cash equivalents	**51,716,096**	**51,716,096**	**–**	**–**	**–**
Receivables	**67,425,311**	**67,425,311**	**2,445,485**	**68,000**	**4,327,274**
Due from related parties					
AFS financial assets					
Shares of stock	**244,664,347**	**244,664,347**	**–**	**–**	**–**
Bonds	**100,246,315**	**100,246,315**	**–**	**–**	**–**
Golf club shares	**17,650,000**	**17,650,000**	**–**	**–**	**–**
	481,702,069	**474,861,310**	**2,445,485**	**68,000**	**4,327,274**
Financial Liabilities					
Other financial liabilities:					
Accounts payable and other liabilities**	**128,202,214**		**128,202,214**		

***Excluding government payables.*

2012

	Total	On Demand	Less than 3 Months	3 to 6 Months	6 to 12 Months
Financial Assets					
Loans and receivables:					
Cash and cash equivalents	₱659,437,345	₱659,437,345	₱–	₱–	₱–
Receivables	48,348,418	–	12,341,641	50,000	35,956,777
Due from related parties	72,919,608	–	2,382,831	–	70,536,777
AFS financial assets					
Shares of stock	191,169,730	191,169,730	–	–	–
Bonds	87,451,509	87,451,509	–	–	–
Golf club shares	11,955,000	–	11,955,000	–	–
	₱1,071,281,610	₱938,058,584	₱26,679,472	₱50,000	₱106,493,554
Financial Liabilities					
Other financial liabilities:					
Accounts payable and other liabilities**	₱85,482,682	₱–	₱85,482,682	₱–	₱–

***Excluding government payables.*

Equity Price Risk
Equity price risk is the likelihood that the fair values of equities decrease as a result of changes in the levels of the equity indices and the values of individual stocks. The equity price risk exposure arises from the Group's AFS financial assets in equity securities. For investments in Philippine equities, majority of funds are invested in equities listed in the PSE.

The Group measures the sensitivity of its domestic AFS financial assets by using stock market index fluctuations and its effect to respective share prices. For foreign AFS financial assets, the Group uses index fluctuation in the respective stock exchanges where these assets are quoted.

The following table demonstrates the sensitivity to a reasonably possible change in the equity price based on past price performance and macroeconomic forecast for 2012, with all other variables held constant, of the Group's equity:

	Change in Stock	Effect on Equity	
Stock Exchange	Market Index	**2013**	2012
PSE	+10%	**11,305,044**	10,785,432
	-10%	**(11,305,044)**	(10,785,432)
HKEx	+5%	**3,733,652**	2,082,175
	-5%	**(3,733,652)**	(2,082,175)
NYSE	+10%	**4,756,439**	2,858,335
	-10%	**(4,756,439)**	(2,858,335)
SSE	+5%	**307,814**	197,759
	-5%	**(307,814)**	(197,759)
MYX	+5%	**96,738**	86,420
	-5%	**(96,738)**	(86,420)
SET	+5%	–	444,292
	-5%	–	(444,292)
TWSE	+5%	**440,431**	646,610
	-5%	**(440,431)**	(646,610)
NASDAQ	+10%	**1,439,770**	436,197
	-10%	**(1,439,770)**	(436,197)
LSE	+10%	**550,809**	549,865
	-10%	**(550,809)**	(549,865)
SGX	+10%	**442,888**	–
	-10%	**(442,888)**	–

Foreign Currency Risk
Foreign currency risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in foreign currencies.

In the normal course of business, the Group enters into transactions denominated in US dollar and other foreign currencies. As a result, the Group is subject to transaction and translation exposures resulting from currency exchange rate fluctuations. The Group regularly monitors outstanding financial assets in foreign currencies and maintains them at a level responsive to the current exchange rates so as to minimize the risks related these foreign currency denominated assets.

Information on the Group's foreign currency denominated monetary assets and their Philippine peso equivalent as of December 31, 2012 are as follows:

	2013		2012	
	Original Currency	**Peso Equivalent**	Original Currency	Peso Equivalent
Financial Assets				
Cash - USD	**557,373**	**24,747,361**	6,401,477	₱262,780,630
Receivables - USD	**43,475**	**1,930,290**	18,065	741,572
AFS financial assets:				
Shares of stock				
Hong Kong Dollar	**13,048,990**	**74,673,048**	7,835,974	41,643,498
USD	**1,225,866**	**59,418,603**	732,776	30,080,469
Singapore Dollar	**126,600**	**8,808,621**		
Taiwan Dollar	**5,958,400**	**4,428,881**	9,113,598	12,932,195
Thailand Baht			6,609,526	8,885,847
Malaysia Ringgit	**143,640**	**1,934,751**	128,355	1,728,399
Bonds - USD	**2,257,290**	**100,223,680**	2,130,366	87,451,509
	23,361,634	**276,165,235**	32,970,137	₱446,244,119

The table below demonstrate the sensitivity to a reasonable change in the foreign exchange rates, with all other variables held constant, of the Group's income (loss) before income tax (due to the changes in the fair value of the foreign-currency-denominated assets and liabilities). The sensitivity analysis includes only outstanding foreign currency-denominated monetary items and adjusts their translation at the period end for the following percentage change in foreign currency rates:

	2013		2012	
	Effect on income before tax		Effect on income before tax	
	Change in Peso-Foreign Exchange Rate		Change in Peso-Foreign Exchange Rate	
	Increase by 5%	**Decrease by 5%**	Increase by 5%	Decrease by 5%
USD	**₱9,315,997**	**(₱9,315,997)**	₱19,052,709	(₱19,052,709)
HKD	**652,450**	**(652,450)**	2,082,175	(2,082,175)
NTD	**297,920**	**(297,920)**	646,610	(646,610)
SGD	**6,330**	**(6,330)**	–	–
THB	–	–	444,292	(444,292)
MYR	**7,182**	**(7,182)**	86,420	(86,420)
	₱10,279,879	**(₱10,279,879)**	₱22,312,206	(₱22,312,206)

The exchange rates as of December 31, 2013 and 2012 were:

	USD	HKD	MYR	SGD	THB	NTD
2013	**44.40**	**5.42**	**13.47**	**34.98**	**–**	**1.48**
2012	41.05	5.31	13.47	–	1.34	1.42

Interest Rate Risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Group derives a portion of its revenue from interest-bearing cash equivalents and bonds. Accordingly, the Group is subject to financial risk arising from changes in interest rates. The Group manages interest rate risk by investing mainly on fixed coupon bonds and other investment. By doing so, the Group is assured of future interest revenues from such investments.
Since the Group invests on fixed coupon interest bonds and other investments, the Group is not exposed significantly to cash flow interest rate risk.

The following methods and assumptions were used to estimate the fair value of each class of financial instruments for which it is practicable to estimate such value.

Cash and Cash Equivalents, Receivables, Due from Related Parties, Refundable Deposits and Accounts Payable and Other Liabilities
The carrying amounts of cash and cash equivalents, receivables, due from related parties, refundable deposits and accounts payable and other liabilities approximate their fair values due to the short-term maturities of these financial instruments.

AFS financial assets
Fair value of AFS financial assets is based on the quoted market bid prices at the close of business as of the reporting date.

Fair Value Hierarchy
The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

The following table is a reconciliation of Level 3 investments for which significant unobservable inputs were used to determine fair value for the period ended December 31, 2013 and 2012.

December 31, 2013

	Level 1	**Level 2**	**Level 3**	**Total**
AFS financial assets:				
Shares of stock	**₱248,005,110**	**₱–**	**₱–**	**₱248,005,110**
Bonds	**100,246,315**	**–**	**–**	**100,246,315**
Golf club shares	**17,650,000**	**–**	**–**	**17,650,000**
	₱348,251,425	**₱–**	**₱–**	**₱365,901,425**

December 31, 2012

	Level 1	Level 2	Level 3	Total
AFS financial assets:				
Shares of stock	₱191,169,730	₱–	₱–	₱191,169,730
Bonds	87,451,509	–	–	87,451,509
Golf club shares	11,955,000	–	–	11,955,000
	₱290,576,239	₱–	₱–	₱290,576,239

The following table is a reconciliation of Level 3 investments for which significant unobservable inputs were used to determine fair value for the period ended 2012.

	2012
Balances at beginning of year	₱130,000
Acquisition	12,163,000
Disposal	(338,000)
Balances at end of year	₱11,955,000

As of December 31, 2013 and 2012, Gold shares were transferred between Level 1 and Level 3 fair value measurements.

Capital Management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize stockholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to stockholders, return capital to stockholders or issue new shares. No changes were made in the objectives, policies or processes in 2013 and 2012.

The following table pertains to the account balances which the Group considers as its core economic capital:

	2013	2012
Common stock	**₱600,489,569**	₱600,489,569
Subscribed common stock – net	**76,517,500**	76,517,500
Additional paid-in capital	**72,272,140**	72,272,140
Retained earnings	**1,064,753,079**	936,534,628
Treasury stock	**(4,961,650)**	(1,040,750)
	₱1,809,070,638	₱1,684,773,087

21. Segment Information

For management purposes, the Group is organized into business units based on its products and services and has three reportable segments, as follows:

- The oil and gas exploration segment, which is engaged in the exploration, evaluation, development and production of oil and gas.
- The real estate development segment, which is engaged in the real estate business.
- Others pertain to the activities of the Parent Company as a holding entity.

No operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects is measured differently from operating income or loss in the consolidated financial statements.

The following tables regarding business segments present assets and liabilities as of December 31 and revenue and profit information for each of the three years in the period ended December 31.

2013

	Oil and Gas Exploration	Real Estate Development	Others	Total	Eliminations	Consolidated
Segment results						
Income (loss) before income tax	₱–	₱55,131,189	(₱43,375,739)	₱11,755,450	₱–	₱11,755,450
Provision for income tax	–	–	–	–	–	–
Net income (loss)	₱–	₱55,131,189	(₱43,375,739)	₱11,755,450	₱–	₱11,755,450
Assets						
Segment assets	₱–	₱1,308,976,065	₱1,525,510,559	₱2,834,486,624	(₱1,002,752,029)	₱1,831,734,595
Investments	–	–	322,298,000	322,298,000	(322,298,000)	–
	₱–	₱1,308,976,065	₱1,847,808,559	₱3,156,784,624	(₱1,325,050,029)	₱1,831,734,595
Segment liabilities	₱–	₱126,735,880	₱14,536,013	₱141,271,893	(₱322,298,000)	₱181,026,107
Other segment information						
Depreciation and amortization	₱–	₱2,611,150	₱61,481	₱2,672,631	₱–	₱2,672,631

2012

	Oil and Gas Exploration	Real Estate Development	Others	Total	Eliminations	Consolidated
Segment results						
Income (loss) before income tax	₱–	(₱55,878,525)	₱170,561,812	₱114,683,287	₱–	₱114,683,287
Provision for income tax	–	–	12,824,822	12,824,822	–	12,824,822
Net income (loss)	₱–	(₱55,878,525)	₱157,736,990	₱101,858,465	₱–	₱101,858,465
Assets						
Segment assets	₱–	₱801,702,780	₱1,488,746,675	₱2,290,449,455	(₱489,989,820)	₱1,800,459,635
Investments	–	–	322,298,000	322,298,000	(322,298,000)	–
	₱–	₱801,702,780	₱1,811,044,675	₱2,612,747,455	(₱812,287,820)	₱1,800,459,635
Segment liabilities	₱–	₱567,095,131	₱20,081,520	₱587,176,651	(₱489,989,820)	₱97,186,831
Other segment information						
Depreciation and amortization	₱–	₱2,665,797	₱3,228,362	₱5,894,159	₱–	₱5,894,159

2011

	Oil and Gas Exploration	Real Estate Development	Others	Total	Eliminations	Consolidated
Segment results						
Income (loss) before income tax	₱–	(₱29,518,566)	₱22,358,516	(₱7,160,050)	₱–	(₱7,160,050)
Provision for income tax	–	–	(86,099)	(86,099)	–	(86,099)
Net income (loss)	₱–	(₱29,518,566)	₱22,272,417	(₱7,246,149)	₱–	(₱7,246,149)
Assets						
Segment assets	₱–	₱542,051,011	₱1,282,475,036	₱1,824,526,047	(₱208,989,820)	₱1,615,536,227
Investments	–	–	322,298,000	322,298,000	(322,298,000)	–
Deferred exploration costs	21,563,806	–	–	21,563,806	–	21,563,806
	₱21,563,806	₱542,051,011	₱1,604,773,036	₱2,168,387,853	(₱531,287,820)	₱1,637,100,033
Segment liabilities	₱–	₱251,564,838	₱758,024	₱252,322,862	(₱208,989,820)	₱43,333,042
Other segment information						
Depreciation and amortization	₱–	₱877,881	₱3,228,362	₱5,894,159	₱–	₱5,894,159

22. Registration with the Board of Investments (BOI)

As disclosed in Note 1, SOC Land's current project is the Anuva Residences. The Project has been divided into two (2) development phases with Phase 1 comprising of Tandem Buildings 1 and 2 and Phase 2 comprising of the other two (2) buildings.

On September 2, 2011, Phase 1 project was duly registered with the Board of Investments (BOI) as a New Developer of Low- Cost Mass Housing on a Non-pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226). With the registration, SOC Land is entitled to an Income Tax Holiday (ITH) for three (3) years from October 2011 or actual start of commercial operations or selling, whichever is earlier, but in no case earlier than the date of registration. Under the specific terms and conditions of the registration, SOC Land shall submit proof of compliance that it has developed socialized housing project and accomplished corporate social responsibility activities that were duly identified by BOI in conjunction with the entitlement of ITH. The compliance with the socialized housing requirement shall be completed within the ITH entitlement period of SOC Land.

On August 14, 2014, the company has opted to surrender the original coy of the Certificate of Registration no. 2011-193 issued to the company as New Developer of Low-Cost Mass Housing Project which will cancel the company's entitlement to an Income Tax Holiday (ITH) for three (3) years.

23. Contracts and Commitments

The Group has the following significant commitments and agreements:

Construction Agreements and Purchase Commitments
On various dates in 2011 and 2012, the Subsidiary entered into various construction-related contracts for the Tandem Building 1. These contracts pertain to construction management, general construction works, exterior wall construction works, land development works, mechanical works and electrical and auxiliary works. The contracts commenced on various dates in 2011 and 2012, with terms ranging from three (3) weeks to two (2) years. These contracts will expire on various dates in 2012 until December 2013, the anticipated turnover date of Tandem Building 1.

These agreements require down payment of 15% to 20% of the contract price while the balance will be settled through progress billings. The agreements also include a provision whereby the Subsidiary shall deduct 10% retention from every progress payment until full completion of the project work. Retention payable related to these contracts amounted to ₱29.2 million and ₱13.6 million a as of December 31, 2013 and 2012, respectively (see Note 12). These are expected to be settled upon completion of the Tandem Building 1 in 2013.
On various dates in 2011 and 2012, the Company entered into agreements to purchase steel, pipes and other construction materials. Outstanding purchase commitments amounted to nil and ₱49.6 million as of December 31, 2013 and 2012, respectively.

The estimated construction and development cost of the Tandem Building 1 is approximately ₱621.3 million. Costs capitalized as real estate for sale amounted to ₱351 million and ₱227.0 million in 2013 and 2012, respectively (see Note 6). Accrued liabilities related to these contracts amounted to nil and ₱20.9 million as of December 31, 2013 and 2012, respectively (see Note 12).

Advertising Agreements
The Subsidiary entered into various contracts related to marketing and promotions of the Project. These contracts pertain to billboard lease, transit advertising and public relations and communication.

Sales and marketing expenses related to these agreements amounted to ₱14.6 and ₱7.1 million in 2013 and 2012, respectively (see Note 13).

Lease Agreements

a. In 2012, the Parent Company entered into a renewable lease contract with Haldane Investment NV, duly represented by E. Zobel, Inc. for the lease of the 4/F Unit of ENZO Building, located at No. 399 Gil J. Puyat Avenue, Makati City. The contract is for a term of eight (8) months commencing on May 1, 2012 and expiring December 31, 2012. In line with the contract, the Parent Company paid a rental deposit amounting ₱42,828, which is classified under "Prepayment and other current assets". Rent expense related to this lease contract, presented as "Rental and Utilities" amounted to ₱0.1 million in 2012 (see Note 14). The agreement was renewed for one year under the same terms. Minimum lease payments related to this lease is ₱0.1 million.

b. On February 1, 2011, SOC Land entered into a lease contract with YL Holdings Corporation for the lease of office space at 6/F, YL Holdings Building, 115 VA Rufino corner Salcedo Streets, Legaspi Village, Makati City. SOC Land renews the lease agreement on a yearly basis. SOC Land paid security deposit amounting to ₱0.2 million to answer for any and all damages to the leased premises and as security for the return of the leased premises in proper condition (see Note 7). The related rent expense recognized by the Company amounted to ₱1.6 million and ₱0.7 million in 2013 and 2012, respectively (see Notes 13 and 14). The agreement was renewed for one year under the same terms. Minimum lease payments related to this lease is ₱60,180.

c. In 2010, the Parent Company entered into a sublease contract with Bell Telecommunications, Inc. (BellTel) for the lease of office space located at 3/F Low Rise Pacific Star Building, Makati City. The contract is for a term of one year, renewable for another one year at the lessee's discretion. The related rent expense recognized by the Parent Company in 2011 and 2010 amounted to ₱0.4 million and ₱0.5 million, respectively (see Notes 13 and 14).

Contingencies
SOC Land is contingently liable for amounts arising from lawsuits or claims. On December 3, 2012, the Subsidiary received a copy of the decision that ruled against the Subsidiary. The Company recognized provision arising from the legal obligation amounting to ₱0.5 million (see Notes 10 and 12).

On December 13, 2012, the Company filed its Notice of Appeal and Appeal Memorandum with the National Labor Relation Commission. SOC Land is still awaiting resolution of the Notice of Appeal.

24. Other Matters and Notes to Consolidated Statements of Cash Flows

a. Comparative figures have been adjusted to conform to changes in presentation in the current year. Receivables from related parties which was previously presented under "Receivables" account was reclassified under "Due from related parties" account in the consolidated statement of financial position.

b. The composition of the selling and marketing and general and administrative expenses accounts in the 2011 financial statements was reclassified to conform to the 2012 presentation of the financial statements. The reclassification has no impact to the Group's financial position, financial performance and cash flows.

c. In 2012, the noncash activities pertain to the reclassification of investments in debt securities of about ₱66.6 million from HTM investment to AFS financial assets on November 2, 2012 as discussed in Note 8.

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY

SCHEDULE RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION
FOR THE YEAR ENDED DECEMBER 31, 2013

Unappropriated retained earnings as of December 31, 2012	₱524,224,980
Adjustments	(2,543,712)
Unappropriated retained earnings as of December 31, 2012, *as adjusted to available for dividend declaration*	521,681,268
Net income actually incurred/realized during the period	43,071,811
Less: Treasury shares	(4,961,650)
RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION AS OF DECEMBER 31, 2013	₱559,791,429

SOUTH CHINA RESOURCES, INC. AND SUBSIDIARY

SCHEDULE OF ALL EFFECTIVE STANDARDS AND INTERPRETATIONS
DECEMBER 31, 2013

List of Philippine Financial Reporting Standards (PFRSs) [which consist of PFRSs, Philippine Accounting Standards (PASs) and Philippine Interpretations] and Philippine Interpretations Committee (PIC) Q&As effective as of December 31, 2013:

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements Conceptual Framework Phase A: Objectives and qualitative characteristics		✓		
PFRSs Practice Statement Management Commentary				✓
Philippine Financial Reporting Standards		✓		
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards	✓		
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate			✓
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			✓
	Amendment to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters			✓
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			✓
	Amendments to PFRS 1: Government Loans			✓
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
PFRS 3 (Revised)	Business Combinations			✓
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts	✓		
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations	✓		
PFRS 6	Exploration for and Evaluation of Mineral Resources	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
**Not early adopted*	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets	✓		
	Amendments to PFRS 7: Disclosures - Offsetting Financial Assets and Financial Liabilities		✓*	
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures		✓*	
PFRS 8	Operating Segments	✓		
PFRS 9	Financial Instruments		✓*	
	Amendments to PFRS 9: Mandatory Effective Date of PFRS 9 and Transition Disclosures		✓*	
PFRS 10	Consolidated Financial Statements		✓*	
PFRS 11	Joint Arrangements		✓*	
PFRS 12	Disclosure of Interests in Other Entities		✓*	
PFRS 13	Fair Value Measurement		✓*	
Philippine Accounting Standards				
PAS 1 (Revised)	Presentation of Financial Statements	✓		
	Amendment to PAS 1: Capital Disclosures	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendments to PAS I: Presentation of Items of Other Comprehensive Income		✓*	
PAS 2	Inventories	✓		
PAS 7	Statement of Cash Flows	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events after the Reporting Date	✓		
PAS 11	Construction Contracts	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
PAS 12	Income Taxes	✓		
	Amendment to PAS 12 - Deferred Tax: Recovery of Underlying Assets	✓		
PAS 16	Property, Plant and Equipment	✓		
PAS 17	Leases	✓		
PAS 18	Revenue	✓		
PAS 19	Employee Benefits	✓		
**Not early adopted*	Amendments to PAS 19: Actuarial Gains and Losses, Group Plans and Disclosures			✓
PAS 19 (Amended)	Employee Benefits		✓*	
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓
PAS 21	The Effects of Changes in Foreign Exchange Rates	✓		
	Amendment: Net Investment in a Foreign Operation			✓
PAS 23 (Revised)	Borrowing Costs			✓
PAS 24 (Revised)	Related Party Disclosures	✓		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27	Consolidated and Separate Financial Statements	✓		
PAS 27 (Amended)	Separate Financial Statements		✓*	
PAS 28	Investments in Associates	✓		
PAS 28 (Amended)	Investments in Associates and Joint Ventures		✓*	
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 31	Interests in Joint Ventures			✓
PAS 32	Financial Instruments: Disclosure and Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendment to PAS 32: Classification of Rights Issues			✓
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities		✓*	

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
PAS 33	Earnings per Share	✓		
PAS 34	Interim Financial Reporting			✓
PAS 36	Impairment of Assets	✓		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		
PAS 38	Intangible Assets			✓
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities			✓
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			✓
**Not early adopted*	Amendments to PAS 39: The Fair Value Option			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets – Effective Date and Transition			✓
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives			✓
	Amendment to PAS 39: Eligible Hedged Items			✓
PAS 40	Investment Property	✓		
PAS 41	Agriculture			✓
Philippine Interpretations				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	✓		
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	*Determining Whether an Arrangement Contains a Lease*	✓		
IFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			✓
IFRIC 6	*Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment*			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
IFRIC 7	*Applying the Restatement Approach under PAS 29 Financial Reporting in Hyperinflationary Economies*			✓
IFRIC 8	*Scope of PFRS 2*			✓
IFRIC 9	Reassessment of Embedded Derivatives			✓
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives			✓
IFRIC 10	*Interim Financial Reporting and Impairment*			✓
IFRIC 11	PFRS 2- Group and Treasury Share Transactions	✓		
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction			✓
	Amendments to Philippine Interpretations IFRIC- 14, Prepayments of a Minimum Funding Requirement			✓
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
IFRIC 17	Distributions of Non-cash Assets to Owners			✓
IFRIC 18	Transfers of Assets from Customers			✓
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments			✓
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine		✓*	
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-12	Consolidation - Special Purpose Entities			✓
	Amendment to SIC - 12: Scope of SIC 12			✓
SIC-13	Jointly Controlled Entities - Non-Monetary Contributions by Venturers			✓
SIC-15	Operating Leases - Incentives			✓
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders			✓
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease			✓

*Not early adopted

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2012		Adopted	Not Adopted	Not Applicable
SIC-29	Service Concession Arrangements: Disclosures.			✓
SIC-31	Revenue - Barter Transactions Involving Advertising Services			✓
SIC-32	Intangible Assets - Web Site Costs			✓

**Not early adopted*

South China Resources, Inc. and Subsidiary
Schedule 3: Other long term investments and other Investments
Available for Sale Financial Assets
As of December 31, 2013
In Philippine Peso unless stated

Name of Issuing Entity & Description of Investment	Number of Shares or Principal Amount of Bonds & Notes	Value Based on Market Quotations at the end of Reporting Period	Dividends, Interest Received from Investments not accounted for by the equity Method
Investment in Shares of Stocks			
Listed - Domestic			
Aboitiz Equity Ventures, Inc.	7,800	417,300	15,600
Aboitiz Power	100,000	3,360,000	173,500
Alliance Global Group, Inc.	450,000	11,565,000	171,000
Atlas Mining	130,000	1,890,200	
Ayala Corporation	13,400	6,934,500	88,320
DMCI Holdings, Inc.	139,250	7,798,000	473,450
First Gen Corporation			
GMA Holdings, Inc. - Phil Deposit Receipt			
GMA Network, Inc.			
GT Capital Holdings, Inc.	14,650	11,090,050	43,950
Lepanto Consolidated Mining Company "A"	2,078,000	633,790	
Manila Mining Corporation "A"	26,480,000	317,760	
Manila Water Company, Inc.	265,000	5,830,000	202,460
Metro Pacific Investments, Inc.	850,500	3,657,150	12,758
Metropolitan Bank & Trust Co.	119,600	9,035,780	92,000
Nickel Asia Corp.	189,375	2,867,138	53,025
Petron	1,147,500	15,881,400	57,375
Philex Mining Corp			
Semirara Mining Corp	25,000	7,195,000	631,200
SM Development Corporation			
SM Investments, Corp.	9,750	6,927,375	82,600
	32,019,825	**95,400,443**	**2,097,238**
Listed - Foreign			
AIA Group LTD	36,600	8,147,374	46,081
Amazon Com Inc	385	6,816,149	
Apple, Inc.	740	18,433,754	258,876
BOC Hong Kong (Holdings) Limited	72,000	10,238,725	492,103
China Mobile Limited 941	17,500	8,051,579	305,083
China Shenhua Energy Co Ltd	44,000	6,156,282	133,955
Chunghwa Telecom Co Ltd	64,000	8,808,621	417,090
Cosco Pacific Ltd	66,000	4,018,579	294,982
EMC Corporation (US Stock)	5,100	5,694,325	16,322
Genting Berhard	14,000	1,934,751	77,314
Hang Seng Bank LTD	15,000	10,789,803	431,960
HKT Trust & HKT Ltd.	103,000	4,514,950	238,756
HSBC Holdings PLC	7,200	3,467,158	
International Business Machine Corp	600	4,996,302	
Industrial and Commercial Bank of China	165,000	4,947,687	
Lenovo Group Limited 992	110,000	5,935,965	121,938
Mapletree Logistics Trust	120,000	4,428,881	142,795
Oracle Corporation			12,379
Posco ADR	3,000	10,388,430	94,341
President Chain Store Corp			115,203
Qualcomm Inc.	2,300	7,581,556	90,375
Samsung Electronics GDR	190	5,508,088	21,455
Schlumberger LTD			69,020
Standard Chartered PLC 2888	4,500	4,465,279	159,448
Sun Hung Kai Prop. Ltd 016	7,000	3,939,666	95,714
PTT Public Company Ltd. - NVDR			
Huaneng Power International Inc H Share			
	858,115	**149,263,904**	**3,635,191**
Not Listed - Domestic			
Wackwack Golf & Country Club	1	17,500,000	
Southwest Resources, Inc.		3,333,500	
Mt. Malarayat Golf & Country Club	1	150,000	
		20,983,500	
Allowance for Impairment on AFS - Unlisted		(3,333,500)	
		17,650,000	
Investment in Foreign Bonds	*in USD*		
BW Group Ltd	$ 500,000	22,750,659.48	1,413,387
Citic Pacific Ltd Bond	$ 200,000	8,562,460.10	603,496
Hutchison Whampoa Int 11 Ltd	$ 200,000	9,068,074.75	398,195
RSHB Capital	$ 200,000	9,065,410.18	59,123
SM Investments Corp	$ 200,000	9,232,643.47	472,222
Soho China Ltd. Bond	$ 200,000	8,944,107.05	490,798
Stats Chippac Ltd	$ 100,000	4,572,723.62	231,319
Wharf Finance Ltd	$ 200,000	9,339,567.05	355,600
Wheelock Finance Ltd	$ 200,000	9,307,837.94	347,926
Wiseyear Holdings Ltd	$ 200,000	9,402,831.70	430,527
	$ 2,200,000	**100,246,315**	**4,802,592**
TOTAL AVAILABLE FOR SALE FINANCIAL ASSETS		**362,560,662**	

South China Resources, Inc. and Subsidiary
Schedule 4: Aging of Consolidated Accounts Receivable
As of December 31, 2013

	CURRENT					PAST DUE			
	Total	1 Month	2-3 Mos.	4-6 Mos.	7 Mos. To 1 Year	1-2 Years	3-5 Years	5 Years - Above	Past due accounts & Items in Litigation
Accounts Receivable									
1 Amounts owed by a related party - IPI	21,648,111	148,111				21,500,000			
2 Installment Contract Receivable	60,584,552			52,358,747	8,225,805				
3 IGC Securities	361,865	324,556	111		37,198				
4 Officers and employees	6,728,015	117,101	100,000	68,000	2,371,546	71,368	4,000,000		
5 Interest - Foreign Bonds	1,910,481	1,910,481							
6 SSS	8,400					8,400			
7 SCPI	138,788	1,000	100	12,191	27,135	98,362			
8 Advances to Contractors	6,465,626			1,316,743	2,184,312	2,964,571			
8 Accrued Interest - TD USD	19,809	19,809							
9 Others	2,445,485		1,318,447	813,665	313,373				NONE
Subtotal	100,311,133	2,521,059	1,418,658	54,569,346	13,159,369	24,642,701	4,000,000		
Less: Allowance for impairment losses on receivables									
A/R - net	100,311,133	2,521,059	1,418,658	54,569,346	13,159,369	24,642,701	4,000,000		NONE
Net Receivables	100,311,133	2,521,059	1,418,658	54,569,346	13,159,369	24,642,701	4,000,000		NONE

Notes: *If the Company's collection period does not match with the above schedule and revision is necessary to make the schedule not misleading, the proposed collection period in this schedule may be changed to appropriately reflect the Company's actual collection period.*

Accounts Receivable Description :

Type of Receivable	Nature/Description	Collection Period
		monthly payment of interest &
1) Amounts owed by a related party	Receivable from third party PUYAT STEEL CORP. (Principal & Interest)	quarterly payment of principal
2) Officers and employees	Advances to employees for emergency purpose on a 1 year term payable monthly	monthly
3) Others	Receivable from third party; amount payable by South China Petroleum Int'l.	past due yet collectible

Notes : *Indicate a brief description of the nature and collection period of each receivable accounts with major balances or separate receivable captions, both for trade and non-trade accounts.*

Normal Operating Cycle: 1 (one) year

South China Resources, Inc. and Subsidiary
Schedule 5: Amounts Receivable from Related Parties which are eliminated during the consolidation of Financial Statements
As of December 31, 2013

		Beginning Balance	Additions	Ending Balance
		December 31,2012		December 31,2013
SOC Land Development, Corp.		489,989,820	512,762,210	1,002,752,029

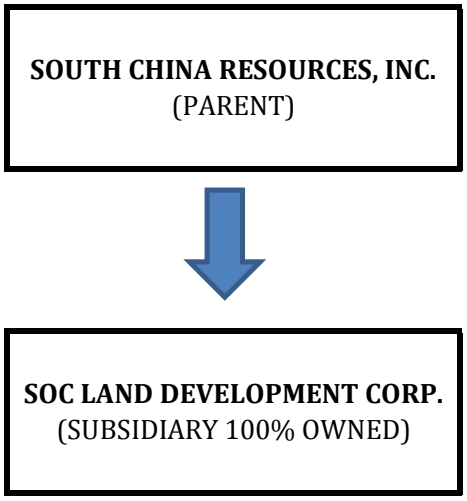
South China Resources, Inc. and Subsidiary
Schedule 6: Consolidated Accounts Receivable
As of December 31, 2013

	BALANCE BEGINNING 12.31.12 (AUDITED)	ADDITIONS DR	COLLECTIONS/ ADJUSTMENTS (CR)	BALANCE ENDING 12.31.13 (AUDITED)
Amounts owed by a related party-				
Puyat Steel	45,000,000		(45,000,000)	-
IPI	27,000,000		(5,500,000)	21,500,000
Interest	793,111	1,643,552	(2,288,552)	148,111
	72,793,111	1,643,552	(52,788,552)	21,648,111
Officers and Employees	4,115,966	3,074,141	(462,092)	6,728,015
				-
Accrued Interest	1,099,961	1,930,290	(1,099,961)	1,930,290
Others				
Installment Contract Receivable	8,225,805	52,358,747		60,584,552
Advances to Contractors and Suppliers		6,465,626		6,465,626
Dividends Receivable	289,380	405,247	(332,762)	361,865
Security Bank	31,937,645		(31,937,645)	-
SSS	8,400			8,400
South China Petroleum International	126,497	12,291		138,788
Others		2,445,486		2,445,486
	40,587,727	61,687,398	(32,270,407)	70,004,718
TOTAL A/R	**113,380,838**	**63,330,949**	**(85,058,958)**	**100,311,134**
LESS: ALLOWANCE FOR IMPAIRMENT LOSSES OF RECEIVABLES	-	-	-	-
A/R - NET	**113,380,838**	**63,330,949**	**(85,058,958)**	**100,311,134**

South China Resources, Inc. and Subsidiary

Schedule 7: Key Performance Indicator

As of December 31, 2013

	KEY FINANCIAL RATIOS	12/31/2013	12/31/2012	12/31/2011
I.	**Current/Liquidity Ratios**	10.43 x	15.19 x	29.40 x
II.	**Solvency Ratio**	N/A	133.76%	N/A
III.	**Debt-to-equity ratio (in x)**	0.0836 x	0.0588 x	0.0287 x
IV.	**Asset to Equity Ratio**	1.0836 x	1.0588 x	1.0287 x
V.	**Interest Rate Coverage Ratio**	N/A	N/A	N/A
VI.	**Profitability Ratio**			
	Return on Equity	-0.71%	5.97%	-0.60%
	Return on Assets	-0.66%	5.64%	-0.58%
VII.	**Other Relevant Ratios**			
	Revenue Growth/ (Decline)	-38.22%	590.60%	-33.33%
	Net Income Growth/ (Decline)	111.88%	1160.35%	-155.36%
	EBITDA	(9,386,747)	Php 133,698,769	(6,154,335)

South China Resources, Inc. and Subsidiary
Schedule 8: Map of the Relationships of the Companies within the Group
As of December 31, 2013 and December 31,2012