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SEC Number	<u>112978</u>
File Number	

PHILIPPINE ESTATES CORPORATION

Company's Full Name

^{35TH} Flr. One Corporate Center, Julia Vargas cor. Meralco Ave.,Ortigas Center, Pasig City

Company's Address

 $\frac{637\text{-}3112}{\text{Telephone Number}}$

DECEMBER 31 Fiscal Year Ending (Month and day)

SEC-FORM 17-Q Form Type

N.A.

Amendment Designation(If applicable)

June 30, 2016
Period Ended Date

 $\frac{\text{N.A.}}{\text{Secondary License Type and File Number}}$

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

- 1. For the quarterly period ended <u>June 30, 2016</u>
- 2. Commission identification number 112978
- 3. BIR Tax Identification No. 000-263-366

PHILIPPINE ESTATES CORPORATION

4. Exact name of registrant as specified in its charter

Metro Manila, Philippines

- 5. Province, country or other jurisdiction of incorporation or organization
- 6. Industry Classification Code: SEC Use Only

35th Flr., One Corporate Center, Julia Vargas cor. Meralco Ave., Ortigas Center, Pasig City

7. Address of issuer's principal office

(632) 637-3112

- 8. Issuer's telephone number, including area code
- 9. Former name, former address and former fiscal year, if changed since last report NA
- 10. Securities registered pursuant to Section 4 and 8 of the RSA: Common shares **5,000,000,000** with par Value of P1.00 per share

Number of Shares Common Stock Issued Outstanding: 1,445,549,830 Common Shares

Amount of Debt Outstanding: ₽ 384,686,231 (as per Financial Statements)

11. Are any or all of the securities listed on the Philippine Stock Exchange?

Yes[x]

No[]

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

PHILIPPINE STOCK EXCHANGE COMMON SHARES

- 12. Indicate by check mark whether the registrant:
 - a) has filed all reports required to be filed by Section 11 of the Revised Securities Act (RSA|) and RSA Rule 11(a)-1 hereunder and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding 12 months (or for such shorter period the registrant was required to file such report)

Yes[x] No[]

b) has been subject to such filing requirements for the past 90 days Yes[X]No[)

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

The Quarterly Financial Statements of the Company for the period ending June 30, 2016 are incorporated herein by reference and attached as an integral part of this Quarterly Report.

Statement of Compliance

The Financial Statements of the Company have been prepared in accordance with Statements of Financial Accounting Standards of the Philippines issued by the Accounting Standards Council.

Earnings per Share

Basic Earnings per share is determined by dividing the Net Income by the weighted average number of shares issued and subscribed during the period.

Financial Information

- a. The management maintains the same system of accounting policies and methods of computation in the Interim Financial Statements.
- b. There were no changes in accounting estimates of amounts reported in interim periods of current financial year or even in prior financial years
- c. There were no issuances, repurchases and repayments of equity securities
- d. There were no changes in the composition of the issuer during the interim period i.e. Business Combinations, Acquisitions, or Disposal of Subsidiaries and Long-term Investments, Restructuring and Discontinuing operations
- f. There were no dividends declared and paid on the Company's Common Equity.
- g. There have been no material events that happened subsequent to the interim period that needs disclosure herein.
- h. The Company is contingently liable for existing lawsuits and claims from third parties arising from the ordinary course of business. Management believes that the ultimate liability for the abovementioned lawsuits and claims, if any, would not be material in relations to the Financial Position and Operating Results of the Company's operations.

Item 2. Management's Discussion and Analysis of Financial Condition and Result of Operations.

1. Plan of Operation

The Company is continuously evaluating number of alternatives and measures for generating liquidity to meet material commitments for capital expenditures for the development of the projects.

Some of the more significant measures are as follows:

- Intensive collection
- Fast-track completion of sold residential units
- Partnering with financial institutions for buyers financing
- Launch of new projects catering the economic and middle income markets
- Launch of commercial projects that will bring in recurring income portfolio for the company

The Company continues to develop and generate cash flow through the following projects:

Pacific Grand Villas Phase 4

A Mediterranean themed residential subdivision in Lapu-Lapu City inside the Pacific Grand Villas Complex comprised of 351 lots with an average size of 120 SQM. The company sells lots and house and lot packages. The project is almost complete and sold out to date.

Costa Smeralda, Jaro Grand Estates

An Italian-inspired residential subdivision in Jaro, Iloilo City comprised of 395 lots. The Company sells lots and house and lot packages. Site development is almost 70% and 33% sold to date. Selling prices for lots is around Php 700,000 while house and lot packages are around Php 3.0 Million.

Projects-in-the-Pipeline:

• Wellford Homes at Jaro Grand Estates (formerly Aureville)

The Company plans to launch its first economic housing project under the "Wellford Homes" brand in Jaro, Iloilo in the 4th quarter of 2016. The first phase of this project is a 2.2 hectare property which will be offering 106 residential lots and 13 Commercial lots. House and lot packages will have an average selling price of around P1.5 M. This project is expected to generate for the Company approximately Php 213 Million in Revenue over a one (1) year period. Initial construction works have started on the ground.

• Wellford Residences - Mactan (formerly Pacific Grand Townhomes Phase 2)

The Company plans to launch, by first quarter of 2017, its first economic condominium project in Mactan, Lapu-Lapu City under the "Wellford Residences" brand. This project is expected to offer approximately 180 affordable condominium units in mid-rise buildings. The Company expects to generate approximately Php 190 Million in Revenue from this project alone over a period of two (2) years.

Planned Residential and Recurring Income Projects

• Mixed-Use Project in Dasmarinas, Cavite

The Company is currently planning a mixed-use development in its 4-Has prime property along Jose Abad Santos Avenue in Dasmarinas Cavite adjacent to the Vermosa development of Ayala Land, Inc. and the famous Orchard Golf and Country Club. The Company plans to launch this development in 2017.

Mixed-Use Project in Lapu-Lapu City, Mactan

The project is currently on the drawing board for a mixed-used development in the remaining 6-Has prime property along the Mactan Circumferential Road and adjacent to the Pacific Grand Villas complex. The Company plans to launch this development in 2017 as well.

• Socialized Housing Projects

The Company is currently studying two residential sites in Trece, Martirez, Cavite for the development of Socialized-Housing projects in support of the government's housing program.

• Township Projects

As part of its medium-term plans, the Company is already looking at the development of flagship township projects in Jaro, Iloilo and Marilao, Bulacan. These two (2) projects once launched, are expected to boost the Company's real estate business as well as recurring income portfolio over the years.

2. Financial Position

The Company maintained its Financial Position as its total assets stood at ₱1.42B. Current ratio registered at 5.67:1. Current assets reached ₱924.59M while current liabilities amounted only to ₱163.05M. Debt –to- equity ratio stood at 0.37:1 The Balance Sheet shows that accounts are indicators of positive liquidity condition. Hereunder are the significant or material changes in the Balance Sheet accounts as of June 30, 2016.

Causes for material changes (5% or more) from Dec. 31, 2015 to June 30, 2016:

- a. Cash the decrease of 19.53% from ₱11.52M to ₱9.27M was mainly due to payments made to suppliers and contractors
- b. Trade and other receivables the decrease of 6% from \$\mathbb{P}328.04\$M to \$\mathbb{P}308.10\$M was mainly due to collections made for the quarter ended June 30, 2016
- c. Accounts Payable the decrease of 19.32% from ₽ 65.32M to ₽ 52.70M was due to payments made to various suppliers
- d. Deferred Gross Profit the increase of 7.5% from ₱ 72.17M to ₱ 77.57M was due to installment sales generated during the quarter
- e. Customers Deposits the increase of 25.45% from \clubsuit 1.65M to \clubsuit 2.07M was due to sales reservations generated during the quarter

3. Result of Operations

The Company continues to generate its revenue from housing project development. For the second quarter of 2016, the company posted consolidated sales of **P** 13.31M. Cost of Sales Ratio decreased by 12% giving the Company a better gross margin rate compared the same period last year.

Operating expenses decreased by 28% from \P 16.86M in June 30, 2015 to \P 12.13M in June 30, 2016. Penalties, Interest and Surcharge for the 2^{nd} quarter of 2016 is almost nil at \P 0.04M compared to \P 1.25M for the same period in 2015. The drop in Penalties, Interest and Surcharge is due to timely preparation and payment of business permits to local government units and remittances of withholding tax to the Bureau of Internal Revenue.

Comparative Top Key Performance Indicators of the Company:

The management evaluates the Company's performance as it relates to the following:

- A. Sales The Company gauge its performance by determining the return on sales (net income after tax over the net sales). It indicates net profitability of each peso of sales.
- B. Accounts Receivable The Company assesses the efficiency in collecting receivables and in management of credit by determining the past due ratio done thru the aging of receivables.
- C. Gross Profit Margin Management measures effectiveness regarding pricing and control of project development cost. This is being computed by dividing gross profit over net sales.
- D. Working Capital The Company's ability to meet obligations is measured by determining current assets over current obligations. Working Capital Turnover is calculated by dividing Cost of Sales over Net Working Capital.

INDICATOR	<u>Q2 2016</u>	<u>Q2 2015</u>
Return on sales	-38.69%	-19.91%
Past due ratio	37.15%	36.01 %
Gross Profit rate	58.43%	55.71 %
Working Capital Turnover	0.022	0.033

4. Other Notes to 2Q 2016 Operations and Financials:

Analysis of material events and uncertainties known to management that would address the past and would have an impact on future operations:

• Any known trends, demands, commitments, events or uncertainties that will have an impact on the issuer's liquidity;

At present, the uncertainty that has a material impact on sales is the economic situation. The seemingly improving economic situation has not translated into a significant buying mood for the real estate market. As a result, there are contingencies that may affect future operations of the Company the resolution of which are dependent to a large extent on the efficacy of the fiscal measures and other actions.

• Any event that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation;

The Company sees no event that will trigger direct or contingent financial obligation that is material to the Company.

• All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during reported period.

There were no material off-balance sheet transactions, agreements, obligations, (including contingent obligations), and other relationship of the company with unconsolidated entities or other persons created during the reported period.

• Any material commitments for capital expenditures, the general purpose of such commitments and expected sources of funds of such expenditures.

There were no material commitments for capital expenditures except those arising from the ordinary project development requirements that were well within the regular cash flow budget coming from internally generated funds.

• Seasonal aspects that had material effect on the financial condition or results of operation.

Projects are launched any time of the year depending on several factors such as completion of plans and permits and appropriate timing in terms of market condition and strategies. Development and construction works follow.

• Internal and external sources of liquidity

Collections from selling activities provide liquidity. Externally, the Company avails of credit lines offered by banks. The Company periodically reviews its capital structure and existing obligations.

Compliance with Leading Practice on Corporate Governance

The Company has adopted the Manual of Corporate Governance and full compliance with the same has been made since the adoption of the Manual.

The Company is taking further steps to enhance adherence to principles and practices of good corporate governance. Among these are as follows:

- Organizational and Procedural Controls
- Independent Audit Mechanism
- Regular Reporting to Audit Committee
- Creation of Board Committees
- Financial and Operational Reporting
- Compliance to Government Regulatory and Reportorial Requirements
- Disclosure of Transparency to the Public

There was no deviation committed by any of the Company's directors and/or officers on the Manual of Corporate Governance during the period covered in this report.

PART II – OTHER INFORMATION

Disclosure not made under SEC FORM 17-C: NONE

PHILIPPINE ESTATES CORPORATION

BALANCE SHEET

June 30, 2016

(With Comparative Figures for 2015) (Pesos in Millions)

	INTERIM F/S June 30, 2016	AUDITED F/S Dec 31, 2015
ASSETS		
Current Assets		
Cash and Cash Equivalents	9,271	11.520
Trade and other receivables, net	199.120	155.909
Real estate inventories, net	690.695	691.526
Prepayments and other current assets	25.508	24.381
Trepayments and other carrent assets	924,595	883.336
Non-current Assets		003.030
Non-current trade receivables	108.982	172.129
Advances to related parties	317.334	315.585
Investment property	1.072	1.072
Property and equipment, net	45.675	47.357
Deferred tax assets	16.268	16.268
Other assets	6.625	6.527
	495.956	558.938
TOTAL ASSETS	4 420 550	4 442 275
TOTAL ASSETS	1,420.550	1,442.275
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	52.703	65.321
Borrowings	30.704	31.543
Deferred gross profit	77.572	72.171
Customers' deposits	2.074	1.655
	163.052	170.690
Non-current Liabilities		
Retention payable and guaranty bonds	24.661	23.658
Borrowings (net of current portion)	45.552	45.552
Advances from related parties	123.756	123.756
Deferred Tax Liabilities	22.873	22.873
Retirement benefits obligation	4.790	4.790
	221.634	220.630
Total liabilities	384.686	391.320
Equity		
Capital Stock	1,445.550	1,445.550
Deficit	(409.686)	(394.595)
Total equity	1,035.864	1,050.955
Total liabilities and equity	1,420.550	1,442.275

PHILIPPINE ESTATES CORPORATION AND SUBSIDIARY STATEMENT OF INCOME AND DEFICIT For the Six-Month Period ended June 30, 2016 (Pesos in Millions)

	2016	2016	2015	2015
	Apr-Jun	Year to date	Apr-Jun	Year to date
REAL ESTATE SALES	13.306	39.005	40.226	48.541
LESS: COST OF SALES	4.455	16.214	17.964	21.497
GROSS PROFIT	8.851	22.791	22.262	27.043
DEFERRED GROSS PROFIT	7.423	15.977	9.671	12.994
REALIZED GROSS PROFIT ON CURRENT YEAR	1.428	6.814	12.592	14.049
ADD: REALIZED GROSS PROFIT - PRIOR YEAR	5.476	8.977	5.841	10.290
TOTAL REALIZED GROSS PROFIT	6.904	15.791	18.433	24.339
OPERATING EXPENSES	12.128	27.080	16.859	32.048
NET OPERATING INCOME	(5.224)	(11.289)	1.574	(7.710)
FINANCE COST	(2.588)	(4.655)	(2.173)	(4.627)
OTHER INCOME (EXPENSES)	0.540	0.853	0.682	2.675
NET INCOME (LOSS)	(7.272)	(15.091)	0.083	(9.662)
LESS: INCOME TAX	-	-	-	-
DEFERRED INCOME TAX	-	-		-
NET INCOME (LOSS) AFTER PROVISION	(7.272)	(15.091)	0.083	(9.662)
RETAINED EARNINGS, BEGINNING	(404.586)	(394.595)	(410.205)	(398.287)
		,	0.083	
NET INCOME (LOSS)	(7.272)	(15.091)		(9.662)
RETAINED EARNINGS, END	(411.858)	(409.686)	(410.122)	(407.950)
	(0.00=	(0.045)		(0.00=
EARNINGS (LOSS) PER SHARE *	(0.005)	(0.010)	0.000	(0.007)

^{*}Based on Weighted Average number of common shares outstanding

1,445.849830

PHILIPPINE ESTATES CORPORATION AND SUBSIDIARY STATEMENT OF CASH FLOW

June 30, 2016

(With Comparative Figures for 2015) (Pesos in Millions)

CASH FLOW FROM OPERATING ACTIVITIES:	Jan-Jun 2016	Jan-Jun 2015
Net Income (Loss) Adjustment to reconcile net income (loss) to net cash provided by operating activities	(15.091)	(9.662)
Depreciation and amortization	0.652	0.168
Amortization of deferred charges	-	_
Gain on sale of property and equipment	-	(21.277)
Acquisition of property	-	-
Provision for doubtful accounts	-	-
Decrease (increase) in assets:	-	-
Receivables	18.187	144.207
Inventories	15.861	15.473
Intangible Assets	-	(1.094)
Prepaid Expenses	0.243	(1.751)
Other Assets	(1.467)	-
Increase (decrease) in liabilities	-	-
Accounts payable	(15.306)	(13.776)
Accrued expenses	(10.246)	0.480
Deferred Income	6.483	3.296
Net cash provided by (used) in operating activities	(0.684)	116.063
CASH FLOW FROM INVESTING ACTIVITIES:		
Additions to equipment	(0.053)	(0.533)
Deductions from Real estate held for sale	-	-
Additions to project development cost	(1.512)	(1.950)
Proceeds from sale of property and equipment	(1.012)	(1.700)
Net cash provided by (used) in investing activities	(1.564)	(2.483)
CASH FLOW FROM FINANCING ACTIVITIES:		
Additional deposits on subscription		
Net increase in due to affiliates	(0.000)	(129.490)
Net increase in due to anniates Net increase in due to stockholders	(0.000)	(129.490)
Payment of long-term debts	_	_
Payment of short-term borrowings	_	_
Proceeds from short-term borrowings	_	_
Froceeds from short-term borrowings	-	-
Net cash provided by (used) in financing activities	(0.000)	(129.490)
NET INCREASE (DECREASE) IN CASH	(2.249)	(15.910) -
ADJUSTMENT OF PRIOR PERIODS	-	-
CASH, BEGINNING	11.520	24.757
CASH, END	9.271	8.846

PHILIPPINE ESTATES CORPORATION SEGMENT REPORT JANUARY-JUNE 2016

	HEAD OFFICE	DAVAO	CEBU	ILOILO	CONSOLIDATED
Sales	-	-	19,366,240	19,639,000	39,005,240
Realized Gross Profit	-	-	11,550,610	4,240,621	15,791,230
Other Income	3,334	-	322,742	526,909	852,985
Finance Cost	4,649,607	-	4,900	-	4,654,507
Depreciation and					
Amortization	1,429,131	-	281,855	23,303	1,734,289
Other Operating Expenses	15,015,206	257,581	6,996,806	3,076,420	25,346,012
SEGMENT ASSETS	757,950,936	4,011,399	555,224,508	103,363,654	1,420,550,497
SEGMENT LIABILITIES	272,289,241	94,789	72,115,585	40,186,616	384,686,231

PHILIPPINE ESTATES CORPORATION PROPERTY, PLANT AND EQUIPMENT AS of June 30, 2016

	Leasehold Improvement	Transportation Equipment	Building, Machinery, Furniture & Fixtures, Office Equipment	TOTAL
Cost				
At January 1, 2016	16,547,307	5,085,986	117,868,001	139,501,294
Additions	-	-	-	-
Disposals	-	300	-	300
June 30, 2016	16,547,307	5,085,686	117,868,001	139,500,994
Accumulated Depreciation				•
At January 1, 2016	16,196,940	4,159,954	73,178,159	93,535,052
Additions	18,440	32,541	225,613	276,594
Disposals	-	-	(14,044)	(14,044)
June 30, 2016	16,215,380	4,192,495	73,417,816	93,825,690
Net Book Value				-
At January 1, 2016	350,367	926,032	44,689,843	45,966,242
June 30, 2016	331,927	893,191	44,450,186	45,675,304



									TASI DOE			
		TOTAL	DECEIVABLE									
PROJECT	NCP	MADE	BALANCE	NOT YET DUE	CURRENT	1.30	31-60	61-90	91-120	121-180	>180	TOTAL
PACIEIC CBAND VII I AS BHASE 1B	29 358 686	7 119 319	22 239 366	,	,						22,239,366	22,239,366
LOT ONLY	11 152 000	617,600	10 534 400								10,534,400	10,534,400
HOLISE AND LOT	18 206 686	6.501.719	11.704.966		,						11,704,966	11,704,966
* Past Due Ratio						0.00%	960	960	%0	960	960	100%
SACIETY CHAND WILL AC DITACE 12	207 457 696	30 355 544	27 102 142	25 617 705 07	223 747	65 600	49 729	132 912	44.674	87.269	880.506	1.260,690
PACIFIC GRAND VILLAS PHASE 1C	20718042	30,333,344	12 842 923	12,079,797,52	150.423	26.468	11 207	64.990	7.343	14.344	488,350	612,702
HOLISE AND LOT	17 739 644	3 480 425	14.259.219	13.537.907.55	73,324	39,132	38,522	67,922	37,331	72,925	392,157	647,988
* Past Due Ratio						%0	960	960	%0	%0	%0	17661361%
PACIFIC GRAND VILLAS PHASE 4A	223.508.381	137.058.666	86.449.715	79,115,533.52	4,069,536	160,155	124,056	101,492	44,674	107,132	2,727,137	3,264,645
LOTONLY	165,076,316	112,448,803	52,627,512	45,695,757.27	3,873,568	83,605	47,506	48,213	44,674	107,132	2,727,057	3,058,187
HOUSE AND LOT	58,432,065	24,609,862	33,822,203	33,419,776.25	195,968	76,550	76,550	53,278			80	206,458
* Past Due Ratio	216,743,781	133,930,689		75,652,416.57	4,022,270	11288926%	9745773%	7530302%	1848567%	10713228%	272713661%	4%
PACIFIC GRAND VILLAS PHASE 4B	57,637,106	33,884,093	23,753,012	15,654,486.01	4,811,922	64,669	37,735	33,171	42,125	648,425	2,460,481	3,286,605
LOT ONLY	29,685,851	23,683,852	6,001,999	3,726,071.61	1,278,493	27,827	14,959	10,395	19,349	602,873	322,033	997,435
HOUSE AND LOT	27,951,254	10,200,241	17,751,013	11,928,414.40	3,533,429	36,842	22,776	22,776	22,776	45,552	2,138,448	2,289,170
* Past Due Ratio		(0)			(0)		960	9.0	960	960	960	87011617%
DACIEIC CRAND TOWNHOMES	5 138 468	4 753 121	385 348				,				385,348	385,348
TOWNHOUSE	5,138,468	4,753,121	385,348								385,348	385,348
* Past Due Ratio						960	960	960	960	0.00		
CEBU TOTAL * Past Due Ratio	315,463,221	236,923,756	159,929,583	120,387,724.60	9,105,205	290,424	211,520	267,574	131,473	842,826	28,692,838	30,436,654
CHATEAIIX GENEVA	41 027 372	11 972 690	29 054 682						•		29,054,682	29,054,682
LOT ONLY	18.292.800	907.213	17,385,587						,		17,385,587	17,385,587
HOUSE AND LOT	22,734,572	11,065,477	11,669,095		*		4		,		11,669,095	11,669,095
* Past Due Ratio		0				960	960	960	960	960	960	100%
COSTA SMERALDA	95,728,228	45,933,180	49,795,049	44,758,253.94	1,899,100	150,790	106,844	101,337	105,301	176,464	2,496,960	3,137,695
LOT ONLY	50,124,938	29,607,651	20,517,288	18,473,418.65	194,364	84,503	74,284	088'89	72,945	118,608	1,430,286	1,849,505
HOUSE AND LOT	45,603,290	16,325,529	29,277,761	26,284,835.30	1,704,736	66,287	32,560	32,457	32,356	57,856	1,066,675	1,288,190
ILOILO TOTAL * Past Due Ratio	136,755,600	57,905,870	78,849,731	44,758,253.94	1,899,100	150,790	106,844	101,337	105,301	176,464	31,551,642	32,192,377
PLASTIC CITY INDUSTRIAL PARK			5,921,254								5,921,254	5,921,254
EMBASSY POINTE			35,557,150								35,557,150	35,557,150
METRO MANILA * Past Due Ratio			41,478,404			960	960	960	960	960	41,478,404	41,478,404
GRAND TOTAL	452,218,821	294.829.626	280.257.718	165.145.978.54	11 004 304	441.214	318,364	368,911	236.773	1.019.290	101,722,883	104,107,435

SIGNATURES

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

Issuer

Title

Signature

Date

: KENNETH T. GATCHALIAN

: PRESIDENT CEO

: 8 August 2016

Principal Financial Accounting Officer Controller

Title

Signature

Date

: JOCELYN A. VALLE

: FINANCE HEAD

: 8 August 2016