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SECURITIES AND EXCHANGE COMMISSION

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Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. 0000040524

Company Name MACROASIA CORP.

Industry Classification

Company Type Stock Corporation

Document Information

Document ID 111082019002594

Document Type 17-Q (FORM 11-Q: QUARTERLY REPORT/FS)

Document Code 17-Q

Period Covered September 30, 2019

No. of Days Late 0

Department CFD

Remarks

COVER SHEET

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SEC Registration Number

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(Company’s Full Name)

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

Amador T. Sendin

(Contact Person)

8840-2001

(Company Telephone Number)

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Month Day
(Calendar Year)

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(Form Type)

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Month Day
(Annual Meeting)

NA

(Secondary License Type, If Applicable)

CFD

Dept. Requiring this Doc.

Amended Articles Number/Section

845

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

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File Number

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MACROASIA CORPORATION
September 30, 2019

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 September 30, 2019
2. Commission Identification Number 40524
3. BIR tax Identification No. 004-666-098-000
4. Exact name of issuer as specified in its charter MACROASIA CORPORATION
5. Philippines
Province, Country or other jurisdiction of incorporation or organization
6. (SEC Use Only)
Industry Classification Code
7. 12th Floor PNB Allied Bank Center, 6754 Ayala Avenue, Makati City
Address of Issuer's Principal office
- 1226
Postal Code
8. (632) 8840-2001
Issuer's telephone number including area code
9. N/A
Former name, former address, and former fiscal year, if changed since last report

- a) Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock</u> <u>Outstanding and Amount of Debt Outstanding</u>
Common Stock, ₱1 par value	1,582,926,093 Outstanding shares

- b) Are any or all of the securities listed on a Stock Exchange?

Yes [☒] No [☐]

<u>Name of Stock Exchange</u>	<u>Class</u>
Philippine Stock Exchange	Common Stock

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and RSA Rule 17 thereunder or Sections 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 registrant was required to file such reports);

Yes [☒] No [☐]

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

Yes [☒] No [☐]

MACROASIA CORPORATION AND SUBSIDIARIES

Management's Discussion and Analysis of Financial Condition and Results of Operations

**For the Third Quarter and
Period Ended September 30, 2019**

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Our unaudited condensed consolidated financial statements include the accounts of MacroAsia Corporation and its subsidiaries, collectively referred to as the “the Group” or “MacroAsia Group” in this report.

The unaudited condensed consolidated financial statements for the third quarter ended September 30, 2019 have been prepared in accordance with Philippine Accounting Standard 34, Interim Financial Reporting. Accordingly, the unaudited condensed consolidated financial statements which are filed as Annex 1 of this report, do not include all the information required by generally accepted accounting principles in the Philippines (Philippine GAAP) for complete financial statements as set forth in the Philippine Financial Reporting Standards (PFRS).

ITEM 2. MANAGEMENT’S DISCUSSION AND ANALYSIS (MD&A) OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The main objective of this MD&A is to help the readers understand the dynamics of our Group’s businesses and the key factors underlying our financial results. Hence, our MD&A is comprised of discussions about our core business units and our analysis of the results of their operations. This section also focuses on key statistics from the unaudited condensed consolidated financial statements and discusses known risks and uncertainties relating to the aviation industry in the Philippines where we operate during the stated reporting period. However, our MD&A should not be considered all inclusive, as it excludes unknown risks, uncertainties and changes that may occur in the general, economic, political and environmental conditions after the stated reporting period or after the date of this report.

Our MD&A should be read in conjunction with our unaudited condensed consolidated financial statements and the accompanying notes. All financial information is reported in Philippine peso (₱), unless otherwise stated.

Any references in this MD&A to “the Parent Company”, “MAC”; or “the Corporation” means MacroAsia Corporation and references to the “MacroAsia Group” or “the Group” means MacroAsia Corporation and its subsidiaries/associates.

Additional information about the Group which includes annual and quarterly reports can be found in our corporate website, www.macroasiacorp.com.

BUSINESS OVERVIEW

MacroAsia Corporation

MacroAsia Corporation is a publicly-listed company, incorporated in the Philippines on February 16, 1970, under the name Infanta Mineral and Industrial Corporation to primarily engage in the business of geological exploration and development. On January 26, 1994, its Articles of Incorporation was amended to change its primary purpose from geological exploration and development to that of engaging in the business of a holding company and to change its corporate name to Cobertson Holdings Corporation. On November 6, 1995, the SEC approved the amendment to the Parent Company's Articles of Incorporation to change its name from Cobertson Holdings Corporation to its present name, MacroAsia Corporation. Its registered office address is at 12th Floor, PNB Allied Bank Center, 6754 Ayala Avenue, Makati City. On August 7, 2018, the Company's Articles of Incorporation was further amended for the extension of the Company's corporate life for another 50 years, from and after February 15, 2020.

MAC, through its subsidiaries and associates, is presently engaged in aviation-related support businesses. It provides in-flight and institutional catering services, airport ground handling services, aircraft maintenance, repairs and overhaul (MRO) services, charter flight services, and operates an economic zone at the Ninoy Aquino International Airport (NAIA). Its subsidiaries and/or associated companies render services directly to airline customers/locators at twenty-seven (27) locations all over the country including NAIA, and Manila Domestic Airport (MDA) generating both local and export revenues. An integrated aviation career and resource development company is also established. A subsidiary of MAC also provides exploratory drilling services for third party clients. Another subsidiary has revenue-generating activities from water treatment for underground water sources, surface/river water, sea water and gray water, bulk water supply using surface water sources and water distribution in service concession areas outside of Metro Manila.

MAC continues to operate mainly through its five (5) subsidiaries and two (2) associates, as fully discussed below.

MacroAsia Catering Services, Inc.

MacroAsia Catering Services, Inc. (MACS) was incorporated on November 5, 1996, then with a corporate name of MacroAsia-Eurest Catering Services, Inc. (MECS), to primarily provide in-flight catering services in NAIA. When MACS started commercial operations on September 1, 1998, it was a joint venture between MacroAsia Corporation (67%) and two foreign partners: SATS Ltd. (then known as Singapore Airport Terminal Services at 20%) and Compass Group International B.V. (then known as Eurest International B.V., at 13%). By mutual agreement of the three JV partners, a sale and purchase agreement with Compass Group International B.V. was executed on June 28, 2006 whereby MAC acquired the 13% shareholdings of the Compass Group. Since then, MACS continued to operate as a joint venture between MAC (80%) and SATS (20%). In the same year, the Board of Directors of MACS decided to change its company name to MacroAsia Catering Services Inc. On September 14, 2015, MAC signed a deed of absolute sale covering the assignment and transfer of 13% of its stakeholdings to SATS Ltd., thus changing the ownership structure in MACS to 67% MAC and 33% SATS.v

MACS' in-flight kitchen facility is situated in a two-hectare lot being leased from the Manila International Airport Authority (MIAA). MACS' inflight operations is under a concession agreement with MIAA that grants the right to operate an in-flight catering service for civil and/or military aircraft operating at the NAIA and/or the Manila Domestic Airport. MACS secures such right by remitting the monthly Concessionaire's Privilege Fee (CPF) which is 7% of its gross income.

MACS consistently complies with both local and international hygiene standards and environmental regulations. Its distinction lies in being the only in-flight airline caterer in the Philippines that holds an ISO certification (certified by Certification International) on top of its HACCP and HALAL certificates conferred by independent and professional certifying organizations. To ensure that high standards are followed at all times, MACS maintains an in-house laboratory manned by licensed microbiologists who are capable of performing advanced testing.

Capturing 67% of the in-flight catering market based on flight movement, MACS is the catering service provider to 17 full-service foreign carriers, freighters, VIP flights and General Aviation clients and 4 major airport lounges operating at the NAIA. MACS also has contract with an airline to provide top-up meals and ground feeding in case of flight delays.

MACS is also providing food services management and meals to a number of non-airline institutional clients outside NAIA. This business has grown in line with the expansion plans of MACS to go beyond its airline catering portfolio. Because of the significant growth of this business, MACS incorporated MacroAsia SATS Food Industries Corporation on July 14, 2015 as a 100%-owned subsidiary to operate a new food commissary near the East Service Road, Muntinlupa City, to service the food production requirements of institutional clients and to support the inflight kitchen inside NAIA as well. The property for this commissary is leased from MacroAsia Properties Development Corporation. MSFI started its commercial operations in March 2019 and is now a catering service provider of one of the country's low cost carrier.

As part of the company's expansion, MACS incorporated MacroAsia SATS Inflight Services Corporation (MSIS Corp.) on May 16, 2016 as a 100%-owned subsidiary and started to operate the inflight catering kitchen at the PAL Inflight Center, PAL Gate 3, Baltao St. cor MIA Road, Pasay City last 16 March 2019. The subsidiary now provides inflight catering services to Philippine Airlines (PAL). MSIS produces an average of 21,000 meals per day.

MACS has been the recipient of several awards and commendations for outstanding service, besting other service providers from all over the world. Last September 2019, EVA Air presented the 2018 Excellence in Catering Award – South East Asia to MACS, this is the second consecutive year that MACS ranked no.1 among 7 stations in SEA region. In 2018, MACS ranked 4th in Qatar Airways' network-wide catering service provider evaluation program. MACS was also a recipient of the ADB SPC Excellence Award in December 2018. In 2017 MACS was recognized by Qantas (QF) for its "On-time Performance, Safety and Service Delivery" and also by Japan Airlines for being part of the "2016 Best Airport Performance Award" received by the Manila Station. Last March 2017, Singapore Airlines

awarded MACS the SQ Merit Award for catering excellence for fiscal year 2015-2016, a consistent feat for several years now. In 2015, MACS received the Gold Award given by Cathay Pacific on its recently concluded Caterers' Performance Recognition Program (CPRP) for 2014. This is the 3rd award received for 3 consecutive years. In 2013 MACS was given the Gold Award surpassing 46 caterers among the Cathay Pacific network, worldwide and in 2012, MACS bagged the Diamond Award, the highest recognition in Cathay Pacific's CPRP, indicating that MACS is the best among 40 catering stations in the Cathay Pacific network, worldwide. MACS also was recognized by All Nippon Airways (ANA), as the "Gold Award winner for The Best Short Haul Caterer 2013", besting 13 other caterers in ANA's short-haul network two years in a row.

MACS has a wide supplier's base, both local and international and it is not dependent on any single raw material supplier. MACS operates a bonded warehouse facility inside NAIA under a Bonded Warehouse License and monitored by a Bureau of Customs representative. Based on its quality standards, regular supplier quality assurance audits (SQA) are conducted by MACS' Quality and Food Safety Officers together with Purchasing and Production Department representatives at the supplier's premises to inspect and verify the compliance to its manufacturing and supply standards.

In 2018, 2017, and 2016, this subsidiary's sales contributions to MAC's consolidated gross operating revenues were 46%, 52% and 62%, respectively. MACS' airline clients include Air Niugini (PX), All Nippon Airways (NH), Cathay Pacific (CX), China Airlines (CI), China Southern (CZ), China Eastern (MU), Emirates (EK), Etihad Airways (EY), Eva Air (BR), Japan Airlines (JL), Korean Air (KE), Qantas Airways (QF), Qatar Airways (QR), Royal Brunei (BI), Saudia Airlines (SV), Singapore Airlines (SQ) and Xiamen Airlines (MF). MACS is also the preferred caterer for VIP flights from NAIA. MACS delivers 5.3 million meals per annum, at an average production of about 15,000 meals a day. It services an average of 42 international flights a day, serving more than half of the foreign airlines that fly to Manila.

MACS is not aware of any existing or probable government regulations that would have an adverse impact on its on-going operations. It has no research and development activities/costs during the last three fiscal years.

MacroAsia Airport Services Corporation

MacroAsia Airport Services Corporation (MASCORP) was incorporated on September 12, 1997 to provide, manage, promote and/or service any and all ground handling requirements of military and/or commercial aircraft for passengers and cargo. MASCORP commenced its ground handling operations on April 19, 1999 at the NAIA, and has been generating both domestic and export sales.

On June 15, 1999 the company originally signed a joint venture agreement with Ogden Aviation Philippines B.V. to expand its international resource. Ogden Aviation Philippines B.V. was subsequently acquired by Menzies Aviation Group in 2001. By April 12, 2007, MAC acquired the 30% share of Menzies making MASCORP a wholly-owned subsidiary of MAC.

MASCORP contributes 41%, 35% and 29% of the Group's total operating revenues for the year ended December 31, 2018, 2017 and 2016, respectively.

On July 2, 1999, Airport Specialists' Services Corporation (ASSC), a wholly-owned subsidiary of MASCORP, was incorporated primarily to manage and to promote, service and/or provide manpower support for any and/or all ground handling requirements of private, military and/or commercial aircraft. ASSC commenced operations immediately after its incorporation but had ceased operations shortly thereafter. Toward the end of 2006, MAC acquired MASCORP's 100% ownership in ASSC. The effective ownership of MAC in ASSC was thus increased from 70% to 100%. Through the restructuring, the Company effectively acquired the 30% minority interest of Menzies Aviation Group in ASSC. Consequently, ASSC became a direct subsidiary of MAC.

Through its marketing efforts, coupled with the capability to offer a total aviation services product (in synergy with the catering and MRO business of MAC), and price competitiveness, MASCORP entered into new ventures in 2015. It started providing cargo services for PAL Express in Manila, apron cleaning of Lufthansa Technik Philippines' (LTP) and Philippine Airlines' (PAL) Terminal 2 ramp parking areas and ground support maintenance services for LTP in Manila, Cebu and Davao.

Aside from its current ground handling services to local and foreign clients in Manila for NAIA Terminals 1, 2, & 3, MASCORP is also operating in Cebu, Kalibo, Davao, General Santos, Clark and Tuguegarao. Last March 2017, it started its ground handling in Laoag, Basco, Puerto Prinsesa, Busuanga, Legazpi, Naga, Iloilo, Roxas, Bacolod, Tacloban, Dipolog, Cagayan De Oro, Zamboanga, Cotabato, Butuan and Surigao. MASCORP also started handling Masbate, Camiguin, Siargao and Virac last December 2017 to handle Philippine Airlines (PAL) and PAL Express (PALex) flights in the said stations. In the last quarter of 2018, it started servicing PALex flights in San Vicente, Cauayan and San Jose.

In May 2018, MASCORP also took over its new foreign clients outstations. In Cebu, MASCORP started servicing Jeju Air on May 1, 2018, Jin Air on May 21, 2018, and Silk Air on May 25, 2018 simultaneously in Davao station. In the last quarter of 2018, MASCORP started handling Philippine Airlines' International Flights on 01 October 2018 in Cebu - Terminal 2, Air Seoul on November 27, 2018 in Kalibo, Tiger Air Taiwan on December 1, 2018 in Cebu and Jeju Air on December 22, 2018 in Clark Station. MASCORP also took over Antique station last December 16, 2018.

Come 2019, MASCORP took over the Passenger Services Department of PAL Express in NAIA Terminal 3 last 23 February 2019. Also in 16 March 2019, the biggest project so far, MASCORP took over the Philippine Airlines' 1st and 2nd shift in Manila – Terminal 2, Philippine Airlines' International Cargo Terminal also in Manila and as well as the Philippine Airlines' Domestic operations in Cebu – Terminal 1. On 31 March 2019 MASCORP started handling Jin Air in Kalibo station. And lastly, on 18 June 2019 MASCORP's latest client, Qatar Airways, inaugurated in Davao Station.

MASCORP's operations is dependent upon its concession agreements with Manila International Airport Authority (MIAA) for Manila station (Terminal 1, 2 & 3), GMR Megawide Cebu Airport Corporation (GMCAC) for Cebu station, Civil Aviation Authority of the Philippines (CAAP) for Kalibo, Davao, General Santos, and Clark International Airport

Corporation (CIAC) for Clark Station. Its concessions agreement with the new stations are currently being processed with CAAP.

MASCORP secures its concessions by regularly paying the monthly Concession Privilege Fee (CPF) which is computed at 7% for MIAA (for Manila Station), GMCAC (Cebu Station), CAAP (Davao Station) and 4.9% for CIAC (Clark Station) of the monthly gross revenues on both domestic and international services.

MASCORP is not aware of any existing or probable government regulations that would have an adverse effect on its business. Given the nature of its business, it has no research and development activities during the last three fiscal years.

MacroAsia Properties Development Corporation

MacroAsia Properties Development Corporation (MAPDC), another wholly-owned subsidiary, was incorporated on June 4, 1996 to primarily engage in the acquisition, development and sale of real properties. After it completed its first infrastructure project in 1997 and following the Asian economic crisis, the company suspended pursuing further property development projects as a core business and refocused its efforts on aviation-support activities.

On August 31, 2000, MAPDC was registered as an Economic Zone (Ecozone) Developer/Operator with the PEZA. As such, it enjoys tax incentives. It re-started commercial operations on the same date, this time as the ecozone developer/operator of the 23-hectare MacroAsia Special Ecozone at the NAIA, with LTP as its anchor locator for the next 25 years. LTP is an associated company of MAPDC as LTP is 49% owned by MAC.

MAPDC has a 25-year lease covering the 23-hectare property occupied by the Ecozone with the Manila International Airport Authority (MIAA). Today, the MacroAsia Special Ecozone is the only operational ecozone at the NAIA.

The MacroAsia Special Ecozone is presently managed by a lean team of core employees. The support services needed to maintain the ecozone are provided by contracted local service providers. Early in 2014, MAPDC acquired a 3-storey building near the East Service Road close to the Sucat Toll area in Muntinlupa City, which was developed and leased out as the commissary for food services to non-airline clients.

In 2015, MAPDC has entered into 2 long term lease agreements with Mactan Cebu International Airport Authority for a total of 4.3 hectares inside the airport. Also in 2015, LTP assigned its leased area inside the Mactan Cebu International Airport to MAPDC, comprising 2.7-hectares of developed land proximate to MAPDC's new leased areas in the airport.

On September 17, 2018, 5 hectares of these leased areas were approved and designated as a special ecozone for aviation-related services, to be known as MacroAsia Cebu Special Ecozone.

MAPDC is the subsidiary that serves as a vehicle for the entry of the Group into the water services business (bulk water supply or commercial retail of treated surface water in selected localities). Starting 2012, MAPDC has projects in provinces outside of Metro Manila. One project entails the treatment of surface water from the Magat River in Cagayan Valley, and the piped distribution of the treated water to the homes of residents in the town of Solano, Nueva Vizcaya. To implement this project, MAPDC formed a 100%-owned subsidiary, SNV Resources Development Corp. (SNVRDC) to be the water treatment facility operator and distributor of treated water in the said municipality. Commercial operations started during the first quarter of 2016. In December 2, 2016, MAPDC acquired 67% of Boracay Tubi System, Inc. (BTSl), one of the two water service providers in Boracay Island, Aklan. In August 2017, MAPDC acquired 100% of Naic Water Supply Corporation (NAWASCOR), a water utility company in Naic, Cavite. In 2017, MAPDC started site development activities for the Maragondon, Cavite Bulk Water Project

MacroAsia Air Taxi Services, Inc.

MacroAsia Air Taxi Services, Inc. (MAATS) is a wholly-owned subsidiary of MAC which was incorporated in June of 1996.

MAATS started commercial operations in October 1996 utilizing its Ecureuil AS350-B2, a 5-passenger rotary aircraft for its flight operations. In August 22, 2016, MAATS suffered the fortuitous unfortunate incident of losing its helicopter and crew in one flight mission hampered by unforeseen weather conditions. This tragic event halted MAATS' charter operations temporarily, and kept the revenue source as solely coming from FBO ground handling services.

Since January 2013, MAATS has added to its service portfolio the provision of services for Fixed-Based Operations (FBO), mainly to support the MRO (maintenance, repair, overhaul) clients of Lufthansa Technik Philippines. FBO work entails the provision of airport solutions or logistical support, facilitating and securing all the necessary permits for a smooth and trouble-free entry and exit of MRO flights. The airport solutions provided by MAATS enhances the marketing of LTP-Manila as an attractive MRO station for foreign airlines.

MAATS income came from FBO (fixed-based operations). Today, MAATS has continued to focus on FBO services, rather than helicopter chartering.

There are no existing or probable government regulations that may have an adverse effect on MAATS operations. MAATS did not incur any research and development expenditures during the last three fiscal years.

MacroAsia Mining Corporation

MacroAsia Mining Corporation (MMC), another wholly owned subsidiary of MAC, was incorporated on September 25, 2000 to serve as an institutional vehicle through and under which the business of a mining enterprise may be established, operated and maintained.

MMC is now focused on providing consultancy and mining exploration services, particularly on nickel areas and projects. In 2017, MMC had an exploration and drilling contract for a

project in the Dinagat Islands. The contract was intended for three months and was extended for another five months culminating in October 2017.

Since May 2019 MMC signed two (2) contracts for drilling and exploration projects - the Dinapigue Drilling Project in Isabela with Dinapigue Mining Corporation of Nickel Asia Corporation (NAC) and the Ludgoron Nickel Project with Kafugan Mining Inc. (KMI), a subsidiary of Carrascal Nickel Corporation. The former was completed by the end of August 2019 while the latter is still actively being done wherein the initial 350-hole target is now almost doubled as the KMI management entrusted new targets in the vicinity of the contract area.

MMC's present operations do not require the intensive use of raw materials. Therefore, it does not have any major existing supply contracts.

MMC is not aware of any other existing or probable government regulations that may have any adverse effects on its business. MMC does not have any other significant agreements or patents, copyrights, licenses, franchises, concessions, or royalty agreement. It did not incur any research and development costs during the last three fiscal years.

Lufthansa Technik Philippines, Inc. – A Joint Venture with MacroAsia Corporation

Lufthansa Technik Philippines, Inc. (LTP) is a joint venture between MAC (49%) and Lufthansa Technik AG of Germany (51%). It provides a wide range of aircraft maintenance, repairs and overhaul (MRO) services at the NAIA, DMIA, MCIA and Davao International Airport.

Following the signing of the joint venture agreement on July 12, 2000, and its subsequent registration with the Philippine Economic Zone Authority (PEZA) as an economic zone locator on August 30, 2000, LTP started its commercial operations on September 01, 2000. Since then, it has been recognized as an outstanding company that has consistently generated export revenues for the country.

As an ecozone locator, LTP has a 25-year lease contract with MacroAsia Properties Development Corporation (MAPDC). It has technical services agreements with PAL as a base client, as well as with other airlines, including Lufthansa Technik AG of Germany.

LTP also has a concession agreement with MIAA upon which its business operations is highly dependent. The agreement grants LTP the right to operate as a provider of aircraft MRO services at NAIA Terminals 1, 2 and 3. LTP secures such right by yearly renewal of the agreement and paying the monthly CPF (7% of gross revenue).

On February 10, 2012, LTP opened its third aircraft hangar to accommodate maintenance works for the Airbus A380, the world's biggest and most technologically advanced commercial aircraft today.

In 2015, LTP completed its project to expand its existing two hangar bays, thus increasing its service capability for A380 heavy maintenance check, also enabling LTP to enter base

maintenance for the B777. The hangar expansion was inaugurated in December 2015 and LTP had the first heavy check in its second A380 hangar in January 2016. In 2016, LTP welcomed its first Asian A380 customer, the South Korean carrier flew to Manila in April and May for C1-checks on two A380s.

Furthermore, the B777 base maintenance capability build-up was completed in the later part of 2016, having Philippine Airlines' B777 as its first customer in the first quarter of 2017.

Other clients of LTP include among others – Air China, Air Busan, All Nippon Airways, Gulf Air, Japan Airlines and Korean Air. Other international airlines, including those with non-scheduled flights to Manila also avail of LTP's MRO expertise such as Lufthansa Airlines, Virgin Atlantic Airways, Jetstar Japan, Air Mauritius and Starflyer to name a few.

In a showcase of continuing trust for the current year as of December 2018, four Line Maintenance customers renewed their alliances with LTP, namely Jeju Air, Kuwait Airways, Tigerair Taiwan and T'way Air Co., Ltd. These are in addition to several long term contracts won in the previous years.

Aviation Authorities who has airworthiness oversight on these airline customers issue Approvals/Certifications to LTP for it to be able to provide MRO services to these airlines. LTP is approved/certificated by 19 Aviation Authorities worldwide as a provider of aircraft MRO services, including The Civil Aviation Authority of the Philippines (CAAP), the United States' Federal Aviation Administration (FAA) and European Aviation Safety Agency (EASA).

LTP is also an official Design Department of Lufthansa Technik AG EASA Part 21 Design Organization, enabling it to create in-house minor repairs/changes to aircraft. The extent of LTP's work/services largely depend on these Approvals/Certifications, which require/specify that LTP's services must be carried out in accordance with the relevant aviation regulations. These Approvals/Certifications are renewed either annually or every two years.

LTP's total manpower count and regular employees increased by 17% and 27%, respectively, from the prior year. They have a labor force of about 3,176 by December 31, 2018. Of the total manpower count, 3,125 are regular employees.

LTP is not aware of any existing or probable government regulations that would have an adverse impact on its on-going operations. It has no research and development activities/costs during the last three fiscal years.

Cebu Pacific Catering Services, Inc.

Cebu Pacific Catering Services, Inc. (CPCS) is MacroAsia's first in-flight catering venture which started commercial operations in October of 1996. MAC has 40% equity in this joint venture, while its partners - Cathay Pacific Catering Services of Hongkong and MGO Pacific Resources Corporation hold 40% and 20% equity, respectively.

CPCS is the first and presently still the only full-service airline catering company at the MCIA. CPCS is an economic zone locator covering 3,050 sqm in Mactan, Cebu and services both domestic and international airlines.

CPCS owns a two-storey kitchen facility designed to fully meet projected total airline catering demands and to easily accommodate future expansion. The facility was designed and developed by Cathay Pacific Catering Services (HK). With its current portfolio of clients, the facility still has excess capacity to serve the requirements of Mactan Cebu International Airport in the years to come.

CPCS is presently serving an average of 2,500 meals a day, using mostly local raw materials for its menus. It procures its raw materials from the local market and does not have any major raw materials supply contracts. CPCS services Philippine Airlines, Korean Air and Asiana Airlines, Cathay Pacific as well as Cebu Pacific Airlines.

As the only full-service airline catering company in Cebu, CPCS expects to provide most if not all of the catering services for future flights from MCIA to other regional destinations. CPCS contributed an average of 4% out of the total MAC equity in the net income of associates.

As a registered entity, CPCS is subject to the rules and regulations of the Philippine Economic Zone Authority (PEZA). It is not aware of any existing or probable government regulations that would have an adverse effect on its operations.

CPCS does not have any other significant agreements or patents, copyrights, licenses, franchises, concessions, or royalty agreements. No research and development costs have been incurred by CPCS during the last three fiscal years.

KEY PERFORMANCE INDICATORS

(in thousands except for ratios)

September 30, 2019 and 2018

The Group uses major performance measures or indices to track its business results. The analyses are based on comparisons and measurement on financial data of the current period against the same period of the previous year. Among the measures are the following:

	9M 2019	9M 2018	Q3 2019	Q3 2018	Q2 2019	Q2 2018	Q1 2019	Q1 2018
Return on Net Sales (RNS) ¹	20.66%	31.48%	18.21%	28.21%	22.08%	36.80%	22.28%	29.40%
Return on Investment (ROI) ²	12.59%	12.65%	4.09%	4.06%	5.49%	5.33%	3.50%	4.20%
Return on Equity (ROE) ³	15.92%	14.57%	5.33%	4.58%	7.04%	6.06%	4.28%	4.78%
Direct Cost and Expense Ratio								
Direct Cost Ratio ⁴	76.70%	76.58%	79.98%	78.04%	74.81%	77.36%	74.48%	74.07%
Operating Expense Ratio ⁴	15.90%	20.39%	14.81%	15.96%	13.34%	18.93%	22.17%	26.98%
Current Ratio ⁵	1.64 : 1	1.79 : 1	1.64 : 1	1.79 : 1	1.76 : 1	1.82 : 1	1.79 : 1	1.95 : 1
Debt-to-Equity Ratio ⁶	0.251	0.171	0.264	0.171	0.268	0.154	0.255	0.143
Interest Coverage Ratio ⁷	19.96 : 1	56.23 : 1	19.25 : 1	37.68 : 1	31.16 : 1	71.66 : 1	12.78 : 1	75.82 : 1
Asset-to-Equity Ratio ⁸	2.05 : 1	1.34 : 1	2.05 : 1	1.34 : 1	2.09 : 1	1.33 : 1	2.84 : 1	1.33 : 1

¹ This is the ratio is computed by dividing net income attributable to equity holders of the parent by the total net revenues.

² This ratio is computed by dividing net income attributable to equity holders of the parent by the sum of total interest-bearing liabilities plus equity attributable to equity holders of the parent.

³ This ratio is computed by dividing net income attributable to equity holders of the parent by the equity attributable to equity holders of the parent.

⁴ Direct Cost ratio is computed by dividing total cost over total net revenues, while total operating expenses is divided by total net revenues to arrive at operating expense ratio.

⁵ Current Ratio is the ratio of the total current assets divided by the total current liabilities.

⁶ Debt-to-Equity Ratio is the ratio of the total interest-bearing debts divided by total stockholders' equity.

⁷ Interest coverage ratio is the ratio of the total earnings before interest and taxes (EBIT) divided by the interest expense of the period.

⁸ The asset-to-equity ratio is the total assets divided by the equity.

Return on Net Sales (RNS)

This ratio measures the amount of income, after all costs and expenses, including taxes are deducted, for every peso of net revenue earned.

Net revenues pertain to the revenues of the subsidiaries of the Group while the net income includes our share in the profits of our associates, LTP and CPCS. Consolidated RNS in 9M2019 is lower compared to 9M2018 caused mainly due to increase in direct cost related to preparatory and start-up cost as a result of business expansions. Q3 2019 RNS ratio is lower compared to Q3 2018 and prior quarters during the current year as historically a lean period for aviation services. Decline in meals sold in catering segment in Q3 2019 is one of the factor of the decline in RNS ratio. The Q2 2019 RNS ratio reflected an improvement compared to Q1 2019 but shows a decline compared to Q2 of 2018. Q2 2019 improvement is attributable to the significant increase in business volume of our catering and ground handling subsidiaries as compared to Q1 2019 where we have incurred preparatory costs related for our catering and ground handling subsidiaries, and startup costs of our aviation training school that commenced training in Q2 2019.

Return on Investment (ROI)

This ratio measures the amount of income earned on invested capital.

Movement in ROI ratio is parallel to that of the RNS due to the financial performance as discussed above. The Group also entered into a number of loan contracts for a facility construction and equipment acquisition purposes during the period.

Return on Equity (ROE)

This KPI measure of the owner's return of every peso invested equity.

The ROE in 9M 2019 is almost at par compared to 9M 2018, showing a sustained effective management of Group's resources in order to create profits. The Q3 2019 ratio is lower than Q2 2019 due to decline in net income in current quarter compared to previous quarter. The Q3 2019 and Q2 2019 ratio is higher than Q1 2019 and comparative quarters due to increase in business volume of our catering and ground handling business segments.

Direct Cost and Operating Expense Ratio

These ratios measure the average rate of direct costs and operating expenses on products/services sold.

The Group's 9M direct cost ratio has been managed to be at par with comparative period, despite the significant volume growth in catering and ground handling services segments. The Q3 2019 showed slight increase compared to same period last year and previous quarters due to higher personnel cost in ground handling to complement the requirement in additional business volume of ground handling business. The Q2 2019 direct cost ratio has decreased compared to Q1 2019 and Q2 2018, indicating that lower direct costs were employed to produce revenue, thus improving operating income margin.

The increase in total operating expenses of the group as compared to the previous year is likewise related to the increase in business activities. The rise in operating expenses is driven by increase in business volume from PAL contract take over starting March 16, 2019, involving of MASCORP and MSIS for ground handling and catering, respectively. The increase is also attributable to start-up costs of our pre-operating companies. Comparing the total operating expenses as percentage of revenues, 9M 2019 has improved compared to 9M 2018 from 20.39% down to 16.24%, which has shown efficiency in utilization of Group's resources in producing revenues.

Current Ratio

This ratio measures the Group's ability to settle its current obligations.

Although lower than that of the same period last year, the Group still has a healthy current ratio, indicating the Group's solid ability to meet its current liabilities, with a large portion (31%) of current assets being held as cash. Current ratio in Q3 2019 declined further due to capital expenditures requirements for business expansion. Q2 2019 current ratio is lower than Q1 2019 and Q2 2018 mainly due to payment of cash dividend declared to shareholders in Q2 2019 and share buyback transactions.

Debt-to-Equity Ratio

This ratio indicates the relationship of the Group's debts to the equity of the owners.

Q3 2019 decline compared to Q2 2019 as a result of partial settlement of loan outstanding. Q2 2019 debt-to-equity ratio is higher than Q1 2019 and Q2 2018 due to additional loans availed by BTSI amounting to ₱25 million for STP servicing equipment and pipe laying and MASCORP amounting to ₱162.3 million and US\$3.5 million for acquisition of ground handling servicing equipments, in addition to a loan availed by MSFI amounting to ₱250 million in Q1 2019 and additional ₱25 million in Q3 2019 for its facility construction, on top of loans obtained by the Group from prior year which remained outstanding as at period end.

Interest Coverage Ratio

This ratio measures the number of times a company could make the interest payments on its debt with its earnings before interest and taxes.

The high ratios show that the Group's operating results, measured through EBIT, is more than sufficient to cover interest payments arising from its debts. The movement in interest expense is parallel to the increase in the outstanding balances of the loans.

Asset-to-Equity Ratio

This ratio measures the company's leverage and long-term solvency.

An increase in ratio between total assets and total equity during the current year compared to prior period, showing that the Group finances the purchase of assets mostly through equity or internally-generated funds but is also using debt-financing to fund growth in business.

MACROASIA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

In Pesos

	For the quarter January - March		For the quarter April - June		For the quarter July - September		For the period ended September 30		For the year ended December 31, 2018
	2019*	2018	2019*	2018	2019	2018	2019	2018	
NET SERVICE REVENUE									
In-flight and other catering	447,235,548	408,955,462	880,209,505	428,886,718	783,267,957	425,094,432	2,110,713,010	1,262,936,612	1,663,770,983
Ground handling and aviation	473,584,549	289,756,833	767,265,854	352,669,403	787,483,573	396,246,379	2,028,333,976	1,038,672,615	1,463,947,551
Rental and administrative	7,351,888	49,309,646	7,939,193	49,309,646	7,137,242	49,451,766	22,428,322	148,071,058	201,839,757
Aviation training fee	-	-	7,702,500	-	19,310,000	-	27,012,500	-	-
Charter flights	-	-	-	-	-	-	-	-	-
Water	84,304,216	45,549,292	84,073,948	33,412,198	87,893,095	25,996,315	256,271,260	104,957,806	271,043,164
Exploratory drilling fees	-	-	2,392,845	-	7,748,478	-	10,141,323	-	-
	1,012,476,202	793,571,234	1,749,583,844	864,277,965	1,692,840,344	896,788,892	4,454,900,390	2,554,638,091	3,600,601,455
DIRECT COSTS									
In-flight and other catering	288,522,021	271,176,805	630,736,821	278,995,968	563,602,140	284,012,300	1,482,860,982	834,185,073	1,102,589,553
Ground handling and aviation	403,864,753	234,766,558	600,020,304	309,893,492	691,105,700	333,124,852	1,694,990,757	877,784,902	1,176,064,366
Rental and administrative	(4,577,148)	47,070,044	13,770,390	48,967,913	23,819,658	48,457,824	33,012,901	144,495,781	234,940,224
Aviation training cost	-	-	10,766,191	-	8,958,910	-	19,725,101	-	-
Charter flights	-	-	-	-	-	-	-	-	-
Water related expenses	62,887,612	30,085,050	46,962,575	28,182,541	59,365,854	30,846,644	169,216,041	89,114,236	246,262,201
Exploratory drilling expense	3,385,723	4,670,910	6,546,943	2,575,873	7,108,240	3,403,710	17,040,906	10,650,494	13,666,586
	754,082,962	587,769,367	1,308,803,225	668,615,787	1,353,960,502	699,845,331	3,416,846,688	1,956,230,485	2,773,522,930
GROSS PROFIT	258,393,240	205,801,866	440,780,620	195,662,178	338,879,842	196,943,561	1,038,053,702	598,407,606	827,078,525
SHARE IN NET EARNINGS OF ASSOCIATES	242,407,196	256,700,667	264,494,025	308,370,893	277,247,380	226,587,910	784,148,601	791,659,469	1,059,233,932
	500,800,436	462,502,533	705,274,645	504,033,071	616,127,222	423,531,471	1,822,202,303	1,390,067,075	1,886,312,457
OPERATING EXPENSES	(224,430,873)	(214,066,055)	(233,335,529)	(163,637,175)	(250,774,488)	(143,125,669)	(708,540,890)	(520,828,899)	(723,903,042)
INTEREST INCOME	154,937	994,919	1,550,886	1,428,868	1,592,374	2,261,832	3,298,196	4,685,618	11,076,601
FINANCING CHARGES	(21,958,478)	(3,476,684)	(15,316,331)	(4,816,957)	(19,546,464)	(7,681,882)	(56,821,273)	(15,975,523)	(26,451,247)
OTHER INCOME - net	4,338,262	15,177,843	5,277,567	4,805,245	10,865,931	9,016,934	20,481,760	29,000,023	57,181,009
INCOME BEFORE INCOME TAX	258,904,284	261,132,556	463,451,238	341,813,051	358,264,575	284,002,686	1,080,620,096	886,948,293	1,204,215,778
PROVISION FOR INCOME TAX	33,321,214	27,831,757	77,191,980	23,800,571	49,942,669	31,023,306	160,455,863	82,655,634	120,631,970
NET INCOME	225,583,070	233,300,799	386,259,257	318,012,480	308,321,905	252,979,380	920,164,233	804,292,659	1,083,583,808
Attributable to:									
Equity holders of the Company	218,879,204	220,657,794	360,524,317	304,391,166	278,743,256	248,156,558	858,146,777	773,205,519	1,048,217,013
Non-controlling interests	6,703,866	12,643,005	25,734,940	13,621,314	29,578,650	4,822,821	62,017,456	31,087,140	35,366,795
	225,583,070	233,300,800	386,259,257	318,012,480	308,321,905	252,979,379	920,164,233	804,292,659	1,083,583,808
Basic/Diluted Earnings Per Share**	0.14	0.14	0.23	0.19	0.19	0.16	0.54	0.48	0.66

*2019 Q1 and Q2 are restated to reflect impact of IFRS 16 Leases adoption as at 1 January 2019

**Computed as if the issuance of shares of stock of 368,146,293 shares resulting from 30% stock dividends in 2018 have been recognized since January 1, 2018.

RESULTS OF OPERATION

The Group recorded consolidated revenues of ₱1,692.8 million for the third quarter of 2019, a 89% increase over the ₱896.8 million consolidated revenues for the third quarter of 2018. Third quarter is traditionally a lean period for aviation services, the third quarter revenue performance in 2019 is -3% lower than the second quarter revenue performance of ₱1,749.6 million, reflecting the effect of decline in revenue from catering.

The substantial revenue growth of 89% in the third quarter of 2019, has driven the consolidated income after tax to increase by 22% to ₱308.3 million for this quarter compared to the ₱253.0 million consolidated net income after tax for the same period in 2018. Direct costs were recorded at ₱1,354.0 million this third quarter, compared to ₱699.8 million in the same period in 2018, an increase of 93%. Operating expenses in the third quarter this year is at ₱250.8 million, compared to ₱143.1 million same period last year. The direct costs and operating expenses for catering and ground handling has grown faster this year due to increase in business volume. Share in the net income of associates is at ₱277.2 million, higher than last year's ₱226.6 million.

The Q3 2019 net income shows an increase of ₱55.3 million (+22%) compared to Q3 2018 net income of ₱253.0 million. The key drivers for the increase was due to the ground handling and catering units' expansion.

The YTD net income reached ₱920.2 million, 14% up compared to the same period last year. Of this, ₱225.6 million was recorded in the first quarter (Q1), ₱386.3 million in the second quarter (Q2) and ₱308.3 million in the third quarter (Q3). Q1 is lower compared to last same period last year due to preparatory cost incurred for the business expansion in the ground handling and catering units and succeeding quarters posted improved net income as a result of the expansion which commenced last March 16, 2019.

Revenues from catering contributed 47% of the total revenues increased by ₱847.80 million (+67%) from last year's ₱1,262.94 million to the current year's ₱2,110.71 million. For the 9-months of the year, the total number of meals sold increased by 4.7 million meals (+106%), from 4.41 million meals last year to 9.11 million meals this year. This significant increase in meal volumes is attributable to MacroAsia SATS Inflight Services ("MSIS"), a subsidiary of MACS which was designated as inflight caterer of Philippine Airlines starting March 16, 2019. In addition, MSFI a subsidiary also of MACS, begun its commercial operation in March 2019 and started providing the meal requirements of a domestic air carrier.

Revenues from ground-handling and aviation services rose by ₱989.66 million (+95%) from ₱1,038.67 million in 2018 to ₱2,028.33 million in 2019. The growth is due to increasing passenger and ramp services for PAL and PAL Express in Manila and Cebu. MacroAsia Airport Services is one of 3 ground handlers that were given concessions to operate in the new Terminal 2 in Mactan, Cebu, and it started to book revenues in that terminal in October 2018. Flights handled grew by a total of 58,141 flights (+66%), from 88,497 in 2018 to 146,638 in the current year. The ground handling and aviation revenue contributed 46% of the total revenues.

Revenues from water operations grew by ₱151.31 million (+144%) for nine months, from ₱104.96 million in 2018 to ₱256.27 million in 2019. BTSI benefited from the re-opening of Boracay Island in October 2018, as it gained more clients and achieved new revenue sources from STP-related operations. In October 2018, Summa Water Resources Inc. (“Summa”) has been acquired by ASSC, one of the Group’s wholly-owned subsidiary. Summa also contributed to the growth in revenue of the Group’s water segment. Water segment aggregate connections have grown by +36% from 13,363 in September 2018 to 18,118 in September 2019.

Exploratory drilling revenue represents MMC’s earnings from drilling contracts in Carrascal Surigao and Dinapigue, Isabela based on percentage of completion. As of the period end, Dinapigue contract is completed while Carrascal is ongoing. Additional drilling contract extensions are foreseen to continue though towards the year-end.

The aviation training school, First Aviation Academy (“FAA”) has started its commercial operation in May 2019 which onboarded two batches of trainees and has booked ₱27.0 million as training revenues as of the period ended.

Rental and administrative revenues have decrease compared to comparative period as a result of adoption of PFRS 16 *Leases*, where consideration received from the lease is recorded as finance income instead of revenue being only an intermediate lessor. No revenues were derived from chartered flights since the operations of the helicopter was halted in August 2016. Currently, MAATS is generating income only from fixed-based operations (FBO) services.

Total direct costs for the nine month period amounted to ₱3.41 billion, posting an increase of ₱1.46 billion or 75% from the same period in 2018. The increase is due to business volume growth of ground-handling and catering subsidiaries. Wage increases also impacted on the labor costs. Consolidated operating expenses increased by ₱187.7 million from last year’s ₱520.83 million due to the increase in personnel expenses as the Group continuously grew and start-up costs of the catering related subsidiaries.

The interest income of ₱3.30 million pertains to income earned from short-term investments. Financing charges increased from ₱15.98 million in 2018 to ₱56.8 million. Increase pertains to impact of adoption of IFRS 16 *Leases* which resulted to recognition of interest on the lease liability of right of use asset and the residual is aligned with the increase in notes payable of the Group.

Share in net income/loss of associates amounted to ₱784.1 million in nine month period, ₱7.5 million, lower than 2018 (-1%). This account represents MAC’s share in the net operating result of its associated companies (LTP and CPCS). Changes in equity shares from period to period are dependent upon the results of operations of the two associated companies. For nine month period of 2019, the 49% share in net income from LTP for MRO services amounted to ₱743.18 million, which is ₱8.98 million (-1%) lower from ₱752.16 million in 2018. LTP also is now carrying more personnel in its roster to mitigate the effect of K-12 gap of graduates and is also impacted negatively by the adoption of IFRS 16 standard on *Leases* (on the interest component – where interest charged on the earlier years is

higher and decreases over the term of lease coupled with the impact of USD forex devaluation). CPCS - our catering associate in Cebu, reflected a 20% decrease in its net earnings as one of its major clients shifted its meal plan to bought-in products beginning March 2019. MAC booked its 40% net income share in CPCS at ₱29.98 million, compared to last year's ₱39.52 million.

Other income and charges decreased by ₱8.5 million (-29%) against the ₱29.00 million in 2018 mainly due to foreign exchange losses. The Group also posted provisions for income tax in the amount of ₱160.46 million in 2019, 94% higher as compared to 2018's ₱82.65 million.

FINANCIAL POSITION (Year-to-Date September)

At the consolidated level as of September 30, 2019, our total assets stood at ₱11.86 billion, posting a ₱1.48 billion increase (+14.2%) from last year-end's level of ₱10.39 billion. Cash and cash equivalents of ₱991.60 million increased by ₱316.40 million or 47%, which is caused mainly by the cash dividends received from LTP. The Group sees no liquidity issues in 2019, as the cash balances of the operating subsidiaries continue to increase from robust operating cash inflows.

Receivables grew by ₱902.2 million or 100% due to growth in business volume of the Group's catering and ground handling subsidiaries. These are expected to be collected within the year. Inventories of ₱115.25 million were maintained, in line with forecasted inventory level requirements. Other current assets of ₱309.48 million represents input taxes, creditable withholding and prepaid taxes and unamortized prepayments for insurance covers, rent, utilities and unconsumed supplies as of September 30, 2019.

Investments in associates are accounted for under the equity method of accounting in the consolidated financial statements. Movements in the account are contributed by the share in cumulative translation adjustments for LTP due to foreign exchange fluctuations, share in re-measurement gains and losses on defined benefit plans due to the revised PAS19, share in cash dividends declared during the current period, and the incremental equity share in net earnings/loss of the associated companies. The Group recorded an decrease of 8% or ₱171.73 million in this investment account, from ₱2.10 billion in 2018 year-end to ₱1.92 billion as of September 30, 2019.

The group's property and equipment of ₱2.48 billion increased by ₱419.93 million from last year's ₱2.06 billion due to the acquisitions made for the institutional catering facility, MASCORP for their ground handling requirements, First Aviation Academy ("FAA") for its aircraft and other aviation training equipment, and BTSI for its STP servicing equipment and pipelaying. Deferred mine exploration costs of ₱20.42 million remained the same. Investment property of ₱143.85 million pertains to land held for future development by MAPDC.

Input taxes-net represent VAT paid on purchases of goods and services that can be recovered as tax refund/credit from the Bureau of Internal Revenue (BIR) or the Bureau of

Customs. The Group also has input taxes arising from acquisition of property and equipment and other assets.

The carrying amount of deferred income tax assets is ₱27.25 million as of September 30, 2019. The DTA mostly came from the allowances on probable losses and doubtful accounts. Increase in amount pertains to the deferred tax assets arising from future taxable amount from contract assets of BTSI. Other noncurrent assets decreased by ₱117.53 million (-21%) to ₱432.19 million due to the decrease in advances to suppliers by MASCORP which pertains to the down payment made to suppliers for contracted projects which have been completed and collection of installment receivables for STP construction of BTSI. Other noncurrent assets account also include deferred project costs, rental and refundable deposits, advances to contractors, restricted investment, prepaid rental equity investments designated at fair value through other comprehensive income (FVTOCI)/ available for sale (AFS) investments and retirement assets. The goodwill recognized by the Group amounting to ₱133.80 million resulted from the Company's acquisition of a non-controlling interest (13%) from a previous stockholder of MACS in 2006 and the purchase by MAPDC of 67% of BTSI in 2016, 100% of NAWASCOR in 2017 and the purchase by ASSC of 60% of SUMMA in 2018. Service concession right amounting to ₱409.70 million pertains to incurred construction costs in relation to the construction of water treatment plant and pipe laying activities of SNVRDC and right for water supply and distribution of NAWASCOR. This asset was accounted for in accordance to IFRIC 12, Service Concession Arrangements, under the intangible asset model as SNVRDC received the right to charge users of the public service.

Accounts payable and accrued liabilities increased by ₱737.85 million or (84%) as of September 30, 2019. Loans payable of ₱1,449.5 billion refers to the loan availed from local banks by several companies under the Group to finance their asset acquisition which remains outstanding as of period end. To finance business expansions of various subsidiaries under the Group, they have availed loans from various local banks. During the year long-term loans were availed by, MSFI amounting to ₱275 million, BTSI with ₱25 million and MASCORP with ₱162.3 million and US\$3.5 million.

Accrued retirement benefits payable of ₱11.2 million and other long-term employee benefits amounting to ₱3.16 million is accounted for based on the latest actuarial valuation of the Group and is decreased by funding of retirement funds. Deferred tax liabilities of ₱133.92 million remained at the same level as prior year's ending balance. Dividends payable of ₱9.53 million shows the remaining outstanding checks payable by the Parent Company for the cash dividends declared to MAC shareholders.

The Group's other reserves pertain to MAC's gain on the sale of 13% of MACS shares of stock to SATS and the sale of 49% of WBSI shares to MetroPac Water Investments Corporation (MWIC), net of taxes paid. This is accounted for in accordance with International GAAP 2015 on sale of shares of stock without loss of control. Other components of equity pertain to Reserve for fair value changes of financial assets investments amounting to ₱35.72 million, the Parent Company's share in foreign currency translation adjustments (loss) of LTP in the amount of ₱13.77 million which changes in accordance with US\$ exchange rate fluctuations during the period covered, MAC's share in

re-measurements of defined benefit plan of associates, and re-measurements of defined benefit plans of subsidiaries.

Movement in the “non-controlling interests” depends on the results of operations of MACS, BTSI and WBSI, subsidiaries of MAPDC with JV partners. This account reflects the 33% equity share of SATS (JV Partner of MAC) in the catering JV, 40% share of minority shareholders in SUMMA, 33% share of minority shareholders in BTSI and 49% share of MWIC in WBSI. It also includes the 49% share of PTC Holdings Corporation in FAA. As of September 30, 2019, non-controlling interests amounted to ₱412.4 million.

MacroAsia Corporation’s Mining Project

MacroAsia Corporation holds two Mineral Production Sharing Agreements (MPSAs), MPSA-220-2005-IVB and MPSA-221-2005-IVB, both located in Brooke’s Point, Palawan. MPSA-220 or the Infanta Nickel Project covers a total land area of 1,114 hectares with nickel in the form of laterite ore as the primary commodity. This area was the source of ore shipments to Japan in the 1970’s.

The total extent of the laterite area explored within the MPSA is around 536 hectares with the deposit composed of limonite and saprolite ores. Within this delineated nickel ore envelope, 2,754 drill holes were done, resulting into 48,568.7 meters drilled. There were also 482 test pits that were dug, yielding 2,550.8 meters more for sampling. The resulting samples collected numbered 52,284, and these were analyzed for nickel (Ni), iron (Fe) and 12 other elements/oxides, including the loss in ignition (LOI), using fused bead done under X-Ray Fluorescence (XRF) technique at Intertek Laboratories. The Parent Company has completed an exploration report that is compliant to the Philippine Mineral Reporting Code (PMRC). A mining plan and a pre-feasibility studies have also been drafted.

The operation of the Mining Project was endorsed by the three impact barangays, including the indigenous people in the area. In 2010, the Parent company received the Environmental Compliance Certificate (ECC) for operations and is presently in the process of renewing the ECC under a revised Environmental Impact Assessment (EIA) Report. Due to some legal issues, the Certificate Pre-condition (CP) is yet to be released by the National Commission of the Indigenous People (NCIP). The permit under the Special Environmental Plan (SEP) of the Palawan Council for Sustainable Development (PCSD) is adjunct to the CP under NCIP and that of the ECC under the Environmental Management Bureau (EMB).

Pending the completion of the permitting process that will enable the project to progress into mine operation, maintenance works in the mineral property is being undertaken. The third renewal of the two-year Exploration Period under MPSA 220-2005-IVB was granted by the Mines and Geosciences Bureau (MGB) of the Department of Environment and Natural Resources (DENR) on March 19, 2018. The extended exploration period allows MacroAsia Corporation to gather more exploration data to fine-tune the feasibility study for operations and eventual metallurgical testing of the nickel laterite ore.

On December 15, 2016, the DENR 4B Regional Director approved the Order of Survey of MPSA 220-2005-IVB of the Infanta Nickel Project. The document serves as an assurance of

the tenements being excised from the areal limits of Mount Mantalingahan Protected Landscape (MMPL).

Bulawan Mining Corporation (BUMICO), a subsidiary of the Philippine National Bank (PNB), transferred its right for their Exploration Permit Application (EXPA 103-VII) over a 506-hectare area in Basay, Negros to MAC through the signing of a Deed of Assignment (DOA) on August 15, 2012. The DOA has been approved by Mines and Geosciences Bureau (MGB) Region VII Office on January 28, 2013. The area has a high potential for copper-gold molybdenum–silver mineralization. Several copper and gold mining companies have shown interest in the area.

BUMICO also transferred its interests in the Bulawan Mining Project with an Operating Agreement with Philex Mining Corporation (PMC) to MAC through a Deed of Assignment (DOA) signed on September 6, 2012. The DOA was finalized after securing the written consent of Philex. In relation to the operating agreement between Philex and BUMICO, Philex committed to submit quarterly reports to MAC which will be subjected to regular validation by MAC's technical team.

Three (3) mining tenements are under operating agreement between Philex Gold Philippines Incorporated (PGPI), with PNB-MADECOR and PNB-BUMICO. MLC MRD 510 and EP 008-2010-VI are under PGPI-BUMICO agreement. The former is under renewal since 2014 with consequent conversion to MPSA while the latter is under application for the first renewal for exploration and have been signed by the representatives of PNB and PGPI on January 31, 2013. Both applications are yet pending with the MGB Central Office. EXPA 000100-VI, meanwhile, have been endorsed by MGB Region 6 to MGB Central Office for review and approval. The latter tenement is under PGPI-MADECOR agreement.

MacroAsia Corporation and MacroAsia Mining Corporation also maintain exploration permit applications (EXPAs) to mineralized areas in Carigara and Baybay City in Northern Leyte and in Pintuyan-San Ricardo in Southern Leyte denominated as EXPA 0091-, 0092-, and 0093-VI, respectively.

MacroAsia Corporation is currently transferring all its mining rights to MacroAsia Mining Corporation (MMC), a wholly-owned subsidiary. On November 18, 2018, MMC purchased BUMICO from PNB. The move is part of a bigger program on the spin-off of MacroAsia Mining Corporation.

NUMBER OF STOCKHOLDERS

The number of stockholders as of September 30, 2019 and December 31, 2018 are 845 and 842, respectively.

OTHER MATTERS

1. Passenger loads and flight frequencies of airlines are the two most important factors that affect the revenue levels of the Group's operating units that are involved in catering and ground handling. The Group constantly monitors these two factors that directly impact on revenues and costs.
2. Management is not aware of any known trends or any known demands, commitments, events or uncertainties that may or will have a material negative impact on the Group's liquidity.
3. The Group is not aware of any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations.
4. Management does not anticipate having within the next twelve (12) months cash flow or liquidity problems. The Group generally sources its liquidity requirements through its operating revenues and collections. Excess cash are invested in placements with better yields.
5. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Group with unconsolidated entities or other persons created during the reporting period.
6. Other than those approved for the completion of a new non-airline catering facility near the East Service Road, Muntinlupa City, water projects in Cavite, Boracay Island and Nueva Vizcaya, construction start of the MacroAsia Special Ecozone in Mactan, Cebu, there are no material commitments for capital expenditures created during the reporting period.
7. There have been no significant elements of income or loss that did not arise from the Group's continuing normal operations that are not disclosed in the consolidated interim financial statements.
8. The Group is not aware of any future event that will cause a material change in the relationship, vertical and horizontal analyses, of any material item from period to period.
9. The Group is not aware of any seasonal aspects that have material effect during the reporting period.
10. No material events have occurred subsequent to the end of the current interim period that should be reflected in the financial statements for the interim period.

SIGNATURES

Pursuant to the requirement of Sec 17 of the Code and Sec 141 of the Corporation Code of the Philippines, this report has been reviewed by the Audit Committee of MacroAsia Corporation on November 7, 2019, and is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of Makati on November 8, 2019.

MACROASIA CORPORATION
Registrant

By:



JOSEPH T. CHUA
President



AMADOR T. SENDIN
Chief Financial Officer

Annex 1

MACROASIA CORPORATION AND SUBSIDIARIES

Interim Condensed Consolidated Financial Statements

September 30, 2019 and 2018 (Unaudited)

and

December 31, 2018 (Audited)

GENERAL INFORMATION

Directors (as of September 30, 2019)

Lucio C. Tan	(Chairman and CEO)
Carmen K. Tan	
Lucio K. Tan, Jr.	(Treasurer)
Michael G. Tan	
Joseph T. Chua	(President and COO)
Rex Vincent Young	
Vivienne K. Tan	
Johnip G. Cua	(Independent Director)
Ben C. Tiu	(Independent Director)
Marixi R. Prieto	(Independent Director)
Samuel C. Uy	(Independent Director)

Chief Financial Officer and SVP-Administration and Chief Risk Officer

Amador T. Sendin

SVP-Legal, Human Resources and External Relations, Chief Compliance Officer and CIO

Atty. Marivic T. Moya

Corporate Secretary

Atty. Florentino M. Herrera III

Chief Audit Executive

Pilarisa D. Legaspi

VP-Business Development/Data Protection Officer

Belgium S. Tandoc

Stock and Transfer Agent

Trust Banking Group
Philippine National Bank (formerly Allied Banking Corporation)
3rd Floor, PNB Financial Center
Pres. Diosdado Macapagal Blvd., Pasay City

Banks

Philippine National Bank
(formerly Allied Banking Corporation)
6754 Ayala Avenue, Makati City

Philippine Bank of Communications
565-567 Sto. Cristo, Binondo Manila

Banco de Oro Universal Bank
EPC Building, Paseo de Roxas cor.
Gil Puyat Ave., Makati City

Unionbank of the Philippines
Tektite Building, Ortigas Center, Pasig City

Asia United Bank
G/F Morning Star Center Building,
Gil Puyat Avenue, Makati City

China Banking Corporation
8745 Paseo de Roxas corner Villar St. Makati City

Metrobank and Trust Company
New Manila Branch 676 Aurora Blvd., New Manila
1112 Quezon City

Auditors

SyCip Gorres Velayo & Co.
6760 Ayala Avenue, Makati City

MACROASIA CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

	Unaudited September 30, 2019	Audited [as restated] December 31, 2018
ASSETS		
Current Assets		
Cash and cash equivalents	991,596,340	675,196,833
Receivables	1,802,665,710	900,423,623
Inventories	115,252,516	88,774,310
Input taxes and other current assets	309,467,005	188,870,957
Total Current Assets	3,218,981,571	1,853,265,723
Noncurrent Assets		
Investments in associates	1,924,282,783	2,096,020,589
Property, plant and equipment	2,479,052,231	2,059,122,487
Investment property	143,852,303	143,852,303
Service concession right	412,169,881	408,658,272
Accrued rental receivable	104,771,804	106,724,657
Input taxes -net	227,358,275	236,403,791
Deferred income tax assets	27,248,776	18,927,408
Goodwill and intangible assets	278,953,726	269,435,508
Net investment in the lease	2,111,911,672	2,119,552,290
Right of use asset	502,816,510	526,706,737
Other noncurrent assets	432,197,549	549,722,982
Total Noncurrent Assets	8,644,615,511	8,535,127,024
TOTAL ASSETS	11,863,597,082	10,388,392,747
LIABILITIES AND EQUITY		
Current Liabilities		
Current loans payable	297,573,133	425,459,744
Accounts payable and accrued liabilities	1,619,193,299	881,341,005
Income tax payable	39,312,478	16,855,640
Dividends payable	9,534,285	8,859,024
Total Current Liabilities	1,965,613,194	1,332,515,413
Noncurrent Liabilities		
Loans payable- net of current portion	1,151,951,428	676,516,177
Accrued rental payables	134,854,330	130,420,744
Accrued retirement and other employee benefits payable	14,348,742	29,053,471
Deferred income tax liabilities	133,917,152	130,137,917
Lease Liabilities Right of use Asset	2,657,546,627	2,681,529,357
Other noncurrent liabilities	24,931,555	18,480,020
Total Noncurrent Liabilities	4,117,549,833	3,666,137,686
Total Liabilities	6,083,163,027	4,998,653,099

	Unaudited September 30, 2019	Audited [as restated] December 31, 2018
Equity attributable to equity holders of the Company		
Capital stock - 1 par value:	1,618,146,293	1,618,146,293
Additional paid-in capital	281,437,118	281,437,118
Other reserves	143,299,677	143,299,677
Other components of equity	58,570,749	98,146,690
Retained earnings:		
Appropriated	840,000,000	840,000,000
Unappropriated	2,774,458,404	2,234,581,946
Treasury shares at cost:		
35,220,200 shares	(347,838,969)	-
26,794,700 shares	-	(176,215,402)
	5,368,073,273	5,039,396,322
Non-controlling interests	412,360,783	350,343,327
Total Equity	5,780,434,055	5,389,739,649
TOTAL LIABILITIES AND EQUITY	11,863,597,082	10,388,392,748

MACROASIA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

For the period ended September 30

	JULY - SEPTEMBER		JANUARY - SEPTEMBER	
	2019	2018	2019	2018
	Unaudited	Unaudited	Unaudited	Unaudited
NET SERVICE REVENUE				
In-flight and other catering	783,267,957	425,094,432	2,110,713,010	1,262,936,612
Ground handling and aviation	787,483,573	396,246,379	2,028,333,976	1,038,672,615
Rental and administrative	7,137,242	49,451,766	22,428,322	148,071,058
Aviation training fee	19,310,000	-	27,012,500	-
Charter flights	-	-	-	-
Water	87,893,095	25,996,315	256,271,260	104,957,806
Exploratory drilling fees	7,748,478	-	10,141,323	-
	1,692,840,344	896,788,892	4,454,900,390	2,554,638,091
DIRECT COSTS				
In-flight and other catering	563,602,140	284,012,300	1,482,860,982	834,185,073
Ground handling and aviation	691,105,700	333,124,852	1,694,990,757	877,784,902
Rental and administrative	23,819,658	48,457,824	33,012,901	144,495,781
Aviation training cost	8,958,910	-	19,725,101	-
Charter flights	-	-	-	-
Water related expenses	59,365,854	30,846,644	169,216,041	89,114,236
Exploratory drilling expense	7,108,240	3,403,710	17,040,906	10,650,494
	1,353,960,502	699,845,331	3,416,846,688	1,956,230,485
GROSS PROFIT	338,879,842	196,943,561	1,038,053,702	598,407,606
SHARE IN NET EARNINGS OF ASSOCIATES	277,247,380	226,587,910	784,148,601	791,659,469
	616,127,222	423,531,471	1,822,202,303	1,390,067,075
OPERATING EXPENSES	(250,774,488)	(143,125,669)	(708,540,890)	(520,828,899)
INTEREST INCOME	1,592,374	2,261,832	3,298,196	4,685,618
FINANCING CHARGES	(19,546,464)	(7,681,882)	(56,821,273)	(15,975,523)
OTHER INCOME - net	10,865,931	9,016,934	20,481,760	29,000,023
INCOME BEFORE INCOME TAX	358,264,575	284,002,686	1,080,620,096	886,948,293
PROVISION FOR INCOME TAX	49,942,669	31,021,508	160,455,863	82,655,634
NET INCOME	308,321,905	252,981,178	920,164,233	804,292,659
Attributable to:				
Equity holders of the Company	278,743,256	248,156,558	858,146,777	773,205,519
Non-controlling interests	29,578,650	4,822,821	62,017,456	31,087,140
	308,321,905	252,979,379	920,164,233	804,292,659
Basic/Diluted Earnings Per Share	0.18	0.16	0.54	0.48

MACROASIA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	For the period ended September 30	
	2019	2018
	Unaudited	Unaudited
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	1,080,620,096	886,948,293
Adjustments for:		
Equity in net income of associates	(784,148,601)	(791,659,469)
Depreciation and amortization	166,991,151	122,581,485
Depreciation and amortization - right of use asset	23,890,227	-
Interest on Lease Liabilities on Right Of Use Asset	16,741,226	-
Interest income	(3,298,196)	(4,685,618)
Realized loss on disposal of AFS	-	6,846,940
Unrealized foreign exchange (gain) loss - net	(3,596,535)	(10,282,435)
Provision for losses	-	-
Retirement benefit cost	12,888,605	1,567,258
Financing charges	40,080,047	15,975,523
Operating income before working capital changes	550,168,020	227,291,978
Decrease (increase) in:		
Receivables	(902,242,087)	(130,366,030)
Inventories	(26,478,206)	21,607,489
Other current assets	(129,635,443)	(61,391,369)
Increase (decrease) in:		
Accounts payable and accrued liabilities	737,398,574	13,086,450
Accrued rental payables	35,162,149	(1,307,278)
Other noncurrent liabilities	645,153,159	(7,807,668)
Cash generated from operations	270,824,542	61,113,571
Interest received	3,298,196	4,685,618
Interest on Lease Liabilities	(16,741,226)	-
Financing charges paid	(40,080,047)	(15,975,523)
Contributions to retirement fund	(16,593,334)	(28,316,179)
Income taxes paid , including creditable withholding taxes	(142,541,160)	(76,296,928)
Net cash from (used in) operating activities	58,166,971	(54,789,442)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of property and equipment	(589,950,721)	(623,082,492)
Acquisitions of intangible assets	(10,000,000)	(9,155,835)
Acquisitions of investment property	-	(6,120,185)
Dividends received	916,310,450	765,282,000
Proceeds from disposal of AFS debt securities	-	63,153,060
Increase/(decrease) in refundable deposits and other noncurrent assets	115,570,949	(104,377,319)
Net cash from (used in) investing activities	431,930,678	85,699,229
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(317,595,058)	(171,801,616)
Proceeds from availment of notes payable	773,575,000	246,020,000
Payments of notes payable	(426,026,361)	(21,897,394)
Acquisition of treasury shares	(171,169,847)	(11,780,634)
Payment of lease liabilities on right of use asset	(47,070,675)	-
Net cash from financing activities	(188,286,941)	40,540,356
EFFECT OF EXCHANGE RATE CHANGES		
ON CASH AND CASH EQUIVALENTS	14,588,799	(23,433,292)
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS	316,399,507	48,016,851
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	675,196,833	913,191,924
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	991,596,340	961,208,775

MACROASIA CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(In Thousand Pesos)

Attributable to the Equity Holders of the Parent
Retained Earnings

	Capital Stock	Additional Paid-in Capital	Share in Foreign Currency Translation Adjustment of an Associate	Remeasurements on Defined Benefit Plan	Share in Remeasurements on Defined Benefit Plan of Associates	Other Reserves	AFS Investments Reserve	Reserve for fair value changes of financial assets investments	Treasury Shares	Appropriated	Unappropriated	Subtotal	Non-controlling Interest	Total	
BALANCES AT DECEMBER 31, 2017	₱	1,250,000	281,437	(52,663)	30,968	(91,092)	143,300	14,366	-	(113,676)	1,038,100	1,812,411	4,313,150	319,626 ₱	4,632,776
Additional appropriation of retained earnings		-	-	-	-	-	-	-	-	50,000	(50,000)	-	-	-	
Declaration of stock dividends		368,146	-	-	-	-	-	-	-	-	-	368,146	-	368,146	
Total comprehensive income (loss)		-	-	88,889	-	-	4,754	-	-	-	405,059	498,702	31,087	529,789	
Acquisition of treasury shares		-	-	-	-	-	-	-	(11,781)	-	-	(11,781)	-	(11,781)	
BALANCES AT SEPTEMBER 30, 2018	₱	1,618,146	281,437	36,226	30,968	(91,092)	143,300	19,120	-	(125,457)	1,088,100	2,167,470	5,168,218	350,713 ₱	5,518,931
BALANCES AT DECEMBER 31, 2018	₱	1,618,146	281,437	53,348	39,663	(30,584)	143,300	-	35,720	(176,215)	840,000	2,688,487	5,493,302	350,343 ₱	5,843,645
Impact of IFRS 16 adoption		-	-	-	-	#	-	-	-	-	(453,905,249)	(453,905)	-	(453,905)	
BALANCES AT DECEMBER 31, 2018 Restated		1,618,146	281,437	53,348	39,663	(30,584)	143,300		35,720	(176,215)	840,000	2,234,582	5,039,396	350,343	5,389,740
Declaration of cash dividends		-	-	-	-	-	-	-	-	-	(318,270)	(318,270)	-	(318,270)	
Total comprehensive income (loss)		-	-	(39,576)	-	-	-	-	-	-	858,147	818,571	62,017	880,588	
Acquisition of treasury shares		-	-	-	-	-	-	-	(171,624)	-	-	(171,624)	-	(171,624)	
BALANCES AT SEPTEMBER 30, 2019	₱	1,618,146	281,437	13,772	39,663	(30,584) 0	143,300	-	35,720	(347,839)	840,000	2,774,458	5,368,073	412,361 ₱	5,780,434

**SUMMARIZED INCOME STATEMENT INFORMATION FOR
UNCONSOLIDATED SUBSIDIARY**

LUFTHANSA TECHNIK PHILIPPINES, INC.
SUMMARIZED INTERIM STATEMENTS OF INCOME
in PHP

	January to September	
	2019 Unaudited	2018 Unaudited
REVENUE	P 11,152,331,881	P 10,480,515,500
LESS: COST OF SALES	4,931,715,235	4,827,210,597
GROSS PROFIT	6,220,616,646	5,653,304,903
LESS: OPERATING EXPENSES	4,433,932,546	3,852,005,349
INCOME FROM OPERATIONS	1,786,684,100	1,801,299,554
LESS/ (ADD): OTHER CHARGES/(INCOME)	181,205,447	149,961,731
INCOME BEFORE INCOME TAX	1,605,478,653	1,651,337,823
LESS: PROVISION FOR INCOME TAX	88,784,822	116,364,525
NET INCOME	P 1,516,693,831	P 1,534,973,298
EQUITY SHARE IN NET INCOME (49%)	P 743,179,977	P 752,136,916

**SUMMARIZED INCOME STATEMENT INFORMATION FOR
UNCONSOLIDATED SUBSIDIARY**

**CEBU PACIFIC CATERING SERVICES
SUMMARIZED STATEMENTS OF INCOME
in PHP**

	January to September	
	2019 Unaudited	2018 Unaudited
REVENUE	P 216,585,608	P 267,495,348
LESS: COST OF SALES	125,720,499	152,571,355
GROSS PROFIT	90,865,109	114,923,993
LESS: OPERATING EXPENSES	11,911,208	11,939,007
INCOME FROM OPERATIONS	78,953,901	102,984,987
LESS/ (ADD): OTHER CHARGES/(INCOME)	(642,393)	(1,743,596)
INCOME BEFORE INCOME TAX	79,596,294	104,728,583
LESS: PROVISION FOR INCOME TAX	4,655,357	5,922,200
NET INCOME	P 74,940,937	P 98,806,383
EQUITY SHARE IN NET INCOME (40%)	P 29,976,375	P 39,522,553

NOTES TO UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information and Business Operations

Corporate Information

MacroAsia Corporation (the Parent Company or MAC), a publicly-listed corporation, was incorporated in the Philippines on February 16, 1970 under the name Infanta Mineral & Industrial Corporation to engage in the business of geological exploration and development. On January 26, 1994, its Articles of Incorporation was amended to change its primary purpose from exploration and development to that of engaging in the business of a holding company, and change its corporate name to Cobertson Holdings Corporation. On November 6, 1995, the Parent Company's Articles of Incorporation was again amended to change its corporate name to its present name. Its registered office address is at 12th Floor, PNB Allied Bank Center, 6754 Ayala Avenue, Makati City. On August 7, 2018, the Company's Articles of Incorporation was further amended for the extension of the Company's corporate life for another 50 years, from and after February 15, 2020.

Business Operations

The principal activities of the Parent Company and its subsidiaries (collectively referred to as the "MacroAsia Group", "the Group") are described in Note 4. The Parent Company, through its subsidiaries and associates, is presently engaged in aviation-support businesses at 27 airport locations in the Philippines. It provides in-flight catering services, ground handling services for passenger and cargo aircraft, and helicopter charter flight services. It also operates/develops the sole economic zone within the NAIA.

Through MacroAsia Catering Services, Inc. (MACS), the Parent Company, is now providing the food requirements of some passenger terminal lounges in NAIA. It has also ventured into the provision of the food service requirements of non-airline institutional clients outside the airport. Further, considering the expertise of staff gained through the exploration of the Parent Company's Infanta Nickel Project in Palawan, the Parent Company provided nickel exploration services for other mining companies, through MacroAsia Mining Corporation (MMC). Through MacroAsia Properties Development Corporation (MAPDC), the Parent Company started pursuing projects related to reclaimed water supply, bulk water supply using surface water sources, and water distribution in areas outside of Metro Manila.

Through Lufthansa Technik Philippines, Inc. (LTP), an associate, which has a maintenance, repairs and overhaul facility in the Philippines, the Parent Company provides globally competitive heavy maintenance and engineering services for specific models of Airbus and Boeing aircraft for airline clients all over the world.

2. Summary of Significant Accounting and Financial Reporting Policies

Basis of Preparation

The interim condensed consolidated financial statements have been prepared on a historical cost basis, except for equity investments held at fair value through other comprehensive income (FVTOCI) and Available for sale (AFS) investments, which are carried at fair value. The interim condensed consolidated financial statements are presented in Philippine peso (₱), the Parent Company's functional and presentation currency. Amounts are rounded to the nearest thousands unless otherwise indicated.

An additional statement of financial position as at 1 January 2018 to be defer on year-end in these consolidated financial statements due to the retrospective application of accounting policies as a result of the adoption of IFRS 16 Leases. Restatement of statements of income and cashflows comparative financial statements are to be deferred on year-end.

Statement of Compliance

The interim condensed consolidated financial statements for the period ended September 30, 2019 have been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. This does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as of December 31, 2018.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial years, except for the adoption of the following amendments to existing standards effective beginning January 1, 2019. Except as otherwise indicated, the new standards and amendments have no significant impact on the annual consolidated financial statements of the Group or the condensed interim consolidated financial statements of the Group.

- **PFRS 16, *Leases***
PFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under PAS 17, *Leases*. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognize a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognize the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The

lessee will generally recognize the amount of the re-measurement of the lease liability as an adjustment to the right-of-use asset.

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

PFRS 16 also requires lessees and lessors to make more extensive disclosures than under PAS 17. A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach. The standard's transition provisions permit certain reliefs.

The Group assessed that the adoption of PFRS 16 will result to the following:

- a. Assets and liabilities will increase because of the recognition of the right to use asset from operating lease agreements and net investment in lease for finance lease operating agreements, and
- b. Rental expense will decrease, while amortization and interest expense will increase.

The Group has applied full retrospective approach on adoption of the lease standard. Incremental borrowing rate used for discounting the lease payments are based prevailing interest rates during the commencement of the lease and shall be finalized on year-end based on the requirement of the standard.

- *Amendments to PFRS 9, Prepayment Features with Negative Compensation*
Under PFRS 9, a debt instrument can be measured at amortized cost or at FVTOCI, provided that the contractual cash flows are SPPI on the principal amount outstanding (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to PFRS 9 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract. The amendments should be applied retrospectively and are effective from January 1, 2019, with earlier application permitted.

These amendments have no impact on the consolidated financial statements of the Group.

- *Amendments to PAS 19, Employee Benefits, Plan Amendment, Curtailment or Settlement*

The amendments to PAS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

-
- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.
 - Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognized in profit or loss. An entity then determines the effect of the asset ceiling after the plan amendment, curtailment or settlement. Any change in that effect, excluding amounts included in the net interest, is recognized in other comprehensive income.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after January 1, 2019, with early application permitted. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Group.

- **Amendments to PAS 28, *Long-term Interests in Associates and Joint Ventures***
The amendments clarify that an entity applies PFRS 9 to long-term interests in an associate or joint venture to which the equity method is not applied but that, in substance, form part of the net investment in the associate or joint venture (long-term interests). This clarification is relevant because it implies that the expected credit loss model in PFRS 9 applies to such long-term interests.

The amendments also clarified that, in applying PFRS 9, an entity does not take account of any losses of the associate or joint venture, or any impairment losses on the net investment, recognized as adjustments to the net investment in the associate or joint venture that arise from applying PAS 28, *Investments in Associates and Joint Ventures*.

The amendments should be applied retrospectively and are effective from January 1, 2019, with early application permitted. Since the Group does not have long-term interests in its associate and joint venture, the amendments will not have an impact on the consolidated financial statements.

- **Philippine Interpretation IFRIC-23, *Uncertainty over Income Tax Treatments***
The interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of PAS 12, *Income Taxes*, and does not apply to taxes or levies outside the scope of PAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

The interpretation specifically addresses the following:

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

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

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

- *Annual Improvements to PFRSs 2015-2017 Cycle*
 - Amendments to PFRS 3, *Business Combinations*, and PFRS 11, *Joint Arrangements, Previously Held Interest in a Joint Operation*

The amendments clarify that, when an entity obtains control of a business that is a joint operation, it applies the requirements for a business combination achieved in stages, including remeasuring previously held interests in the assets and liabilities of the joint operation at fair value. In doing so, the acquirer remeasures its entire previously held interest in the joint operation.

A party that participates in, but does not have joint control of, a joint operation might obtain joint control of the joint operation in which the activity of the joint operation constitutes a business as defined in PFRS 3. The amendments clarify that the previously held interests in that joint operation are not remeasured.

An entity applies those amendments to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2019 and to transactions in which it obtains joint control on or after the beginning of the first annual reporting period beginning on or after January 1, 2019, with early application permitted.

These amendments are currently not applicable to the Group but may apply to future transactions.

- Amendments to PAS 12, *Income Tax Consequences of Payments on Financial Instruments Classified as Equity*

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognizes the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after January 1, 2019, with early application is permitted. These amendments have no significant impact on the consolidated financial statements.

Amendments to PAS 23, Borrowing Costs, Borrowing Costs Eligible for Capitalization

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after January 1, 2019, with early application permitted.

Since the Group's current practice is in line with these amendments, the Group does not expect any effect on its consolidated financial statements upon adoption.

Effective beginning on or after January 1, 2020

- *Amendments to PFRS 3, Definition of a Business*

The amendments to PFRS 3 clarify the minimum requirements to be a business, remove the assessment of a market participant's ability to replace missing elements, and narrow the definition of outputs. The amendments also add guidance to assess whether an acquired process is substantive and add illustrative examples. An optional fair value concentration test is introduced which permits a simplified assessment of whether an acquired set of activities and assets is not a business.

An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

These amendments will apply on future business combinations of the Group, if any.

- *Amendments to PAS 1, Presentation of Financial Statements, and PAS 8, Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*

The amendments refine the definition of material in PAS 1 and align the definitions used across PFRSs and other pronouncements. They are intended to improve the understanding of the existing requirements rather than to significantly impact an entity's materiality judgements.

An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

Effective beginning on or after January 1, 2021

- **PFRS 17, *Insurance Contracts***

PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

PFRS 17 is effective for reporting periods beginning on or after January 1, 2021, with comparative figures required. Early application is permitted.

Since the Group is not involved in insurance business, this standard is not relevant to the Group.

Deferred effectivity

- **Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture***

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

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

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company, its direct subsidiaries, the subsidiaries of MAPDC, MACS and Boracay Tubi Systems Inc. (BTSI) and the subsidiary of Watergy Business Solutions, Inc. (WBSI), and Airport Specialists' Services Corporation (ASSC) which were all incorporated in the Philippines and are registered with the Philippine Securities and Exchange Commission (SEC) as of September 30, 2019 (unaudited) and December 31, 2018 (audited).

	Nature of business	Percentage of Ownership by MAC				Percentage of Direct Ownership by MAPDC/MACS/WBSI/BTSI/MMC/ASSC	
		2019		2018		2019	2018
		Direct	Indirect ⁽²⁾	Direct	Indirect ⁽²⁾		
MAPDC	Economic Zone (Ecozone) developer/operator and water supply	100	—	100	—	—	—
MacroAsia Airport Services Corporation (MASCORP)	Groundhandling aviation services	100	—	100	—	—	—
MacroAsia Air Taxi Services, Inc. (MAATS)	Helicopter chartering services	100	—	100	—	—	—
Airport Specialists' Services Corporation (ASSC) ⁽¹⁾	Manpower services	100	—	100	—	—	—
MMC	Mine exploration, development and operation	100	—	100	—	—	—
MACS	In-flight and other catering services	67	—	67	—	—	—
MacroAsia SATS Food Industries (MSFI)	Meal production and food processing	—	67 ^(a)	—	67 ^(a)	67	67
MacroAsia SATS Inflight Services Corporation (MSISC) ⁽³⁾	Meal production and food processing	—	67 ^(a)	—	67 ^(a)	67	67
BTSI	Water treatment and distribution	—	67 ^{(4), (b)}	—	67 ^{(4), (b)}	67 ⁽⁴⁾	67 ⁽⁴⁾
MONAD Water and Sewerage Systems, Inc. (MONAD)	Water sewerage treatment	—	53.6 ^{(4), (c)}	—	53.6 ^{(5), (c)}	80 ⁽⁴⁾	80 ⁽⁴⁾
New Earth Water System, Inc. (NEWS)	Water projects	—	67 ^{(4), (c)}	—	67 ^{(4), (c)}	100 ⁽⁴⁾	100 ⁽⁴⁾
SNV Resources Development Corporation (SNVRDC)	Water treatment and distribution	—	100 ^(b)	—	100 ^(b)	100	100
Naic Water Supply Corporation (NAWASCOR)	Water distribution	—	100 ^{(5), (b)}	—	100 ^{(5), (b)}	100	100
Mabini Pangasinan Resources Development Corporation (MPRDC) ⁽³⁾	Water projects	—	100 ^(b)	—	100 ^(b)	100	100
Panay Water Business Resources, Inc. (PWBRI)	Water projects	—	90 ^(b)	—	90 ^(b)	90	90
WBSI	Water projects	—	51 ^{(4), (b)}	—	51 ^{(4), (b)}	51	51
Cavite Business Resources Inc. (CBRI)	Water projects	—	51 ^{(4), (d)}	—	51 ^{(4), (d)}	51	51
First Aviation Academy, Inc. ⁽⁶⁾	Aviation school	51	—	51	—	—	—
Summa Water Resources Inc. (SWRI)	Water treatment and equipment lease		60 ^{(e) (7)}	60 ^{(e) (7)}	—	—	60
Bulawan Mining Corporation ⁽³⁾	Mine operation, development and utilization	100 ^{(f) (8)}	100 ^{(f) (8)}	—	0	100	60

⁽¹⁾ Ceased commercial operations effective May 1, 2001

⁽²⁾ Effective ownership interest through MACS^(a), MAPDC^(b), BTSI^(c), WBSI^(d), ASSC^(e), and MMC^(f)

⁽³⁾ No commercial operations as of December 31, 2018

⁽⁴⁾ Effective ownership starting December 2, 2016

⁽⁵⁾ Effective ownership starting August 1, 2017

⁽⁶⁾ Incorporated on December 5, 2017

⁽⁷⁾ Effective ownership starting October 1, 2018

⁽⁸⁾ Effective ownership starting November 15, 2018

Subsidiaries are entities over which the Group has control. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- the ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- the contractual arrangement with the other vote holders of the investee;
- rights arising from other contractual arrangements; and
- the Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Adjustments, where necessary, are made to ensure consistency with the policies adopted by the Group.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company.

Inter-company transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated but are considered as an impairment indicator of the assets transferred.

Non-controlling Interests

Non-controlling interest represents the portion of the net assets of consolidated subsidiaries not held by the Group. Non-controlling interest is presented separately in the consolidated statement of income, consolidated statement of comprehensive income and within the equity section of the consolidated balance sheet, separate from the Company's equity. Profit or loss and each component of other comprehensive income are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. Any excess or deficit of consideration paid over the carrying amount of the non-controlling interests is recognized in equity of the Company in transactions where the non-controlling interests are acquired or sold without loss of control. This is recognized in the Company's "other reserves". If the Group loses control over a subsidiary, it: (a) derecognizes the assets (including goodwill) and liabilities of the subsidiary; (b) derecognizes the carrying amount of any non-controlling interests; (c) derecognizes the cumulative translation differences recorded in equity; (d) recognizes the fair value of the consideration received; (e) recognizes the fair value of any investment retained; (f) recognizes any surplus or deficit in profit or loss; (g) reclassifies the parent's share of components previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

The Company should re-attribute a proportion of the goodwill between the controlling and non-controlling interests when their relative ownership interests change. The proportion of goodwill that is attributable to the non-controlling interests is not necessarily equal to their ownership percentage.

Significant Judgments and Accounting Estimates

The preparation of the consolidated financial statements in accordance with PFRSs requires the Group to exercise judgments, make estimates and use assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. The 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 financial statements. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the consolidated financial statements as they become reasonably determinable.

Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on amounts recognized in the consolidated financial statements.

Determination of the Group's functional currency

Judgment is exercised in assessing various factors in determining the functional currency of each entity within the Group. These include the prices of goods and services, competition, cost and expenses, and other factors including the currency in which financing is primarily undertaken.

The Group, based on the relevant economic substance of the underlying circumstances, has determined its functional currency to be Peso. It is the currency of the primary economic environment in which the Group operates. The functional currency of LTP, one of the Group's associated companies, has been determined to be US\$.

Revenue from contracts with customers

The Group applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

Revenue from contracts with customers

The Group applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

- *Allocation of total transaction price between construction and operation and maintenance of STP*

Management determined that the contractually agreed price for construction of STP does not depict the amount the Group expects to receive for the performance obligation as the costs of STP are also expected to be recovered through the fees from operation and maintenance. Accordingly, the Group determined that the total transaction price of construction and operation and maintenance (i.e., the performance obligations) of STP needs to be allocated. This required the estimation of each of the performance obligation's stand-alone selling prices based on expected value method. The Group estimates consideration from the construction of STP based on expected gross margin. On the other hand, the Group estimates the variable consideration from operation and maintenance of STP based on the historical patterns of water consumption and room capacity of the Group's customers.

- *Determination of the timing of satisfaction of performance obligation*

In-flight and other catering, ground handling and aviation, and water services

The Group assessed that performance obligation for inflight and other catering, except for dry store and beverage, ground handling and aviation and water services are rendered to the customers over time. As a result, the Group revenue is recognized based on the extent of progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment.

Sale of dry store and beverage

The Group assessed that performance obligation for sale of dry store and beverage are satisfied at a point in time. The Group uses its judgment on when a customer obtains control of the promised goods. The Group has assessed that the actual delivery of the goods to the customer is the point in time when the performance obligation has been satisfied.

Assessment of control or significant influence over the investee

The Group makes an assessment whether or not it controls an investee by considering all relevant facts and circumstances which indicate that the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. A reassessment is made if circumstances indicate that there are changes in these control elements. The Group has significant influence over an investee if it only has the power to participate in the financial and operating policy decisions, but not control or jointly control over the investee. As of

September 30, 2019 and December 31, 2018, the Group still determined that it controls its subsidiaries and has significant influence over its associates.

Assessment operators under Philippine Interpretation IFRIC 12

Management has assessed that memoranda of agreement with the Municipality of Solano, Nueva Vizcaya (Solano) to provide water distribution facilities and with the Municipality of Naic Cavite (Naic) to develop and operate water supply and distributions system are covered by the Philippine Interpretation IFRIC 12. The memoranda of agreement qualify under the intangible asset model with respect to the operation of the waterwork facilities as the Group has the right (license) to charge users of public service.

Classification of lease arrangements

The Group as a Lessor

The Group has property leases where it has determined that the risks and rewards related to such property are retained with the lessor (i.e., no transfer of ownership of leased assets by the end of the lease term).

The Group as a Lessee

The Group, through SWRI, has a lease agreement with a third-party covering water equipment for 23 years where the lessee has an option to purchase the leased asset at any time during the lease term. Further, the current lease term approximates the economic useful lives of the related equipment. Accordingly, the related agreement was accounted for as finance lease. The carrying value of finance lease receivable amounted to ₱21.3 million.

The Group also has property leases where it has determined that the risks and rewards related to such properties are retained by the lessor. The leases are accounted for as operating leases.

Contingencies

The Group, in its normal course of business, is involved in various legal cases and claims. Based on management's assessment, the Group will be able to defend its position on these cases and that the ultimate outcome will not have a significant impact on the group financial statements. Accordingly, no provision has been recognized for these contingencies. LTP, the most significant associate of the Group also assesses the need to recognize the provisions based on the status of the claims.

Estimates and Assumptions

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revision affects that period, or in the period of revision and future periods if the revision affects both current and future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing material adjustment to the carrying amounts of the Group's assets and liabilities follow.

Determination of fair values in business combination and goodwill

The Group accounts for the acquired businesses using the acquisition method, which requires the identification of the assets and liabilities of the acquired entities and the determination of their fair values on acquisition date. Management exercises significant judgment and estimation to allocate the purchase price to the fair values of the acquiree's identifiable assets and liabilities and contingent liabilities, if any, at the acquisition date. Any difference in the purchase price and the fair values of the net assets acquired is recorded as either goodwill or gain on bargain purchase in profit or loss. In 2018, management finalized the purchase price allocation of its acquisition of NAWASCOR in 2017 which resulted in recognition of an intangible asset other than goodwill amounting to ₱89.6 million. The final goodwill from acquisition of NAWASCOR amounted to ₱36.9 million.

As of September 30, 2019, the Group is in the process of determining the fair value of the identified assets and liabilities at the date of acquisition and applied provisional accounting to consolidate SWRI. The acquisition of SWRI resulted in provisional goodwill amounting to ₱33.3 million.

Determination of fair value of financial instruments

When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair values is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these assumptions about these factors could affect the reported fair value of financial instruments.

Provision for expected credit losses (PFRS 9)

The Group uses a provision matrix to calculate ECLs for financial assets at amortized cost. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns. The provision matrix is initially based on the Group's historical observed default rates. The Group calibrates the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analyzed.

The assessment of the correlation between observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of the customer's actual default in the future.

The Group's receivables, net of allowance for the expected credit losses of ₱14.8 million, amounted to ₱1,802.7 million as of September 30, 2019.

Determination of NRV of inventories

The Group estimates the NRV of inventories based on the most reliable evidence available at the time the estimates are made. These estimates consider the fluctuations of prices or costs directly relating to events occurring after the reporting date to the extent that such events affect the value of inventories. Other factors include the age of the inventories and Company's experience on write-off and expirations.

The Group did not identify any factors which indicate inventory obsolescence based on the above discussions. Accordingly, no provision was recognized in 2019 and 2018.

The Group's inventories carried at cost as of September 30, 2019 and December 31, 2018 and amounted to ₱115.25 million and ₱88.77million, respectively.

Estimating allowances for probable losses on input taxes and TCCs

The Group estimates the level of provision for probable losses on input taxes and TCCs based on the experience of the Group and assessment of counsels assisting the Group in processing the claims and negotiating the realization of TCCs. As of September 30, 2019, and December 31, 2018, the carrying value of input taxes and TCCs amounted to ₱437.7 million and ₱341.0 million, respectively. Allowance for probable losses amounted to ₱19.1 million and ₱47.7 million as of September 30, 2019 and December 31, 2018, respectively.

Determination of fair value of investment property

The fair value of the Group's investment property is valued by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property. As of June 30, 2019, and December 31, 2018, the fair value of the investment property is based on valuation performed by an accredited and independent valuer. The carrying value of the investment property amounted to ₱143.9 million as of September 30, 2019 and December 31, 2018.

Estimation of useful lives of property and equipment

The Group estimates the useful lives of property and equipment based on the internal technical evaluation and experience with similar assets. In cases where the use of property and equipment is dependent on the grant of certain permits for an entity to conduct its business, management considers the probability of renewal of such permits based on past experience. In this situation, useful lives of property and equipment are based on the economic useful lives rather than the currently effective period of the permits. Estimated useful lives are reviewed periodically and updated if expectations differ from previous estimates due to physical wear and tear, technical and commercial obsolescence and other limits on the use of the assets. There is no change in the estimated useful lives of property and equipment in 2019 and 2018.

The carrying value of property and equipment subject to depreciation as of September 30, 2019 and December 31, 2018 amounted to ₱1,052.7 million and ₱861.3 million, respectively.

Estimation of useful life of service concession right

At the start of operation of the water work facilities, the service concession right is to be amortized over the concession period as provided in the agreements with relevant government units. The amortization period is reviewed when there are changes in the expected term of the contract or the expected pattern of consumption of future economic benefits embodied in the asset. In 2018, NAWASCOR was granted additional concession period of 15 years by the Municipality of Naic, Cavite. Accordingly, NAWASCOR changed its useful life from 25 years to 40 years. The carrying value of the service concession right amounts to ₱412.17 million and ₱408.66 million as of September 30, 2019 and December 31, 2018, respectively.

Estimation of useful life of intangible assets acquired as part of business combination

The assigned useful lives of intangibles assets acquired as part of business combination are estimated based on the period over which the asset is expected to be available for use. Such estimation is based on collective assessment of similar businesses, internal evaluation and experience with similar assets. Further, management considers the probability of renewal of certain permits and the cost and efforts in renewing such permits based on past experience. The useful life of each asset is reviewed at each financial year and updated if expectations differ from previous estimates due to technical or commercial obsolescence and legal or other limits on the use of the asset. There were no changes in the estimated useful lives of customer contract and relationships, while right to use asset is assessed to have indefinite useful life due to minimal efforts required to renew certain permits to extract and distribute water in relevant provinces based on past experience.

The carrying value of the customer contract and relationships amounted to ₱62.5 million and ₱65.0 million as of September 30, 2019 and December 31, 2018, respectively. The carrying value of the right to use asset amounted to ₱70.6 million as of September 30, 2019 and December 31, 2018.

*Determination of impairment indicators and impairment testing of nonfinancial assets**Nonfinancial assets other than goodwill and intangible assets with indefinite life*

The Group assesses at each reporting date whether there is any indication that its nonfinancial assets other than goodwill and intangible assets with indefinite life (i.e., investments in associates, property, plant and equipment, investment property, service concession right, intangible assets, deferred project costs) may be impaired. Also, the Group assesses whether facts and circumstances suggest that carrying amount of deferred mine exploration costs may exceed its recoverable amount. The factors that the Group considers important which could trigger an impairment review included the following, among others:

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

If such indication exists, the Group performs impairment testing to estimate the recoverable amount of the related asset. Management determined certain facts which indicate impairment of the service concession right which required impairment testing as of September 30, 2019.

The carrying values of the nonfinancial assets are as follows:

	2019	2018
Investments in associates	₱1,924,282,783	₱2,096,020,589
Property, plant and equipment	2,479,052,231	2,059,122,487
Investment property	143,852,303	143,852,303
Service concession right	412,169,881	408,658,272
Deferred project costs	42,783,267	56,813,350
Deferred mine exploration costs	20,418,948	20,418,948

For the purpose of impairment testing of SNVRDC's service concession right, recoverable amount is determined based on the value-in-use using cash flow projections based on financial budgets as approved by management covering 20 years of projections, coterminous to the term of the concession agreement with the Municipality of Solano. The projected cash flows are based on expectations of future outcomes considering past experience, adjusted for anticipated revenue growth based on management's future plans. The discount rate is a pre-tax measure based on the weighted average cost of capital of listed entities with similar assets or similar in terms of potential risk. The pre-tax discount rate used is 14.5% in 2018.

Goodwill and intangible assets with indefinite life

For goodwill and intangible assets with indefinite useful life, the Group performs impairment testing at least on an annual basis or more frequently, if events or changes in circumstances indicate that it may be impaired. For the purpose of impairment testing, goodwill has been allocated to BTSI group, NAWASCOR and MACS in 2019 and 2018 as the cash generating units. Goodwill acquired from the acquisition of SWRI is yet to be allocated to the cash-generating unit.

The recoverable amounts of the cash-generating units have been determined based on a value-in-use calculation using cash flow projections based on financial budgets as approved by management covering five years of projections. The projected cash flows are based on expectations of future outcomes taking into account past experience, adjusted for anticipated revenue growth based on management's future plans. Cash flows beyond the forecast period are extrapolated into perpetuity assuming four percent growth rate for impairment test purposes. The discount rate is a pre-tax measure based on the weighted average cost of capital of listed entities with similar assets or similar in terms of potential risk. The pre-tax discount rate used ranges 15.4% to 17.0% in 2019 and 2018.

The carrying value of goodwill subjected to impairment testing, except for goodwill arising from SWRI acquisition, amounted to ₱100.5 million as of September 30, 2019 and December 31, 2018.

For the right to use asset, the recoverable amount is determined based on fair value less cost to sell calculations determined by discounting notional royalty savings after tax. These calculations use net sales projections and the related royalty savings based on a five-year projection. Net sales beyond the forecast period are extrapolated into perpetuity assuming four percent growth rate for impairment test purposes. Management considered the impact of cost to sell in the calculations of fair value less cost to sell as negligible. The royalty rate is the average of royalty rates for water distribution entities, while the discount rate was a pre-tax measure based on the weighted average cost of capital of listed entities with similar assets or similar in terms of potential risk. The royalty rate applied is 1.6% while pre-tax discount rates used range from 17.0% in 2019 and 2018.

The carrying value of right to use asset amounted to ₱70.6 million as of September 30, 2019 and December 31, 2018.

Management believes that no reasonably possible change in any of the assumptions used would cause the carrying values of the goodwill and right to use asset to exceed their recoverable amounts. Based on management's assessment, the recoverable amounts of these assets are higher than their carrying values, thus no impairment loss was recognized.

Impairment of deferred mine exploration costs

For deferred mine exploration costs, the Company considers its ability to secure the necessary permits to continue its exploration activities within the mining tenements and the probability of subsequent operations of mining tenements. The recovery of deferred mine exploration costs depends upon the success of exploration activities, the discovery of recoverable reserves in quantities that can be commercially produced and future development of the mining properties, including grants of necessary permits.

While the Company finds its MPSAs valid and subsisting as affirmed by the MGB through the DENR, the Company assessed the prevailing mining prospects in the coming years and saw valid reasons to fully provide with allowance for probable losses on its deferred mine exploration costs relating to Infanta Nickel Project. In 2016, the Company recognized provision for probable losses amounting to ₱212.9 million which management believes still appropriate in view of its long outstanding applications to renew the exploration permits of its MPSAs in Palawan.

Estimation of retirement benefits costs and obligation, and accumulating leave credits

The cost of defined benefit pension plans, as well as the present value of the pension obligation is, determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates and future salary increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All significant assumptions are reviewed at each reporting date. The calculation of accumulating leave credits follows the same assumptions as the defined benefit costs.

In determining the appropriate discount rate, management considers the interest rates of government bonds, adjusted to zero coupon rates, with term consistent with the obligation of the plan.

Accrued retirement benefits payable amounted to ₱14.3 million and ₱29.1 million as of September 30, 2019 and December 31, 2018, respectively. Pension asset amounted to ₱39.5 million and ₱37.2 million as of September 30, 2019 and December 31, 2018, respectively, and is included under “Other noncurrent assets” account.

Estimation of provisions for probable loss

The Group is a party to certain claims arising from the normal course of business. The estimate of probable costs of possible claims has been developed in consultation with the Company’s legal counsel and is based upon an analysis of potential results. In 2016, the Group recognized provision for claims amounting to ₱4.8 million. Outstanding amounts of provision which are included as part of “Accounts payable and accrued liabilities” amounted to ₱4.8 million as of September 30, 2019 and December 31, 2018, respectively. The information usually required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, is not disclosed as it may prejudice the Company’s negotiation with the third party.

LTP, on the other hand, has recognized provisions as of September 30, 2019 and December 31, 2018, which relate to certain claims by third parties. LTP’s management exercised significant judgment in assessing the probability of the claims based on historical experience.

Recognition of deferred income tax assets

The Group reviews the carrying amounts of deferred income tax assets (gross of deferred income tax liabilities) at each reporting date and adjusts the balance of deferred income tax assets to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred income tax assets to be utilized. The determination of future taxable income, which will establish the amount of deferred income tax assets that can be recognized, requires the estimation and use of assumptions about the Group’s future income and timing of reversal of temporary differences, unused NOLCO and excess MCIT.

Deferred income tax assets recognized, which relate primarily to operating subsidiaries, amounted to ₱27.25 million and ₱18.93 million as of September 30, 2019 and December 31, 2018, respectively. The Group also has unrecognized deferred income taxes primarily on the non-operating subsidiaries’ temporary differences, NOLCO and MCIT.

3. Segment Information

The Group's operating businesses are organized and managed separately according to the nature of the aviation-support service provided by its four subsidiaries, maintenance, repairs and overhaul, mining-related activities and water treatment and distribution. This is the basis on which the Group reports its primary segment information. The Group also monitors the revenue and operating results of its associates. Information with respect to these subsidiaries, as well as the Group's associates. The Group's geographic segment is the Philippines only. The Group operates and derives all its revenue from domestic operation.

The operations of Group's segments are described as follows:

- In-flight and other catering segment, which is operated by MACS and its subsidiaries, MSFI and MSISC, refers to servicing of meal requirements of certain foreign and domestic passenger airlines at the NAIA and the MDA and of certain non-airline institutional accounts.
- Ground handling and aviation segment, which is operated by MASCORP, refers to both ramp and passenger handling and aviation services to foreign airlines and domestic carriers at 27 airport locations.
- Charter flights segment, which is handled by MAATS, provided international and domestic chartered flights from its base at the General Aviation Area, MDA to any point within the Philippines, through alliances with other helicopter owners. Beginning August 22, 2016, MAATS ceased operating its helicopter charter and is now focused on its Fixed Base Operations (FBO) revenue generating activities.
- Rental and administrative segment, which is primarily operated through MAPDC, pertains to the sub-lease of the MacroAsia Ecozone at NAIA, which MAPDC leases from Manila International Airport Authority (MIAA) with LTP as the anchor locator.
- Mining segment, which pertains to mining-related activities of the Group, refers to expenditures for exploration activities and rendering of exploration-related services.
- Water segment pertains to development (e.g., studies, surveys) and construction of water-treatment facilities activities, which are undertaken by MAPDC through its subsidiaries (NAWASCOR, SNVRDC, MPRDC, PWBRI, WBSI and its subsidiary, CBRI and BTSI and its subsidiaries, MONAD and NEWS) and a newly acquired company SUMMA by ASSC.
- Associates, which represents the Group's investments in associates that are accounted for using the equity method.

The Group has only one geographic segment. There were no inter-segment sales as of September 30, 2019. Segment assets include the operating assets used by a segment and consist principally of cash and cash equivalents, receivables, inventories, other current assets and property and equipment, net of allowances, depreciation and any impairment in value. Segment liabilities include all operating liabilities for and consist principally of notes payable, accounts payable and accrued liabilities. Segment results pertain to net income after tax.

Financial information on the Group's business segments as of and for the period ended September 30, 2019 and 2018 are as follows:

(In Thousand Pesos)

	July - September		January to September	
REVENUE – External	2019	2018	2019	2018
In-flight and other catering services	783,268	425,094	2,110,713	1,262,937
Ground handling and aviation	787,484	396,246	2,028,334	1,038,673
Rental and administrative	7,137	49,452	22,428	148,071
Aviation training fee	19,310		27,013	
Charter flights		-		
Water	87,893	25,996	256,271	104,958
Mining	7,748	-	10,141	-
Total segment and consolidated revenue	1,692,840	896,789	4,454,900	2,554,638
RESULT – Segment result				
In-flight and other catering services	119,358	81,854	349,402	251,039
Ground handling and aviation	55,152	39,979	221,692	86,756
Rental and administrative services	(29,805)	(2,258)	(52,501)	(31,235)
Aviation training	1,933	-	4,537	
Charter flights	4,700	768	(11,130)	2,316
Water	5,443	(19,575)	13,926	(25,800)
Mining	(2,808)	(4,659)	(14,519)	(15,177)
Share in net income (loss) of associates	277,247	226,588	784,149	791,659
Total segment results	431,220	322,698	1,295,555	1,059,560
Unallocated corporate income (expenses) and eliminations	(72,955)	(38,695)	(214,935)	(172,611)
Provision for income tax	(49,943)	(31,023)	(160,456)	(82,656)
Consolidated net income (loss)	308,322	252,979	920,164	804,293

OTHER INFORMATION	Sep-19	Dec-18
Segment assets		Restated
In-flight and other catering services	2,342,722	1,835,906
Ground handling and aviation	1,720,090	1,114,641
Rental and administrative services	3,068,424	4,279,362
Charter flights	36,421	41,327
Investment in associates	1,924,283	2,096,021
Aviation training	240,771	37,893
Water	1,431,002	1,389,055
Mining	31,171	39,258
Total segment assets	10,794,883	10,833,463
Investment property	143,852	143,852
Deferred tax asset	27,249	18,927
Unallocated corporate assets and eliminations	897,613	(607,850)
Consolidated total assets	11,863,597	10,388,393

Segment liabilities		
In-flight and other catering services	1,339,245	1,067,493
Ground handling and aviation	914,546	740,793
Rental and administrative services	2,758,588	3,916,056
Aviation training	168,574	38,469
Charter flights	11,178	23,387
Water	599,566	1,030,011
Mining	20,631	10,094
Total segment liabilities	5,812,326	6,826,302
Deferred tax liabilities	133,917	130,138
Unallocated corporate liabilities and eliminations	136,921	(1,957,787)
Consolidated total liabilities	6,083,165	4,998,653

Additions (Disposals) - net	July - September		January to September	
	2019	2018	2019	2018
In-flight catering services	67,322	122,455	124,457	267,687
Ground handling and aviation	44,992	15,788	162,037	34,512
Rental and administrative services	1,790	746	15,806	1,630
Charter flights	-	28	-	61
Aviation training	723	-	69,021	-
Water	34,683	110,008	215,909	240,478
Mining	1,168	-	2,814	-
Unallocated corporate capital expenditures	-707	2,914	-92	6,370
Total	149,971	251,939	589,951	550,739

Depreciation & amortization				
In-flight catering services	17,868	11,701	41,848	35,503
Ground handling and aviation	25,615	13,406	58,859	38,020
Rental and administrative services	17,258	1,239	19,720	3,577
Charter flights	-	-	0	-
Aviation training	4,351	-	5,368	-
Water	18,614	11,714	53,784	35,340
Mining	2,112	1,805	5,653	5,431
Unallocated corporate depreciation and amortization	1,911	2,230	5,649	4,710
Total	87,730	42,095	190,881	122,581

Non cash expenses other than depreciation & amortization				
In-flight catering services	2,026	3,474	-287	13,187
Ground handling and aviation services	-9	(87)	1,321	-4,822
	2,017	3,387	1,034	8,365

4. Basic/Diluted Earnings per Share

Basic/diluted earnings per share are computed as follows:

<i>(In thousand pesos except earnings per share)</i>	Sep-19	Dec-18	Sep-18
Net income attributable to equity holders of the parent	858.1	1,048.2	773.2
Divided by number of common shares outstanding	1,587,918	1,592,102	1,594,759
	0.5404	0.6584	0.4848

5. Equity

a. Restriction on retained earnings of the Group

The retained earnings as of September 30, 2019 is restricted for dividend declaration for the portion equivalent to the following:

- Undistributed earnings of subsidiaries and equity in net earnings of associates amounting to ₱1,681.4 million and ₱1,484.2 million as of September 30, 2019 and December 31, 2018, respectively.
- Cost of treasury shares amounting to ₱347.84 million and ₱176.22 million as of September 30, 2019 and December 31, 2018, respectively.
- Deferred income tax assets amounting to ₱27.25 million and ₱18.93 million as of September 30, 2019 and as December 31, 2018, respectively.

b. Appropriation of retained earnings

On December 6, 2018, the MASCORP's BOD approved to appropriate another ₱65,000,000 of the unappropriated retained earnings for purposes of various investment to expand business of the Company.

On December 6, 2018, the MASCORP's BOD approved the release of appropriated retained earnings of ₱30,000,000 made on June 12, 2012 for business expansion.

On December 6, 2018, the MACS' BOD approved the additional appropriation of ₱210.0 million for the construction of the offsite commissary, catering trucks, and facility/equipment upgrade of the Company.

On December 6, 2018, the MACS' BOD approved the release of appropriated retained earnings of ₱100,000,000 appropriated in 2017 and 2016 for construction of offsite commissary.

On March 22, 2018, the BOD released the appropriation for the mining development projects in 2011 amounting to ₱393.1 million for the distribution of 30% stock

dividends declared on the same date which is approved by the shareholders on the Company's annual stockholders' meeting to held on July 20, 2018.

On March 20, 2018, the MASCORP's BOD approved to appropriate another ₱50,000,000 of the unappropriated retained earnings for business expansion program.

On November 28, 2017, the MACS' BOD approved the additional appropriation of ₱55.0 million for the construction of the offsite commissary and equipment upgrade of the Company.

On December 8, 2016, the BOD released from appropriation the ₱50.0 million appropriated in 2015 for the purchase of catering delivery trucks and ₱100.0 million appropriated in 2014 and 2012 for the plant expansion. These amounts were approved to be re-allocated for the plant facility expansion in NAIA and offsite commissary construction project. On the same date, the BOD approved the appropriation of additional ₱110.0 million for the same purpose of plant facility expansion in the next two years, such that the total appropriation amounts to ₱260.0 million.

On December 12, 2015, MACS' BOD approved the appropriation of the Company's retained earnings amounting to ₱50.0 million for the purchase of catering delivery trucks in 2016 and the business expansion program in the next two years.

On December 12, 2011 and July 15, 2011, the Company's BOD approved the appropriation of the Company's retained earnings which amounted to ₱393.1 million and ₱300.0 million, respectively, for the mining development projects and water projects, respectively. As to the mining project, the Company intends to start development activities and mining operations after the grant of operating permits.

On June 21, 2012, MASCORP's BOD approved the appropriation of it retained earnings which amounted to ₱30.0 million for business expansion.

- c. Cash dividends declared by the Parent Company from the unappropriated retained earnings are as follows:

Date Approved	Per share	Stockholder of Record Date	Date of Payment
March 14, 2019	₱0.200	April 12, 2019	May 10, 2019
December 13, 2017	₱0.140	January 5, 2018	January 31, 2018
December 14, 2016	₱0.080	January 6, 2017	February 1, 2017
December 14, 2015	₱0.075	January 4, 2016	January 28, 2016

- d. Treasury stock

On July 16, 2010, the BOD approved the Share Buyback Program (the Program) involving a total cash outlay of ₱50.0 million for the repurchase of the outstanding common shares of the Parent Company from the market, using the trading facilities

of the Philippine Stock Exchange (PSE). The Program will not involve any active or widespread solicitation for stockholders to sell. Repurchase of shares of stock will be done during the period of the Program at such prices perceived by the Parent Company to be lower than the inherent value of the share. The Program will run until the ₱50.0 million authorized cash outlay is fully utilized or until such time that the BOD may direct, subject to appropriate disclosures to the PSE and the SEC.

On June 15 2017, the Board of Directors of MacroAsia Corporation approved to allot ₱210.0 million to buy back shares of MacroAsia Corporation at market price. The mechanics of which shall be similar to the ₱50.0 million buyback program implemented in 2010. The Program commenced on June 20, 2017 and will run until the ₱210.0 million pesos authorized cash outlay is fully utilized, or until such time that the Board of Directors of MacroAsia may direct, subject to appropriate disclosures to the PSE and the SEC.

On March 14, 2019, the Board of Directors approved ₱200.0 million additional funding to the 2017 Share Buyback Program.

As of September 30, 2019, the Company has reacquired 35,220,200 shares for ₱347,838,969.

Movement in the Parent Company's outstanding shares follows:

	Issued	Treasury	Outstanding
As of December 31, 2009	1,250,000,000	–	1,250,000,000
Acquisition of treasury shares in 2010	–	(2,985,000)	(2,985,000)
As of December 31, 2010	1,250,000,000	(2,985,000)	1,247,015,000
Acquisition of treasury shares in 2011	–	(7,486,000)	(7,486,000)
As of December 31, 2011	1,250,000,000	(10,471,000)	1,239,529,000
Acquisition of treasury shares in 2012	–	(6,125,000)	(6,125,000)
As of December 31, 2014, 2015 and 2016	1,250,000,000	(16,596,000)	1,233,404,000
Acquisition of treasury shares in 2017	–	(6,249,600)	(6,249,600)
As of December 31, 2017	1,250,000,000	(22,845,600)	1,227,154,400
Stock dividend declaration	368,146,293	–	368,146,293
Acquisition of treasury shares in 2018	–	(3,949,100)	(3,949,100)
As of December 31, 2018	1,618,146,293	(26,794,700)	1,591,351,593
Acquisition of treasury shares in 2019	–	(8,425,500)	(8,425,500)
As of September 30, 2019	1,618,146,293	(35,220,200)	1,582,926,093

e. Track record of registration of securities

On August 30, 1974, the SEC authorized the registration and licensing of the Parent Company's securities with total par value of ₱20.0 million divided into 2,000,000,000 shares with a par value of ₱0.01 per share.

On December 10, 1993, the Company amended its articles of incorporation, increasing the par value of its shares from ₱0.01 per share to ₱1.00 per share.

On March 22, 2000, the Philippine Stock Exchange, Inc. authorized to list the Parent Company's 750,000,000 shares, with a par value of ₱1.00 per share and 500,000,000 warrants divided into the following:

- i. 250,000,000 shares to cover the 1:4 stock rights offering to stockholders of record as of April 12, 2000 at an offer price of ₱2.00 per share;
 - ii. 500,000,000 warrants to cover the 2:1 warrants offering attached to and detachable from the rights shares at a subscription price of ₱0.10 per warrant; and
 - iii. 500,000,000 shares to cover the underlying shares of warrants at an exercise price of ₱6.00 per share. Actual listing of the underlying common shares of the warrants shall take effect upon the exercise of the warrants.
- i. All warrants expired in 2005.

MAC's shares are listed and traded at the Philippine Stock Exchange, Inc. and it has approximately 845 and 842 holders of its common equity as of September 30, 2019 and December 31, 2018, respectively.

f. Cash dividends received by non-controlling interest

Entity	Date Declared	Amount	Per share	Dividends attributable to non-controlling interest (SATS)
MACS	December 6, 2018	₱75,000,000	₱60.0	₱24,750,000
MACS	November 28, 2017	70,000,000	56.0	23,100,000
MACS	December 8, 2016	50,000,000	40.0	16,500,000

g. Acquisition of non-controlling interest

In December 2015, MAPDC entered into a share purchase agreement with a third party wherein WBSI shall be owned by MAPDC and the third party at 51% and 49%, respectively. The transaction was accounted for as a sale of share in subsidiary without loss of control; thus an equity transaction. The excess of consideration received over the Company amount of the non-controlling interests amounted to ₱24.3 million, which is presented as part of "Other reserves" in the equity section of the balance sheets.

Proportionate share of equity allocated to non-controlling interests and gain on sale, net of transaction costs of ₱2.7 million, amounted to ₱10.7 million and ₱24.3 million, respectively, and are presented as part of “Other reserves” in equity account in the 2015 consolidated balance sheet.

In July 2015, the Company signed a Sale and Purchase Agreement with SATS to sell 162,500 shares representing 13% of the total issued and outstanding capital stock of MACS. After the sale, MACS is 33% owned by SATS. The excess of consideration received over the carrying amount of the non-controlling interests amounted to ₱119.0 million, which is presented as part of “Other reserves” in the equity section of the balance sheets.

6. Capital Management

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

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders and repurchase or issue new shares. The Group is not subject to externally imposed capital requirements as of September 30, 2019 and December 31, 2018. Further, no changes were made in the objectives, policies or processes for the period ended December 31, 2018 and for the nine-month period ended September 30, 2019.

The Group monitors capital vis-à-vis after tax profit. The Group also monitors the equity ratio. Equity considered by the Group is total equity in the consolidated balance sheets, excluding items arising from other comprehensive income. The return on equity ratio is computed by dividing the after tax profit by total capital.

The following summarizes the total capital considered by the Group and the computation of the return on equity:

	30-Sep-19	31-Dec-18	30-Sep-18
Capital stock	1,618,146,293	1,618,146,293	1,618,146,293
Additional paid in capital	281,437,118	281,437,118	281,437,118
Treasury shares	(347,838,969)	-176,215,402	(125,456,934)
Retained earnings	3,614,458,404	3,074,581,946	3,255,570,406
	5,166,202,846	5,251,855,204	5,029,696,883
Net income after tax	920,164,233	1,083,583,808	804,292,659
Return on equity	17.81%	20.63%	15.99%

7. Financial Risk Management Objectives and Policies

Risk Management Structure

Audit Committee

The Committee performs oversight role on financial management functions especially in the areas of managing credit, market, liquidity, operational, legal and other risks of the Group.

Risk Management Committee

The Committee assists the BOD in identifying and assessing the various risks to which the Group is exposed to. The Committee also ensures that the Group's management has implemented a process to identify, manage and report on the risks that might prevent the Group from achieving its strategic objectives.

Board of Directors

The BOD is responsible for the overall risk management approach and for approval of risk strategies and principles of the Group.

Financial Risk Management

The Group's principal financial instruments is comprised of cash and cash equivalents and some external liabilities which were availed of primarily to fund operations. The Group has other financial assets and financial liabilities such as trade receivables and payables which arise directly from operations.

The main risks arising from the Group's financial instruments are foreign currency risk, credit risk, interest rate risk and liquidity risk. The BOD reviews and approves policies for managing these risks and they are summarized as follows:

Foreign currency risk

The Group's transactional currency exposure arises from sales in currencies other than its functional currency and retaining its cash substantially in currency other than its functional currency. Currently, approximately 73% of MACS' and 15% of MASCORP's revenue are

denominated in US\$. In addition, the Group closely monitors the foreign exchange rates fluctuations and regularly assesses the impact of future foreign exchange movements on its operations.

The following table demonstrates the impact on the Group's income before income tax and equity of reasonably possible changes in the US\$, with all other variables held constant

<i>(in millions)</i>		Increase (decrease) on Income/Loss before Income Tax US\$
	Movement in US\$	
2019	Increase of 5%	64.5
	Decrease of 5%	(64.5)
2018	Increase of 5%	57.9
	Decrease of 5%	(57.9)
2017	Increase of 5%	24.1
	Decrease of 5%	(24.1)

Credit and concentration risk

Credit risk is the risk that the Group will incur a loss because its customers or counterparties failed to discharge their contractual obligations. The Group manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties and by monitoring exposures in relation to such limits.

The Group trades only with related parties and duly evaluated and approved creditworthy third parties. It is the Group's policy that all customers and counterparties that wish to trade with the Group, particularly on credit terms, are subjected to credit verification procedures. In addition, receivable balances are monitored on a continuous basis with the result that the Group's exposure to bad debts is not significant. The Group has major concentration of credit risk given that the Group's cash and cash equivalents are deposited in the local affiliated bank. Further, MASCORP's major customers include PAL and Air Phil.

MMC also has two customers. However, since these companies are related parties and the local affiliated bank is one of the country's reputable banks, management believes that the Group is not exposed to any significant risk.

With respect to credit risk arising from financial assets, the Group's exposure arises from default of the counterparty, with a maximum exposure equal to the carrying values of these instruments. The Group only deals with financial institutions that have been approved by the BOD of the Parent Company and those of its subsidiaries. The Group does not require any collateral and other credit enhancements.

Consequently, an impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses (ECL). The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating, and coverage by letters of credit or other forms of credit insurance).

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

- a. *Probability of default (PD)* is an estimate of the likelihood of default over a given time horizon.
- b. *Exposure at default (EAD)* is an estimate of the exposure at a future default date taking into account expected changes in the exposure after the reporting date.
- c. *Loss given default (LGD)* is an estimate of the loss arising in the case where a default occurs at a given time.

For cash in bank, the Group applies the low credit risk simplification where the Group measures the ECLs on a 12-month basis based on the probability of default and loss given default which are publicly available. The Group also evaluates the credit rating of the bank and other financial institutions to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

For trade and other receivables, an impairment analysis is performed at each reporting date using a provision matrix to measure ECLs. The provision rates are based on days past due for groupings of customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money, and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

In its ECL models, the Group relies on a broad range of forward looking information as economic inputs, such as:

- Gross Domestic Product (GDP) growth rates
- Unemployment rates
- Inflation rates
- Interest rates
- Foreign currency exchange rates

The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material. Based on the Group's credit risk experience, expected credit loss rate increases as the age of the receivables increase.

The tables below show the credit quality of the Group's financial assets and an aging analysis of past due but not impaired financial assets.

September 30, 2019	Current	Neither past due nor impaired				ECL	Total
		Less than 30 days	31 to 60 days	61 to 90 days	Over 90 days		
<i>Loans and receivable:</i>							
Cash in bank and cash equivalents*	987,541,626	-	-	-	-	-	987,541,626
<i>Receivables:</i>							
Trade	876,495,210.37	186,133,785	38,796,686	142,162,728.92	357,549,297.85	(14,827,620)	1,586,310,089
Dividends receivable	-	-	-	-	-	-	-
Due from officers and employees	-	33,938,497	-	-	-	-	33,938,497
Interest receivable	2,271,732	-	-	-	-	-	2,271,732
Other receivables	-	128,265,783	-	-	-	-	128,265,783
Non-Trade	49,064,857	-	-	-	-	-	49,064,857
Deposits	41,594,236	-	-	-	-	-	41,594,236
Restricted cash investment	7,181,182	-	-	-	-	-	7,181,182
Contract Assets	28,109,868.33	-	-	-	-	-	28,109,868.33
	1,992,258,711	348,338,065	38,796,686	142,162,729	357,549,298	-14,827,620	2,864,277,870

*Exclusive of cash on hand amounting to P4,054,714 as of September 30, 2019.

December 31, 2018	Current	Past due				ECL	Total, net of ECL
		Less than 30 Days	31 to 60 Days	61 to 90 Days	Over 90 Days		
<i>Financial assets:</i>							
Cash in bank	662,373,061	-	-	-	-	-	662,373,061
Trade receivables	437,735,828	92,958,211	19,375,690	70,998,357	193,453,497	(14,918,648)	799,602,935
Dividends receivable	42,000,000	-	-	-	-	-	42,000,000
Due from officers and employees	15,510,511	-	-	-	-	-	15,510,511
Interest receivable	2,271,732	-	-	-	-	-	2,271,732
Other receivables	38,161,559	-	-	-	-	-	38,161,559
Deposits	41,367,513	-	-	-	-	-	41,367,513
Restricted cash investment	7,181,182	-	-	-	-	-	7,181,182
Contract assets	28,289,382	-	-	-	-	-	28,289,382
	1,274,890,768	92,958,211	19,375,690	70,998,357	193,453,497	-14,918,648	1,636,757,875

Impairment assessment

The main considerations for impairment assessment include whether any payments are overdue or if there are any known difficulties in the cash flows of the counterparties. The Group assesses impairment on an individual account basis.

Items considered when determining allowance amounts include the sustainability of the counterparty's business plan, its ability to improve performance once a financial difficulty has arisen, projected receipts and the expected dividend payout should bankruptcy ensue, the availability of other financial support and the realizable value of collateral, and the timing of the expected cash flows. The impairment losses are evaluated at each reporting date, unless unforeseen circumstances require more careful attention even at interim.

Credit quality per class of financial assets

The credit quality of financial assets is managed by the Group using internal credit ratings. The Group considers its cash and cash equivalents (including restricted cash investment) as high grade since these are placed in financial institutions of high credit standing. Accordingly, ECLs relating to cash and cash equivalents rounds to zero. The Group considers its dividend receivables as high grade as these are due from an associate who has strong capacity to pay; thus LGD is considered low and no ECL is recognized. The Group considers its advances to officers and employees as standard grade as collectability is assured through salary deduction. Accordingly, the LGD is considered low; thus, no ECLs are recognized on the advances to employees.

Interest rate risk

The Group's exposure to the risk for changes in market interest rates relates primarily to the Group's notes payable with floating interest rates. The Group has a practice of keeping its interest-bearing liabilities to third parties within a threshold that can be serviced through operating cash flows.

Management closely monitors the behavior of interest rates to ensure that cash flow interest rate risk is kept within management's tolerable level. Finally, interest-bearing liabilities are ordinarily incurred on a short-term basis only.

The following table sets forth the estimated change in the Group's income before income tax (through the impact on the variable rate borrowings) due to parallel challenges in the interest rate curve in terms of basis points (bp) as of September 30, 2019, with all other variables held constant. There is no other impact on the Group's equity other than those already affecting the consolidated statements of income.

	Increase (decrease) in income before income tax September 30, 2019	Increase (decrease) in income before income tax December 31, 2018
	<i>(in millions)</i>	
100 bp rise	(P14.51)	(P6.65)
100 bp fall	14.51	6.65
50 bp rise	(7.26)	(3.32)
50 bp fall	7.26	3.32

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its obligations when they fall due under normal and stress circumstances. To limit this risk, management manages assets with liquidity in mind, and monitors future cash flows and liquidity on a daily basis. This incorporates an assessment of expected cash flows which could be used to secure additional funding if required.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of operating cash flows, advances from related parties and short-term bank loans.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual and undiscounted repayment obligations. Repayments which are subject to notice are treated as if notice were to be given immediately. The table also analyses the maturity profile of the Group's financial assets held for managing liquidity in order to provide complete view of the Group's contractual commitments and liquidity.

As of September 30, 2019	< 1 year	>1-2 years	>2-3 years	>5 years	Total
Loans and receivables:					
Cash and cash equivalents	991,596,340	-	-	-	991,596,340
Receivables:					
Trade	1,586,310,089	-	-	-	1,586,310,089
Dividends receivable	-	-	-	-	-
Interest receivable	2,271,732	-	-	-	2,271,732
Installment receivable	-	16,392,830	24,589,245	20,491,038	61,473,113
Finance lease receivable	399,917	1,506,004	2,473,791	16,914,113	21,293,824
Deposits	-	-	-	41,594,236	41,594,236
	2,580,578,078	17,898,833	27,063,036	78,999,387	2,704,539,334
Other financial liabilities:					
Accounts payable and accrued liabilities	1,619,193,299	-	-	-	1,619,193,299
Notes Payable	297,573,133	248,298,137	264,964,804	638,688,486	1,449,524,559
Dividends payable	9,534,285	-	-	-	9,534,285
Deposit	-	-	-	18,931,226	18,931,226
	1,926,300,716	248,298,137	264,964,804	657,619,711	3,097,183,368
Liquidity position	654,277,362	(230,399,304)	(237,901,768)	(578,620,325)	(392,644,035)

As of Dec. 31, 2018	< 1 year	>1-2 years	>2-3 years	>5 years	Total
Loans and receivables:					
Cash and cash equivalents	675,196,833	-	-	-	675,196,833
Receivables:					
Trade	799,602,935	-	-	-	799,602,935
Dividends receivable	42,000,000	-	-	-	42,000,000
Interest receivable	2,271,732	-	-	-	2,271,732
Installment receivable*	-	16,480,236	24,720,355	20,600,296	61,800,887
Finance lease receivable**	352,779	1,328,491	2,182,205	14,920,447	18,783,922
Deposits***	-	-	-	61,690,978	61,690,978
	1,519,424,279	17,808,727	26,902,560	97,211,721	1,661,347,287
Other financial liabilities:					
Accounts payable and accrued liabilities****	810,044,510	-	-	-	810,044,510
Notes payable*****	503,921,671	311,922,620	304,128,411	104,132,965	1,224,105,667
Dividends payable	8,859,024	-	-	-	8,859,024
Deposit*****	-	-	-	24,588,995	24,588,995
	1,322,825,205	311,922,620	304,128,411	128,721,960	2,067,598,196
Liquidity position	196,599,074	(294,113,893)	(277,225,851)	(31,510,239)	(406,250,909)

* Gross of unearned interest income of P12,402,113. The current portion amounting to P40,668,657 is presented under trade.

**Gross of unearned interest income of P4,106,803 exclusive of P524,895 included under trade.

*** Exclusive of nonfinancial liabilities of P71,296,495.

**** Inclusive of interest to maturity of P122,129,746

8. Fair Value of Financial Instruments

The following is a comparison by category of carrying amounts and fair values of the Group's financial instruments that are reflected in the consolidated financial statements as of September 30, 2019 and December 31, 2018:

As at 30 September 2019			Fair value measurements using		
	Date of valuation	Carrying value	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measures at fair value:					
Equity instruments designated at FVTOCI	September 30, 2019	65,155,800		65,155,800	-
Assets for which fair value is disclosed:					
Installment receivables		61,473,113	-	-	61,473,113
Investment property	September 30, 2019	143,852,303	-	-	143,852,303
Deposits		41,594,236	-	-	41,594,236
Liabilities for which fair value is disclosed					
Long term debts		1,151,951,428	-	1,151,951,428	-
Deposits	September 30, 2019	18,931,226	-	-	18,931,226

As at 31 December 2018			Fair value measurements using		
	Date of valuation	Carrying value	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measures at fair value:					
Equity instruments designated at FVTOCI	December 31, 2018	45,155,800	-	45,155,800	-
Assets for which fair value is disclosed:					
Installment receivables	December 31, 2018	64,075,893	-	-	64,075,893
Investment property	December 31, 2018	143,852,303	-	-	261,096,000
Deposits	December 31, 2018	41,367,513	-	-	41,367,513
Liabilities for which fair value is disclosed					
Deposits	December 31, 2018	17,881,940	-	-	17,881,940
Long term debts	December 31, 2018	753,525,921	-	753,525,921	-

The Group determined that its investments in government bonds and golf club shares are categorized at Level 2 in the fair value hierarchy. The Group assessed that, while there is a market for these securities, transactions are infrequent.

There have been no transfers between Level 1 and 2 in 2019 and 2018.

Cash and cash equivalents, receivables, accounts payables and accrued liabilities

The carrying values of cash and cash equivalents, receivables and accounts payable and accrued liabilities approximate their fair value due to their short-term nature.

Notes payable

The carrying value of notes payable approximates its fair value due to the re-pricing feature of the interest it carries.

Installment receivables and deposits

The carrying values of installment receivables and deposits are determined based on the present value of expected cash flows discounted at the Group's borrowing rate.

Dividends payable

The carrying value of dividends payable approximates its fair value since they are expected to be settled within a short period of time after its declaration.

Long-term debts

The carrying value of long-term debts approximate its fair value due to the re-pricing feature of the interest it carries.

Equity instruments designated at FVTOCI

The Group's investments in golf club share and other proprietary shares are carried at fair value based on published club share quotes that are publicly available from the local dailies and from the website of club share brokers.

Investment property

The Philippine SEC-accredited and independent appraiser used the "Market Data Approach" in valuing the property. The Group has determined that the highest and best use of the property is its current use (i.e., industrial purpose).