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**L E T**  
LEISURE ENTERTAINMENT TASTE

## **LET GROUP HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1383)**

### **Overseas Regulatory Announcement: by an overseas listed subsidiary**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Suntrust Resort Holdings, Inc., an overseas listed subsidiary of LET Group Holdings Limited listed on The Philippine Stock Exchange, Inc. (“PSE”), has published its quarterly report for the three months ended 30 September 2024 (the “**3rd Quarterly Report**”) on the website of PSE on 14 November 2024. For details, please refer to the attached 3rd Quarterly Report.

By order of the Board  
**LET Group Holdings Limited**  
**Lo Kai Bong**  
*Chairman*

Hong Kong, 14 November 2024

*As at the date of this announcement, the executive Director is Mr. Lo Kai Bong (Chairman).*

# COVER SHEET

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S.E.C. Registration Number

[illegible]

(Company's Full Name)

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T	O	W	N		B	O	N	I	F	A	C	I	O	,		T	A	G	U	I	G		C	I	T	Y				

(Business Address of the Company)

**NELILEEN S. BAXA**

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Contact Person

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Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

SEC FORM 17-Q

Form Type

Last Tuesday of October

Regular Meeting

**NONE**

Secondary License type, if applicable

MSRD/CMD/ICTD

Dept. Requiring this Doc.

Amended Articles Number/Section
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Total amount of Borrowings

Total No. of Stockholders

Total No. of Stockholders

Domestic

Foreign

To be Accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

[illegible]

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Cashier

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Remarks = Pls. use black ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended **30 September 2024**

2. Commission Identification No. **10683**

3. BIR Tax Identification No. **000-141-166-000**

**SUNTRUST RESORT HOLDINGS, INC.**

4. Exact name of issuer as specified in its charter

**Metro Manila, Philippines**

5. Province, country, or other jurisdiction of incorporation or organization

6. Industry Classification Code:  (SEC Use Only)

**26<sup>th</sup> Floor Alliance Global Tower, 36<sup>th</sup> Street corner 11<sup>th</sup> Avenue, Uptown Bonifacio, Taguig  
City 1634**

7. Address of Issuer's principal office and postal code

**02 8894 6300**

8. Issuer's telephone number, including area code

**Not Applicable**

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

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>Common</b>	<b>7,250,000,000</b>

11. Are any or all of the securities listed on a stock exchange?

Yes [ ☒ ] No [ ☐ ]

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

**The common shares of the Issuer are listed on the Philippine Stock Exchange.**

12. Indicate by checkmark whether the registrant:

- a. Has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder and Sections 26 and 141 of the

Corporation Code of the Philippines during the preceding 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 ninety (90) days:

Yes [ ☒ ] No [ ☐ ]



## **PART I – FINANCIAL INFORMATION**

### **Item 1. Financial Statements**

Attached hereto are the following:

- Interim Condensed Consolidated Statements of Financial Position (**Exhibit 1**)
- Interim Condensed Consolidated Statements of Income (**Exhibit 2**)
- Interim Condensed Consolidated Statements of Comprehensive Income (**Exhibit 3**)
- Interim Condensed Consolidated Statements of Changes in Equity (**Exhibit 4**)
- Interim Condensed Consolidated Statements of Cash Flows (**Exhibit 5**)
- Notes to Interim Condensed Consolidated Financial Statements (**Exhibit 6**)

### **Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations**

Please see **Exhibit 7**

### **Item 3. Aging of Accounts Receivable**

Please see **Exhibit 8**

### **Item 4. Schedule of Financial Soundness Indicators**

Please see **Exhibit 9**

## **PART II – OTHER INFORMATION**

The Issuer is not in possession of any information which may, at its option, be reported under this item and which would otherwise be required to be filed in a report on SEC Form 17-C.

[Signature page follows]

**SIGNATURE**

Pursuant to the requirements of the SRC, the Issuer has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

**SUNTRUST RESORT HOLDINGS, INC.**

By:

  
**NEOLMAE L. KHO**  
Treasurer

Date: **13 November 2024**

## EXHIBIT 1

**SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES**  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**SEPTEMBER 30, 2024 AND DECEMBER 31, 2023**  
*(Amounts in Philippine Pesos)*

	<u>Notes</u>	<b>Unaudited September 30, 2024</b>	<b>Audited December 31, 2023</b>
<b><u>ASSETS</u></b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	5	<b>P 6,003,710,711</b>	P 6,021,360,034
Prepayments and other current assets	6	<u>2,444,979,722</u>	<u>1,621,528,786</u>
Total Current Assets		<u>8,448,690,433</u>	<u>7,642,888,820</u>
<b>NON-CURRENT ASSETS</b>			
Prepayments and deposits for property and equipment	6	<u>1,879,303,399</u>	2,512,758,374
Property and equipment - net	7	<u>32,032,357,827</u>	<u>23,712,622,347</u>
Right-of-use assets - net	8	<u>10,630,269,316</u>	<u>11,268,682,211</u>
Total Non-current Assets		<u>44,541,930,542</u>	<u>37,494,062,932</u>
<b>TOTAL ASSETS</b>		<b>P 52,990,620,975</b>	P 45,136,951,752
<b><u>LIABILITIES AND EQUITY</u></b>			
<b>CURRENT LIABILITIES</b>			
Trade and other payables	9	<b>P 1,461,311,217</b>	P 729,687,023
Lease liabilities	8	<u>37,400,454</u>	<u>2,564,090</u>
Total Current Liabilities		<u>1,498,711,671</u>	<u>732,251,113</u>
<b>NON-CURRENT LIABILITIES</b>			
Bank borrowings	10	<u>10,543,339,274</u>	8,273,607,332
Convertible bonds payable	11, 14	<u>17,483,053,880</u>	16,407,921,500
Loans from related parties	14	<u>4,771,965,520</u>	1,696,682,693
Due to related parties	14	<u>2,080,677,726</u>	1,464,126,519
Lease liabilities	8	<u>6,314,824,669</u>	6,226,361,321
Retention payable	9	<u>1,201,717,821</u>	<u>794,690,921</u>
Total Non-current Liabilities		<u>42,395,578,890</u>	<u>34,863,390,286</u>
Total Liabilities		<u>43,894,290,561</u>	<u>35,595,641,399</u>
<b>EQUITY</b>			
Capital stock	16	<u>7,250,000,000</u>	7,250,000,000
Convertible bonds equity reserve	11	<u>5,752,006,144</u>	5,752,006,144
Exchange reserve		<u>114,501,580</u>	81,923,401
Deficit	16	<u>( 4,020,177,310 )</u>	<u>( 3,542,619,192 )</u>
Total Equity		<u>9,096,330,414</u>	<u>9,541,310,353</u>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>P 52,990,620,975</b>	P 45,136,951,752

*See Notes to Interim Condensed Consolidated Financial Statements.*

SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF INCOME**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023**  
**(UNAUDITED)**  
*(Amounts in Philippine Pesos)*

	Notes	2024 Jul 1 - Sep 30 (3 months)	2024 Jan 1 - Sep 30 (9 months)	2023 Jul 1 - Sep 30 (3 months)	2023 Jan 1 - Sep 30 (9 months)
<b>REVENUES AND INCOME</b>					
Foreign exchange gain - net	12	P 523,966,674	P 49,548,653	P -	P -
Finance and other income	5	<u>3,156</u>	<u>9,503</u>	<u>88,279</u>	<u>96,273</u>
		<u>523,969,830</u>	<u>49,558,156</u>	<u>88,279</u>	<u>96,273</u>
<b>COSTS AND EXPENSES</b>					
Operating expenses	12	178,496,810	493,254,168	153,130,948	296,117,681
Tax expense	13	9,981,496	31,542,016	42,065	125,585
Finance costs	12	1,436,573	2,320,090	102,693	294,360
Foreign exchange loss - net	12	<u>-</u>	<u>-</u>	<u>189,729,460</u>	<u>118,040,745</u>
		<u>189,914,879</u>	<u>527,116,274</u>	<u>343,005,166</u>	<u>414,578,371</u>
<b>NET INCOME (LOSS)</b>		<b><u>P 334,054,951</u></b>	<b><u>( P 477,558,118 )</u></b>	<b><u>( P 342,916,887 )</u></b>	<b><u>( P 414,482,098 )</u></b>
<b>Earnings (Loss) Per Share -</b>					
Basic and Diluted	15	<u>P 0.0461</u>	<u>( P 0.0659 )</u>	<u>( P 0.0473 )</u>	<u>( P 0.0572 )</u>

*See Notes to Interim Condensed Consolidated Financial Statements.*

SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
 INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME  
 FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023  
 (UNAUDITED)  
*(Amounts in Philippine Pesos)*

	2024 Jul 1 - Sep 30 (3 months)	2024 Jan 1 - Sep 30 (9 months)	2023 Jul 1 - Sep 30 (3 months)	2023 Jan 1 - Sep 30 (9 months)
NET INCOME (LOSS)	P 334,054,951	( P 477,558,118 )	( P 342,916,887 )	( P 414,482,098 )
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will be reclassified subsequently to profit or loss				
Exchange difference on translating foreign operations	( 114,501,580 )	32,578,179	51,523,171	23,991,436
TOTAL COMPREHENSIVE INCOME (LOSS)	P 219,553,371	( P 444,979,939 )	( P 291,393,716 )	( P 390,490,662 )

*See Notes to Interim Condensed Consolidated Financial Statements.*

**SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES**  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023**  
**(UNAUDITED)**  
*(Amounts in Philippine Pesos)*

	<b>Capital Stock</b>	<b>Convertible Bonds Equity Reserve</b>	<b>Exchange Reserve</b>	<b>Deficit</b>	<b>Total Equity</b>
	<u>(see Note 16)</u>	<u>(see Note 11)</u>			
Balance at January 1, 2024	P 7,250,000,000	P 5,752,006,144	P 81,923,401	( P 3,542,619,192 )	P 9,541,310,353
Total comprehensive income (loss) for the period	<u>-</u>	<u>-</u>	<u>32,578,179</u>	<u>( 477,558,118 )</u>	<u>( 444,979,939 )</u>
Balance at September 30, 2024	<b><u>P 7,250,000,000</u></b>	<b><u>P 5,752,006,144</u></b>	<b><u>P 114,501,580</u></b>	<b><u>( P 4,020,177,310 )</u></b>	<b><u>P 9,096,330,414</u></b>
Balance at January 1, 2023	P 5,862,500,010	P 5,752,006,144	P 95,056,256	( P 3,194,568,132 )	P 8,514,994,278
Collection of subscriptions receivable	1,387,499,990	-	-	-	1,387,499,990
Total comprehensive income (loss) for the period	<u>-</u>	<u>-</u>	<u>23,991,436</u>	<u>( 414,482,098 )</u>	<u>( 390,490,662 )</u>
Balance at September 30, 2023	<b><u>P 7,250,000,000</u></b>	<b><u>P 5,752,006,144</u></b>	<b><u>P 119,047,692</u></b>	<b><u>( P 3,609,050,230 )</u></b>	<b><u>P 9,512,003,606</u></b>

*See Notes to Interim Condensed Consolidated Financial Statements.*

## EXHIBIT 5

**SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES**  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
**INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023**  
**(UNAUDITED)**  
*(Amounts in Philippine Pesos)*

	Notes	September 30, 2024	September 30, 2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Loss before tax		( P 446,016,102 )	( P 414,356,513 )
Adjustments for:			
Unrealized foreign exchange loss - net	12	10,682,773	115,153,373
Depreciation and amortization	12	21,350,673	4,962,822
Interest expense	12	2,320,090	294,360
Finance income	5	( 9,503 )	( 96,273 )
Operating loss before working capital changes		( 411,672,069 )	( 294,042,231 )
Increase in other current assets		( 1,330,777,281 )	( 380,736,601 )
Increase (decrease) in trade and other payables		( 591,811,576 )	644,766,675
Increase in due to related parties		146,991,735	-
Cash used in operations		( 2,187,269,191 )	( 30,012,157 )
Interest received		166,226,898	756,262
Cash paid for taxes		( 31,542,016 )	( 125,585 )
Net Cash Used in Operating Activities		( 2,052,584,309 )	( 29,381,480 )
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Acquisition of property and equipment	7	( 2,352,657,598 )	( 2,939,462,454 )
Additions to prepayments and deposits for property and equipment	6	( 318,752,348 )	( 1,322,166,651 )
Net Cash Used in Investing Activities		( 2,671,409,946 )	( 4,261,629,105 )
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Net proceeds from loan from related parties	14	3,180,363,320	1,743,759,720
Proceeds from bank borrowings	10	2,260,000,000	3,340,000,000
Payment of interest and financing costs	10, 14	( 682,696,041 )	( 456,023,114 )
Repayments of lease liabilities	8	( 19,054,343 )	-
Proceeds from stock subscriptions		-	1,387,499,990
Net Cash Generated in Financing Activities		4,738,612,936	6,015,236,596
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>		<b>14,618,681</b>	<b>1,724,226,011</b>
<b>EFFECTS ON FOREIGN EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS</b>		<b>( 32,268,004 )</b>	<b>14,479,423</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>		<b>6,021,360,034</b>	<b>1,291,609,422</b>
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>		<b>P 6,003,710,711</b>	<b>P 3,030,314,856</b>

*Supplemental Information in Non-cash Operating, Financing and Investing Activities is disclosed in Note 22 to the Interim Condensed Consolidated Financial Statements.*

*See Notes to Interim Condensed Consolidated Financial Statements.*

## EXHIBIT 6

**SUNTRUST RESORT HOLDINGS, INC., AND SUBSIDIARIES**  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
**NOTES TO INTERIM CONDENSED CONSOLIDATED**  
**FINANCIAL STATEMENTS**  
**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, AND 2023**  
**(UNAUDITED)**  
*(Amounts in Philippine Pesos)*

### 1. CORPORATE INFORMATION

#### *1.1 Company Background*

Suntrust Resort Holdings, Inc., formerly known as Suntrust Home Developers, Inc., (the Parent Company or Suntrust) was incorporated in the Philippines on January 18, 1956. The Parent Company is a publicly listed entity in the Philippines. On October 25, 2019, and December 17, 2019, respectively, the Board of Directors (BOD) and stockholders approved the amendment of the Parent Company's primary and secondary purposes, as presented in the Articles of Incorporation, to allow the Parent Company to focus on tourism-related businesses. This change was subsequently approved by the Philippine Securities and Exchange Commission (SEC) on June 17, 2020. Further amendments were made in 2019 to increase the authorized capital stock and change the corporate name to align with the business objectives.

As at September 30, 2024, the construction of structural works and major facade systems up to roof level has been completed. The mechanical, electrical, and plumbing and fire protection systems in major plantrooms have been substantially completed and part of the system has commenced testing and commissioning. Architectural builders and fit-out works, and external civil works are in progress. Management aims to commence the operations of a 5-star hotel and casino establishment (Main Hotel Casino) in the fourth quarter of 2025.

Megaworld Corporation (Megaworld), also a publicly listed company in the Philippines, used to be the Parent Company's major stockholder with 42% direct ownership interest in the Parent Company until the acquisition by Fortune Noble Limited (Fortune Noble) in 2019 of an aggregate of 1,147,500,000 shares of the Parent Company representing 51% interest over the latter. Accordingly, Fortune Noble became the parent company of Suntrust and its subsidiaries (the Group). Fortune Noble is incorporated in the British Virgin Islands (the "BVI") and is a subsidiary of LET Group Holdings Limited (the intermediate parent company or LET Group), a publicly listed company in Hong Kong. Major Success Group Limited (Major Success), a company incorporated in the BVI, is the parent company of LET Group.

The principal activity of Major Success is investment holding. LET Group and its subsidiaries are principally engaged in (i) through Suntrust and its subsidiaries, the development and operation of the Main Hotel Casino; (ii) through Summit Ascent Holdings Limited (SA Holdings) and its subsidiaries, the operation of the hotel and gaming business in the Integrated Entertainment Zone of the Primorye Region in the Russian Federation; and (iii) property development in Japan.



The Parent Company's principal office is at the 26<sup>th</sup> Floor, Alliance Global Tower, 36<sup>th</sup> Street corner 11<sup>th</sup> Avenue, Uptown Bonifacio, Taguig City.

As at September 30, 2024, the registered office and principal place of business of Fortune Noble is at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola VG1110, British Virgin Islands. LET Group's registered office is located at Citrus Grove, Ground Floor, 106 Goring Avenue, George Town, Grand Cayman, Cayman Islands and its principal place of business is at Unit 1705, 17/F, West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong. Major Success' registered office and principal place of business is located at OMC Chambers, Wickhams Cay 1, Road Town, Tortola, VG1110, British Virgin Islands.

## 1.2 Subsidiaries

Suntrust holds ownership interests in the following subsidiaries:

	Explanatory Notes	Percentage of Ownership
<b>Subsidiaries:</b>		
SWC Project Management Limited (SWCPML)	(a)	100.00%
WC Project Management Limited (WCPML)	(b)	100.00%
Suncity WC Hotel Inc. (WC Hotel)	(c)	100.00%

### Explanatory Notes:

- (a) Incorporated in Hong Kong on January 20, 2020, to engage in provision of project management services.
- (b) Incorporated in Macau on February 17, 2020, to engage in provision of project management services.
- (c) Incorporated in the Philippines on January 4, 2021 to engage in the business of establishing, constructing, operating, managing, and/or maintaining hotels, health and wellness shops, cinema, car parks, entertainment centers, amusement centers and other tourism-related facilities and all its incidental and allied facilities and services, and to own (other than land), hold, lease or sublease any real and personal property, which may be necessary or convenient for the conduct of its businesses.

## 1.3 Amendments to the Parent Company's Articles of Incorporation and By-Laws

On September 6, 2021, the Parent Company's BOD approved the amendment to the Articles of Incorporation and By-Laws to change the Parent Company's corporate name to "Suntrust Resort Holdings, Inc.". On October 26, 2021, the Parent Company's shareholders approved the aforementioned amendments to the Parent's Articles of Incorporation and By-Laws. On June 8, 2022, the SEC has approved the aforementioned amendments to the Parent Company's Articles of Incorporation and By-Laws.

On September 25, 2023, and October 31, 2023, the BOD and Shareholders, respectively, approved the (a) increase of authorized capital stock from Php23,000,000,000 divided into 23,000,000,000 common shares at Php1.00 per share to Php28,000,000,000 divided into 28,000,000,000 common shares at Php1.00 per share and (b) amendment of the Corporation's secondary purposes to include retail activities. As at the date of issuance of the interim condensed consolidated financial statements, the foregoing amendments are pending filing with and approval by the SEC.

## 2. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policy information that has been used in the preparation of these interim condensed consolidated financial statements are summarized below and in the succeeding pages. The policies have been consistently applied to all years presented, unless otherwise stated.

### ***2.1 Basis of Preparation of Interim Condensed Consolidated Financial Statements***

These interim condensed consolidated financial statements as at and for the nine months ended September 30, 2024, and 2023 have been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. They do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the audited consolidated financial statements of the Group as at and for the year ended December 31, 2023.

The preparation of interim condensed consolidated financial statements in accordance with Philippine Financial Reporting Standards (PFRS) requires management to make judgments, estimates, and assumptions that affect the application of policies and reported amounts of assets and liabilities, income, and expenses. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

These interim condensed consolidated financial statements are presented in Philippine peso, the functional and presentation currency of the Group and all values represent absolute amounts except when otherwise indicated.

### ***2.2 Adoption of New and Amended PFRS***

A number of new or amended standards became applicable for the current reporting period. However, the Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

## 3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

In preparing the interim condensed consolidated financial statements, management undertakes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates, and assumptions made by management, and will seldom equal the estimated results.

The judgments, estimates, and assumptions applied in the interim condensed consolidated financial statements, including the key sources of estimation uncertainty, were the same as those applied in the Group's last annual consolidated financial statements as of and for the year ended December 31, 2023.

## 4. SEGMENT REPORTING

The Group's only business segment is tourism-related-business which is the development and operation of the Main Hotel Casino. This is also the basis of the Group in reporting to its BOD for its strategic decision-making activities.

## 5. CASH AND CASH EQUIVALENTS

Cash pertains to cash in banks which generally, earn interest based on daily bank deposit rates.

As of September 30, 2024, the Parent Company holds short-term placements which were made for varying periods from 7 to 92 days and earn effective interest of 1.50% to 5.00%.

Interest earned from cash in banks and short-term placements are netted against borrowing costs which were capitalized as part of Construction in progress (see Note 12.2).

Total realized foreign exchange gain earned from cash and cash equivalents for the periods ended September 30, 2024, and 2023 are presented as part of Foreign Exchange (Gain) Loss - net in the September 30, 2024 and 2023 interim condensed consolidated statements of income (see Note 12.2).

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Cash on hand	P 100,000	P 100,000
Cash in bank	337,567,915	285,699,994
Short-term placements	5,666,042,796	5,735,560,040
	<b>P 6,003,710,711</b>	<b>P 6,021,360,034</b>

## 6. PREPAYMENTS AND OTHER ASSETS

The composition of this account is as follows:

	Note	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current:			
Input value-added tax		P 1,998,585,256	P 1,559,362,776
Refundable deposits	8	261,015,202	29,410,057
Prepaid insurance and other costs		185,379,264	32,755,953
		<b>P 2,444,979,722</b>	<b>P 1,621,528,786</b>
Non-current:			
Deposits for property and equipment		P 1,872,667,648	P 2,487,383,143
Prepaid insurance and other costs		6,635,751	25,375,231
		<b>1,879,303,399</b>	<b>2,512,758,374</b>
		<b>P 4,324,283,121</b>	<b>P 4,134,287,160</b>

Deposits for property and equipment pertain to advance payments to contractors and suppliers made by the Parent Company, which are subsequently recouped as the performance obligation is completed.

## 7. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation of property and equipment as at September 30, 2024 (Unaudited) and December 31, 2023 (Audited) are shown below.

	Office and Communications Equipment	Transportation Equipment	Furniture and Fixtures	Leasehold Improvement	Construction in Progress	Total
<b>September 30, 2024</b>						
Cost	P 296,439,369	P 5,766,071	P 2,201,136	P 14,008,496	P 31,727,295,428	P 32,045,710,500
Accumulated depreciation and amortization	( 6,717,087)	( 171,101)	( 218,966)	( 6,245,519)	-	( 13,352,673)
Net carrying amount	<u>P 289,722,282</u>	<u>P 5,594,970</u>	<u>P 1,982,170</u>	<u>P 7,762,977</u>	<u>P 31,727,295,428</u>	<u>P 32,032,357,827</u>
<b>December 31, 2023</b>						
Cost	P 13,118,765	P -	P 189,473	P 9,318,559	P 23,694,951,540	P 23,717,578,337
Accumulated depreciation and amortization	( 2,409,365)	-	( 29,460)	( 2,517,165)	-	( 4,955,990)
Net carrying amount	<u>P 10,709,400</u>	<u>P -</u>	<u>P 160,013</u>	<u>P 6,801,394</u>	<u>P 23,694,951,540</u>	<u>P 23,712,622,347</u>
<b>January 1, 2023</b>						
Cost	P 4,242,760	P -	P -	P -	P 15,292,440,822	P 15,296,683,582
Accumulated depreciation and amortization	( 2,235,049)	-	-	-	-	( 2,235,049)
Net carrying amount	<u>P 2,007,711</u>	<u>P -</u>	<u>P -</u>	<u>P -</u>	<u>P 15,292,440,822</u>	<u>P 15,294,448,533</u>

Construction in progress (CIP) pertains to the accumulated costs incurred on properties under development in the Entertainment City, Manila in accordance with the Co-Development Agreement (CDA) with a related party under common ownership.

Total interest capitalized as CIP for the period ended September 30, 2024, and for the year ended December 31, 2023 amounted to P2,560.9 million (net of P166.2 million interest income) and P2,672.3 million (net of P41.4 million interest income), respectively (see Notes 8, 10, 11, and 12.2). Capitalization rates used in determining the amount of interest charges for capitalization of specific borrowings ranges from 6% to 14% for the period ended September 30, 2024 and for the year ended December 31, 2023.

The Group capitalized the depreciation of property and equipment that is directly attributable to the completion of the Main Hotel Casino amounting to P0.5 million for the period ended September 30, 2024 (nil in 2023) as part of CIP.

The amount of depreciation and amortization is presented as part of Operating Expenses account in the interim condensed consolidated statements of income (see Note 12.1).

## 8. LEASES

On February 21, 2020, and in relation to the CDA, the Parent Company entered into a lease agreement with a related party under common ownership, over three parcels of land. The lease agreement provides for an original term until August 19, 2039 (19 years) and is renewable automatically for another 25 years under the same terms and conditions. The parties have the option of further renewing for at most another 25 years, subject to applicable laws and upon agreement by both parties.

The related annual rental is set at US\$10.6 million which is payable starting from the latter of the first day of commencement of the operations of the Main Hotel Casino and the fulfilment of the conditions precedent or such other dates as may be mutually agreed upon by both parties.

On September 30, 2024 and December 31, 2023, management remeasured its lease liabilities and made a corresponding adjustment to its ROUA amounting to P170.0 million and P115.4 million, respectively, to reflect the change in the timing of the estimated date of operations of the Main Hotel Casino, consistent with the original provisions of the lease agreement.

On February 3, 2023, the Parent Company entered into a lease agreement with a related party under common ownership for the lease of an office space for a period of three years.

On February 22, 2024, the Parent Company entered into lease agreements for employee dormitory and training rooms with a third party. The lease agreements provide for an original term from June 1, 2024, until May 31, 2027 (3 years) and April 1, 2024 until March 31, 2026 (2 years), respectively, and are renewable subject to mutually acceptable terms and conditions by both parties. The related monthly rental is set at P2.4 million and P0.5 million, respectively, and subject to annual escalation rates.

As of September 30, 2024, and December 31, 2023, the lease agreements are reflected in the interim condensed consolidated statements of financial position as ROUA and lease liabilities in accordance with PFRS 16.

### 8.1 Right-of-use Assets

The carrying amount of the Group's ROUA as at September 30, 2024 (Unaudited) and December 31, 2023 (Audited) and the movements for the period ended September 30, 2024 (Unaudited) and for the year ended December 31, 2023 (Audited) are shown below.

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Cost:		
Balance at beginning of period/year	P 13,496,663,177	P 13,604,499,319
Remeasurement	( 170,014,136)	( 115,403,416)
Additions	82,700,102	7,567,274
Balance at end of period/year	<u>13,409,349,143</u>	<u>13,496,663,177</u>
Accumulated amortization		
Balance at beginning of period/year	2,227,980,966	1,499,329,733
Amortization	551,098,861	728,651,233
Balance at end of period/year	<u>2,779,079,827</u>	<u>2,227,980,966</u>
	<u>P 10,630,269,316</u>	<u>P 11,268,682,211</u>

The Group capitalized the amortization of ROUA that is directly attributable to the completion of the Main Hotel Casino amounting to P537.7 million and P726.3 million for the period ended September 30, 2024, and for the year ended December 31, 2023, respectively, as part of CIP under Property and Equipment account in the interim condensed consolidated statements of financial position (see Note 7).

## 8.2 Lease Liabilities

Lease liabilities are presented in the interim condensed consolidated statements of financial position as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current	<b>P 37,400,454</b>	P 2,564,090
Non-current	<b>6,314,824,669</b>	6,226,361,321
	<b><u>P 6,352,225,123</u></b>	<b><u>P 6,228,925,411</u></b>

The carrying amounts of the Group's lease liabilities as at September 30, 2024 (Unaudited) and December 31, 2023 (Audited) are presented below.

	Note	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Balance at beginning of period/year		<b>P 6,228,925,411</b>	P 6,150,461,454
Interest expense	12.2	<b>197,747,937</b>	249,777,719
Remeasurement		<b>( 170,014,136)</b>	( 115,403,416)
Addition		<b>82,700,103</b>	7,567,274
Exchange difference		<b>31,920,151</b>	( 61,058,870)
Payment		<b>( 19,054,343)</b>	( 2,418,750)
Balance at beginning of period/year		<b><u>P 6,352,225,123</u></b>	<b><u>P 6,228,925,411</u></b>

The undiscounted maturity analysis of lease liabilities at September 30 and December 31 are as follows:

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	5 to 10 years	10 to 19 years	Total
<b>September 30, 2024 (Unaudited)</b>								
Lease payments	P 37,400,454	P 621,278,390	P 603,836,267	P 592,455,200	P 592,455,200	P 2,962,276,000	P 3,258,503,600	P 8,668,205,111
Finance charges	( 260,867,188)	( 255,019,906)	( 239,475,717)	( 224,891,540)	( 209,866,512)	( 801,560,155)	( 324,298,970)	( 2,315,979,988)
Net present value	<b><u>(P 223,466,734)</u></b>	<b><u>P 366,258,484</u></b>	<b><u>P 364,360,550</u></b>	<b><u>P 367,563,660</u></b>	<b><u>P 382,588,688</u></b>	<b><u>P 2,160,715,845</u></b>	<b><u>P 2,934,204,630</u></b>	<b><u>P 6,352,225,123</u></b>
<b>December 31, 2023 (Audited)</b>								
Lease payments	P 2,564,090	P 592,072,000	P 589,010,200	P 589,010,200	P 589,010,200	P 2,945,051,000	P 3,239,556,100	P 8,546,273,790
Finance charges	( 254,395,656)	( 252,936,252)	( 239,105,040)	( 224,801,845)	( 209,913,973)	( 804,059,252)	( 332,136,361)	( 2,317,348,379)
Net present value	<b><u>(P 251,831,566)</u></b>	<b><u>P 339,135,748</u></b>	<b><u>P 349,905,160</u></b>	<b><u>P 364,208,355</u></b>	<b><u>P 379,096,227</u></b>	<b><u>P 2,140,991,748</u></b>	<b><u>P 2,907,419,739</u></b>	<b><u>P 6,228,925,411</u></b>

## 8.3 Lease Payments Not Recognized as Lease Liabilities

On February 22, 2024, the Parent Company entered into a short-term lease agreement for an office space with a third party. The lease agreement provides for an original term until December 31, 2024 (1 year) and is renewable subject to mutually acceptable terms and condition by both parties.

The Group has elected not to recognize a lease liability for short-term leases. Payments made under such leases are expensed on a straight-line basis.

The expenses relating to short-term leases amounted to P34.1 million and P0.8 million for the periods ended September 30, 2024 and 2023, respectively, and is presented as Rentals under Operating Expenses in the September 2024 and 2023 interim condensed consolidated statements of income (see Note 12.1).

#### 8.4 Additional Profit or Loss and Cash Flow Information

Certain interest expense incurred on lease amounting to P195.4 million as at September 30, 2024 and P249.4 million as at December 31, 2023 are capitalized as part of CIP under Property and Equipment account in the statements of financial position (see Note 7 and 12.2).

Total unrealized foreign exchange loss incurred in relation to the lease is presented as part of Foreign Exchange Gain - net as at September 30, 2024, and Foreign Exchange Loss - net in the September 30, 2023 interim condensed consolidated statements of income (see Note 12.2).

The total cash outflow in respect of leases amounted to P19.1 million for the nine months ended September 30, 2024 (nil in 2023).

### 9. TRADE AND OTHER PAYABLES

The details of this account are as follows:

	Note	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current:			
Construction costs payable		<b>P 1,176,049,534</b>	P 240,833,543
Accrued interest payable	10	<b>147,639,440</b>	120,385,440
Government payables		<b>68,284,219</b>	250,801,759
Accrued expenses		<b>45,616,942</b>	58,153,086
Others		<b>23,721,082</b>	59,513,195
		<b>1,461,311,217</b>	729,687,023
Non-current:			
Retention payable		<b>1,201,717,821</b>	794,690,921
		<b>P 2,663,029,038</b>	P 1,524,377,944

Accrued expenses pertain to accrual for professional fees and employee benefits.

Retention payables represent portions of progress billings received from contractors for the construction work performed which are retained by the Group to bind contractors in completing the agreed tasks.

### 10. BANK BORROWINGS

On June 8, 2023, the Parent Company entered into a 8-year non-syndicated Omnibus Loan and Security Agreement and subsequently amended on July 26, 2023, consisting of a Loan Facility Agreement, a Mortgage Agreement, a Security Agreement, a Suretyship Agreement, and a Project Accounts Agreement, with China Banking Corporation (China Bank), Fortune Noble and SA Investments among others (the Omnibus Loan and Security Agreement). Under the Omnibus Loan and Security Agreement, an interest-bearing secured senior loan facility of up to P25.0 billion was made available to the Parent Company (the Loan Facility), subject to the satisfaction of certain conditions, the proceeds of which shall be used to partially finance the costs for the design, development, and construction of the Main Hotel Casino.

The Company had drawn P11.0 billion as of September 30, 2024 from the Loan Facility after completion of certain project milestones required by the Omnibus Loan and Security Agreement.

The Loan Facility is subject to interest based on a 5-year BVAL reference rate plus an agreed interest premium factor subject to repricing after 5 years. The Company is required to maintain certain financial ratios including maintenance debt-to-equity ratio and maintenance debt service coverage starting 2026 and the project debt-to-equity ratio after the initial loan drawdown. All the assets of the Parent Company as of September 30, 2024 and material contracts entered into by the Parent Company in relation to the construction of the Main Hotel Casino are being held as security.

Total accrued interest amounted to P147.6 million and P120.4 million as of September 30, 2024 and December 31, 2023, respectively (see Note 9) and interest capitalized amounted to P601.7 million and P194.9 million for the period ended September 30, 2024 (see Note 12.2) and for the year ended December 31, 2023, respectively.

## **11. CONVERTIBLE BONDS PAYABLE**

On May 29, 2020, the Parent Company entered into a subscription agreement with Fortune Noble for the issuance of zero-coupon convertible bonds at a total subscription price of P7,300.0 million. The convertible bonds were issued on December 30, 2020, and is convertible into 6,636,363,636 shares at the conversion price of P1.10 per share, subject to antidilutive adjustments.

On June 1, 2020, the Parent Company also entered into a subscription agreement with Summit Ascent Investments Limited (SA Investments), a wholly-owned subsidiary of Summit Ascent Holdings Limited and a fellow subsidiary of the Parent Company, for the issuance of 6.0% convertible bonds at a total subscription price of P5,600.0 million. The convertible bonds were issued on December 30, 2020, and is convertible into 3,111,111,111 shares at the conversion price of P1.80 per share, subject to antidilutive adjustments.

At the time of the issuance of the bonds, both convertible bonds are payable up to 2025, which may subject to agreement by Fortune Noble and SA Investments, upon request of the Parent Company, be extended up to 2030.

On July 26, 2023, the original Fortune Noble deed poll was supplemented to align its terms with the Omnibus Loan and Security Agreement, to wit:

- The conversion right in favor of Fortune Noble shall not be exercised for as long as the loans under the Loan Facility remain outstanding, except when the written consent of China Bank is secured or at least seventy-five percent (75%) of the outstanding loans under the Loan Facility have been repaid;
- Subordination of the payment of the loan under the Fortune Noble - P7.3B CB to the payment of the loans under the Omnibus Loan and Security Agreement;
- Undertaking not to dispose nor create any lien or encumbrance on the bonds until the loans under the Loan Facility are fully paid, except when expressly allowed under the Omnibus Loan and Security Agreement; and
- Undertaking on the part of Fortune Noble to extend the maturity of the Fortune Noble - P7.3B CB to 2030, as allowed thereunder.



On September 20, 2021, the Parent Company entered into another subscription agreement with SA Investments for the issuance of 6.0% convertible bonds at a total subscription price of P6,400.0 million. The convertible bonds were issued on June 10, 2022, and is convertible into 3,878,787,878 shares at the conversion price of P1.65 per share, subject to antidilutive adjustments. The convertible bond is payable up to 2025, which may be subject to agreement by SA Investments, upon request of the Parent Company, be extended up to 2028.

On July 26, 2023, the Parent Company and SA Investments entered into the Conditional Supplements to the Deed Polls dated December 30, 2020, and June 10, 2022. On September 13, 2023, the Conditional Supplements to the Deed Polls were approved by the independent shareholders of SA Holdings and amended the SA Investments - P5.6B CB and SA Investments - P6.4B CB (the "SA Investments Convertible Bonds").

Below are the material changes to the SA Investments Convertible Bonds:

- i. The conversion right in favor of SA Investments shall not be exercised for as long as the loans under the Loan Facility remain outstanding, except when the written consent of China Banking Corporation is secured or at least seventy-five percent (75%) of the outstanding loans under the Loan Facility have been repaid; and
- ii. Subordination of the payment of the loans under the SA Investments Convertible Bonds to the payment of the loans under the OLSA.

On July 26, 2023, the Parent Company and SA Investments entered into the 2023 Subscription Agreement pursuant to which the Company agreed to issue, and SA Investments conditionally agreed to subscribe for the 2023 SA Investments Convertible Bond in the aggregate subscription price equivalent to P13,511,100,000 (the "CB Subscription Price"). The CB Subscription Price of the 2023 SA Investments Convertible Bond pertains to the aggregate of the outstanding amounts, inclusive of principal and accrued interest, of the SA Investments Convertible Bonds.

The 2023 SA Investments Convertible Bond shall be issued upon the satisfaction or waiver of certain conditions precedent on or before April 30, 2024, such as obtaining regulatory approvals for the issuance of the 2023 SA Investments Convertible Bond, securing shareholder approval, the set-off, and other transactions contemplated therein, and obtaining approval for the interest waiver, among others. If any of the conditions precedent are not satisfied or (as the case may be) not waived by SA Investments on or before April 30, 2024, the 2023 Subscription Agreement shall be terminated and the parties to the same shall be released and discharged from their respective obligations therein. Otherwise, the 2023 Subscription Agreement and 2023 SA Investments Convertible Bond shall supersede the subscription agreements entered into by the Company with SA Investments in 2021 and 2020 and the SA Investments Convertible Bonds. On April 30, 2024, the Parent Company and SA Investments entered into a supplemental agreement to the 2023 Subscription Agreement extending the deadline for the issuance of the P13.5 billion convertible bond from April 30, 2024 to April 30, 2025. Other terms and conditions of the 2023 Subscription Agreement remain unchanged.

Upon issuance of the 2023 SA Investments Convertible Bond, the CB Subscription Price will be applied by the Parent Company to redeem the SA Investments Convertible Bonds by way of setting off the amount due by the Parent Company to SA Investments in full or in part. Any shortfall shall be paid by the Parent Company in cash to SA Investments. The Company and SA Investments will execute a set-off deed for that purpose.

As of September 30, 2024, the Parent Company has yet to receive SEC approval or confirmation of exempt transaction for the 2023 SA Investment Convertible Bond.

The fair values at initial recognition and the carrying amounts of the financial liability components, calculated based on the fair value of the principal less any directly attributable transaction costs are presented below.

		<b>Fortune Noble – P7.3B CB</b>	<b>SA Investments – P5.6B CB</b>	<b>SA Investments – P6.4B CB</b>	<b>Total</b>
Balance at January 1, 2024	P	5,910,916,595	P 4,769,744,639	P 5,727,260,266	P 16,407,921,500
Amortized interest for the period ended September 30, 2024		<u>486,878,730</u>	<u>279,793,821</u>	<u>308,459,829</u>	<u>1,075,132,380</u>
<b>Carrying amount of liability at September 30, 2024 (Unaudited)</b>	<b>P</b>	<b><u>6,397,795,325</u></b>	<b><u>5,049,538,460</u></b>	<b><u>6,035,720,095</u></b>	<b><u>17,483,053,880</u></b>
Balance at January 1, 2023	P	5,318,887,653	P 4,434,554,939	P 5,362,056,494	P 15,115,499,086
Amortized interest for the year ended December 31, 2023		<u>592,028,942</u>	<u>335,189,700</u>	<u>365,203,772</u>	<u>1,292,422,414</u>
<b>Carrying amount of liability at December 31, 2023 (Audited)</b>	<b>P</b>	<b><u>5,910,916,595</u></b>	<b><u>4,769,744,639</u></b>	<b><u>5,727,260,266</u></b>	<b><u>16,407,921,500</u></b>

The financial liability components are carried at amortized cost using the effective interest method. The effective interest rates of the Fortune Noble P7.3B Convertible Bond, SA Investments P5.6B Convertible Bond, SA Investments P6.4B Convertible Bond are 10.6%, 14.2%, and 13.1%, respectively.

On September 30, 2024 and December 31, 2023, the Group capitalized the interest expense as part of CIP under Property and Equipment account in the interim condensed consolidated statements of financial position (see Notes 7 and 12.2). Outstanding interest payables amounting to P1,809.7 million and P1,336.5 million as of September 30, 2024 and December 31, 2023 are recorded as part of Due to Related Parties accounts in the interim condensed consolidated statements of financial position.

Conversion options, which represent the residual amount after deducting the financial liability component from the fair value of the instruments, amounted to P5,752.0 million as of September 30, 2024 is presented as Convertible Bonds Equity Reserve under the Equity section of the interim condensed consolidated statements of financial position.

The fair values of the convertible bonds as of December 31, 2023, were determined by a firm of independent professional valuers using the option price allocation method.

The inputs used for the calculations of fair values of convertible bonds were as follows:

	<b>Fortune Noble - P7.3B CB</b>	<b>SA Investments - P5.6B CB</b>	<b>SA Investments - P6.4B CB</b>
Enterprise value (in millions)	P 25,462.50	P 25,462.50	P 25,462.50
Conversion price	1.10	1.80	1.65
Expected option life	2 years	2 years	2 years
Risk-free rate	6.3%	6.3%	6.3%
Volatility	47.9%	47.9%	47.9%

## 12. COSTS AND EXPENSES

### 12.1 Operating Expenses

The details of operating expenses for the periods ended September 30 are shown below.

	Notes	2024 (Unaudited)	2023 (Unaudited)
Salaries and employee benefits		P 349,473,654	P 147,800,990
Rentals		34,070,189	809,643
Professional fees		31,281,541	44,745,208
Depreciation and amortization	7, 8	21,350,673	4,962,822
Taxes, licenses, and other fees		14,504,531	36,052,190
Transportation and travel		14,169,895	20,415,628
Outsourced services		5,453,300	2,044,349
Utilities and supplies		5,167,914	1,154,335
Others		17,782,471	38,132,516
		<b>P 493,254,168</b>	<b>P 296,117,681</b>

Salaries and employee benefits directly related to the construction of the Main Hotel Casino amounting to P66.8 million and P54.6 million were capitalized as at September 30, 2024, and December 31, 2023, respectively, as part of CIP under Property and Equipment account in the interim condensed consolidated statements of financial position.

Others include association dues, freight and handling charges, insurance, and other miscellaneous expenses.

### 12.2 Finance Costs and Foreign Exchange (Gain) Loss - net

The details of finance costs and foreign exchange (gain) loss - net for periods ended September 30 are shown below.

	Notes	2024 (Unaudited)	2023 (Unaudited)
Interest on:			
Convertible bonds	11	P 1,075,132,380	P 951,547,216
Bank borrowings	10	601,718,894	33,709,354
Coupon CBs	11	540,000,000	540,000,000
Lease liabilities	8.2	197,747,937	186,098,025
Loan from related parties	14	148,657,867	9,298,639
		2,563,257,078	1,720,653,234
Less: Capitalized interest	7	( 2,560,936,988)	( 1,720,358,874)
		<b>P 2,320,090</b>	<b>P 294,360</b>
Foreign exchange (gain) loss - net:			
Unrealized foreign exchange loss - net	8.4	P 10,682,773	P 115,153,373
Realized foreign exchange gain	5	( 85,596,236)	( 4,289,211)
Realized foreign exchange loss	5	25,364,810	7,176,583
		<b>( P 49,548,653)</b>	<b>P 118,040,745</b>

### 13. TAXES

Final tax expense is incurred from interest income earned on cash in banks and short-term placements (see Note 5). The Parent Company and WC Hotel did not report MCIT or RCIT as at September 30, 2024, and 2023 as they are in a gross loss position during the taxable periods.

### 14. RELATED PARTY TRANSACTIONS

The Group's transactions with related parties, which include shareholders, and related parties by common ownership, and the Group's key management are described below.

Related Party Category	Notes	Amount of Transactions		Outstanding Payables	
		September 30, 2024 (Unaudited)	September 30, 2023 (Unaudited)	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
<b>Stockholders:</b>					
Issuance of convertible bonds	11	P -	P -	(P 6,397,795,325)	(P 5,910,916,595)
Shareholder's interest		-	-	( 93,706,314)	( 93,706,314)
Interest on convertible bonds	12.2	486,878,728	438,113,652	-	-
Collection of subscription receivables	16.1	-	1,387,499,990	-	-
<b>Related Parties:</b>					
<b>Ultimate Parent</b>					
Loan		-	339,402,478	( 333,443,770)	( 331,149,897)
Interest on Loan	12.2	14,501,259	6,302,608	( 24,592,480)	( 10,696,648)
<b>Intermediate Parent:</b>					
Loan	14.1	3,180,363,320	269,118,630	( 3,328,527,447)	( 262,522,102)
Interest on Loan	12.2	82,002,481	505,349	( 83,057,341)	( 4,145,205)
<b>Under Common Ownership:</b>					
Issuance of convertible bonds	11	-	-	( 11,085,258,555)	( 10,497,004,905)
Interest on convertible bonds	12.2	1,128,253,652	513,433,564	( 1,809,678,627)	( 1,336,533,334)
Loan		-	1,130,734,972	( 1,109,994,303)	( 1,103,010,694)
Interest on Loan	12.2	52,154,127	2,490,682	( 69,642,964)	( 19,045,018)
Lease	8	1,907,291	-	-	( 5,536,159)
<b>Key Management Personnel -</b>					
Compensation		45,859,420	46,000,144	-	-

The movements in due to related parties during the period ended September 30 and for the year ended December 31 are as follows:

	Note	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Balance at beginning of period/year		P 1,464,126,519	P 710,239,648
Accrual of interest	11	683,405,914	753,886,871
Payment of interest		( 66,854,707)	-
Balance at end of period/year		P 2,080,677,726	P 1,464,126,519

In 2023, following the Omnibus Loan and Security Agreement of the Parent Company, the convertible bonds and loans from related parties became subordinated to the bank borrowings (see Note 10). Accordingly, the unpaid principal and related accrued interests are classified as non-current liabilities in the September 30, 2024 interim condensed consolidated statement of financial position.

### 14.1 Loan Agreement with LET Group

On April 19, 2024 and June 19, 2024, LET Group and the Parent Company entered into interest-bearing Loan Agreements amounting to US\$38.0 million (P2,123.90 million) and US\$17.0 million (P950.16 million), respectively, to fund the design, development, and construction of the Main Hotel Casino to be erected and located at Entertainment City, Manila. The loans shall be subject to 5.50% interest per annum and payable in 10 years.

## 15. LOSS PER SHARE

The basic and diluted loss per share is computed as follows:

	Period ended September 30, 2024 (Unaudited)	Period ended September 30, 2023 (Unaudited)
Net loss	(P 477,558,118)	(P 414,482,098)
Divided by the weighted average number of outstanding shares	7,250,000,000	7,250,000,000
Basic and diluted loss per share	<u>(P 0.0659)</u>	<u>(P 0.0572)</u>

On December 30, 2020, the Parent Company issued convertible bonds to Fortune Noble and SA Investments, which are convertible to 6,636,363,636 and 3,111,111,111 shares, respectively. On June 10, 2022, SA Investments issued additional convertible bonds, which are convertible to 3,878,787,878 shares (see Note 11). There is no conversion yet as of September 30, 2024.

The computation of diluted loss per share did not assume the conversion of the outstanding convertible bonds of the Parent Company since the conversion of the outstanding convertible bonds would result in decrease in diluted loss per share.

## 16. EQUITY

### 16.1 Capital Stock

The details of the Parent Company's capital stock as of September 30, 2024 (Unaudited), and December 31, 2023 (Audited) are as follows:

	Shares	Amount
Common shares – P1.00 par value		
Authorized	23,000,000,000	P 23,000,000,000
Subscribed	7,250,000,000	P 7,250,000,000

On February 23, 2023, the Parent Company listed an additional 2,550,000,000 shares at P1.00 per share on the PSE, which shares were subscribed via private placement.

On April 26, 2023, the Parent Company received full payment of its subscription receivables from its shareholders amounting to P1,387.5 million.

As of September 30, 2024 and December 31, 2023, there are 1,583 and 1,584 holders of the listed shares, which closed at P0.88 and P0.85 per share, respectively.

### ***16.2 Status of Operations***

The Group incurred net losses from its operations in prior years which resulted in a deficit of P4,020.2 million and P3,542.6 million as of September 30, 2024 and December 31, 2023, respectively. Management believes that this does not raise material uncertainty related to going concern as the Parent Company expects to generate revenues in the foreseeable future upon completion of its Main Hotel Casino. Further, management is able to secure additional funding from a financial institution (see Note 10) and from related parties in 2024 (see Note 14). Hence, management assessed that the funding is sufficient for the completion of the construction of the Main Hotel Casino.

## **17. COMMITMENTS AND CONTINGENCIES**

### ***17.1 CDA with a Related Party Under Common Ownership***

In 2019, the Parent Company entered into a CDA with a related party under common ownership, with respect to the development of Main Hotel Casino. Under this agreement, the Parent Company is to raise funds of not less than US\$300.0 million within 5 months (as further extended to December 31, 2020, by five supplemental agreements to the CDA), US\$200.0 million (P9,853.7 million) of which is payment for the initial cost of the project.

On February 21, 2020, and in relation to the CDA, the Parent Company entered into a lease agreement with a related party under common ownership, over three parcels of land. The lease agreement provides for an original term of until August 19, 2039 (19 years) and is renewable automatically for another 25 years under the same terms and conditions. The parties have the option of further renewing for at most another 25 years, subject to applicable laws and upon agreement by both parties.

The related annual rental is set at US\$10.6 million which is payable starting from the latter of the first day of commencement of the operation of the Main Hotel Casino and the fulfilment of the conditions precedent or such other dates as may mutually agreed upon by both parties. Management estimated that the operation shall commence in the fourth quarter of 2025 (see Note 1.1).

### ***17.2 Operation and Management Agreement with a Related Party Under Common Ownership***

On May 4, 2020, the Parent Company entered into an Operation and Management Agreement with a related party under common ownership whereby the Parent Company shall operate and manage the Main Hotel Casino (which is expected to commence operation in the fourth quarter of 2025). The agreement is effective upon the execution date of May 4, 2020, until July 11, 2033, and shall be automatically extended or renewed upon extension or renewal of the PAGCOR Gaming License; unless such extension or renewal comes with changes to the original terms and conditions of the license, in which case the extension or renewal of the agreement shall be upon mutual agreement of the parties thereto.

### ***17.3 Capital Commitments***

As of September 30, 2024, the Group has commitments of approximately P13,244.1 million for the construction and pre-opening of the Main Hotel Casino.

#### 17.4 Others

In relation to the Omnibus Loan and Security Agreement, the Parent Company was granted by a domestic bank a loan facility amounting to P25.0 billion, subject to certain conditions. As of September 30, 2024, the undrawn portion of the facility amounted to P14.0 billion (see Note 10).

The Group has other commitments and contingencies that may arise in the normal course of the Group's operations which have not been reflected in the interim condensed consolidated financial statements. Management is of the opinion that losses, if any, from these other commitments will not have material effects on the Group's interim condensed consolidated financial statements.

### 18. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to financial instruments. The Group's risk management is coordinated with the BOD and focuses on actively securing the Group's short-to-medium term cash flows by minimizing the exposure to financial markets.

Exposure to foreign currency interest rate, credit and liquidity risk arise in the ordinary course of the Group's business activities. The main objective of the Group's risk management is to identify, monitor, and minimize those risks and to provide cost with a degree of certainty.

The Group does not actively engage in the trading of financial assets for speculative purposes, nor does it write options. The relevant financial risks to which the Group is exposed to are described below and in the succeeding pages.

#### 18.1 Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from the Group's foreign currency-denominated cash and cash equivalents, loans from related parties, due to related parties, trade and other payables and lease liabilities which are primarily denominated in United States Dollar (US\$), and Hong Kong Dollar (HK\$).

To mitigate the Group's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

Foreign currency denominated financial assets and financial liabilities, translated into Philippine pesos at the closing rate as of September 30, 2024, and December 31, 2023, are as follows:

	US\$	PHP Equivalent	HK\$	PHP Equivalent
<b>September 30, 2024</b>				
(Unaudited)				
Financial assets	\$ 33,169,196	P 1,853,892,721	\$ -	P -
Financial liabilities	( 201,544,543)	( 11,264,727,622)	-	-
	<b>(\$ 168,375,347)</b>	<b>(P 9,410,834,901)</b>	<b>\$ -</b>	<b>P -</b>
<b>December 31, 2023 (Audited)</b>				
Financial assets	\$ 20,639,308	P 1,146,864,428	\$ 580,984	P 4,132,018
Financial liabilities	( 144,834,769)	( 8,048,033,609)	-	-
	<b>(\$ 124,195,461)</b>	<b>(P 6,901,169,181)</b>	<b>\$ 580,984</b>	<b>P 4,132,018</b>

The following table illustrates the sensitivity of the Group's loss before tax with respect to changes in Philippine peso against US\$ and HK\$ exchange rates. The percentage changes in rates have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months at a 99% confidence level.

	September 30, 2024 (Unaudited)			December 31, 2023 (Audited)		
	Reasonably possible change in rate	Effect in loss before tax	Effect in Equity after tax	Reasonably possible change in rate	Effect in loss before tax	Effect in Equity after tax
PhP – US\$	11.86%	(P 1,116,454,159)	(P 837,340,619)	16.02%	(P 1,105,882,283)	(P 829,411,712)
PhP – HK\$	-	-	-	16.20%	669,309	501,982
		<u>(P 1,116,454,159)</u>	<u>(P 837,340,619)</u>		<u>(P 1,105,212,974)</u>	<u>(P 828,909,730)</u>

Exposures to foreign exchange rates vary during the year depending on the volume of foreign currency denominated transactions. Nonetheless, the analysis above is considered to be representative of the Group's currency risk.

### 18.2 Interest Rate Risk

As at September 30, 2024 and December 31, 2023, the Group is exposed to changes in market interest rates through its cash and cash equivalents which are subject to variable interest rates (see Note 5). All other financial assets and financial liabilities have fixed rates or are non-interest bearing. Management believes that the impact of the fluctuations in interest rates would not materially impact the Group's interim condensed consolidated financial statements since the interest rates have shown insignificant changes during the years and the Group's interest income amounts only to P166.2 million and P0.7 million for the periods ended September 30, 2024, and 2023, respectively. The interest income for the periods ended September 30, 2024, and 2023 were deducted from the capitalized borrowing cost as it serves as an investment income on the temporary investment of those borrowings.

### 18.3 Credit Risk

Credit risk is the risk that a counterparty may fail to discharge an obligation to the Group. The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown on the interim condensed consolidated statements of financial position or in the detailed analysis provided in the notes to interim condensed consolidated financial statements, as summarized below.

	Notes	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Cash and cash equivalents	5	<b>P 6,003,710,711</b>	P 6,021,360,034
Refundable deposits	6	<b>261,015,202</b>	29,410,057
		<u><b>P 6,264,725,913</b></u>	<u>P 6,050,770,091</u>



None of the Group's financial assets are secured by collateral or other credit enhancements except for cash as described below.

(a) *Cash and cash equivalents*

The credit risk for cash and cash equivalents is considered negligible since the counterparties are reputable banks with high quality external credit ratings. Cash in banks, which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million per depositor per banking unit as provided for under R.A. 9302, *Charter of Philippine Deposit Insurance Corporation*, are still subject to credit risk.

(b) *Refundable Deposits*

Management deemed that refundable deposits are subject to minimal exposure of credit risk as these can be applied against future rentals and/or to be recovered through refund at the end of the lease term.

#### 18.4 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for three months and one year period is identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash are invested in short term placements. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities.

The table below summarizes the maturity profile of the Parent Company's financial liabilities except tax related liabilities and lease liability (see Note 8.2) as at September 30 and December 31 reflecting the gross cash flows, which may differ from the carrying values of the liabilities at the end of reporting periods.

	Current	Non-current	
	Less than 1 Year	2 to 5 Years	6 to 10 Years
<b>September 30, 2024</b>			
<b>(Unaudited):</b>			
Bank borrowings	P 903,914,940	P 7,721,905,166	P 7,755,863,468
Trade and other payables	1,393,026,998	1,201,717,821	-
Due to related parties	-	-	2,080,677,726
Loans from related parties	-	-	7,235,958,246
Convertible bonds payable	-	-	23,220,000,000
<b>December 31, 2023 (Audited)</b>			
Bank borrowings	P 722,312,640	P 5,078,404,199	P 7,661,101,082
Trade and other payables	478,885,264	794,690,921	-
Due to related parties	-	-	1,464,126,519
Loans from related parties	-	-	2,577,640,474
Convertible bonds payable	-	-	23,220,000,000

The Group's convertible bonds presented above assumed that the holders will not execute the conversion option. If the bonds were converted, there would be no cash outflow upon maturity of the bonds.

## 19. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

### 19.1 Carrying Amounts and Fair Values by Category

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the interim condensed consolidated statements of financial position are shown below.

	September 30, 2024 (Unaudited)		December 31, 2023 (Audited)	
	Carrying Values	Fair Values	Carrying Values	Fair Values
<b>Financial Assets:</b>				
Financial assets at amortized cost:				
Cash and cash equivalents	P 6,003,710,711	P 6,003,710,711	P 6,021,360,034	P 6,021,360,034
Refundable deposits	261,015,202	261,015,202	29,410,057	29,410,057
<b>Financial Liabilities:</b>				
Financial liabilities at amortized cost:				
Bank borrowings	10,543,339,274	11,740,253,635	8,273,607,332	9,060,455,825
Trade and other payables	2,594,744,819	2,594,744,819	1,273,576,183	1,273,576,183
Due to related parties	2,080,677,726	2,080,677,726	1,464,126,519	1,464,126,519
Lease liabilities	6,352,225,123	6,352,225,123	6,228,925,411	6,228,925,411
Convertible bonds	17,483,053,880	18,637,101,257	16,407,921,500	18,637,101,257
Loans from related parties	4,771,965,520	4,530,662,389	1,696,682,693	1,590,374,865

A description of the Group's risk management objectives and policies for financial instruments is provided in Note 18.

### 19.2 Offsetting of Financial Assets and Financial Liabilities

The Group has not set off financial instruments for the period ended September 30, 2024, and for the year ended December 31, 2023 and does not have relevant offsetting arrangements, except as disclosed in Note 14. Currently, all other financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties' BOD and shareholders. As such, the Group's outstanding receivables from and payables to the same related parties as presented in Note 14 can be potentially offset to the extent of their corresponding outstanding balances.

## 20. FAIR VALUE MEASUREMENT AND DISCLOSURES

### 20.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value.

The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

### ***20.2 Financial Instruments Measurement at Amortized Cost for which Fair Value is Disclosed***

Except for cash and cash equivalents which are under Level 1, all of the Group's financial assets and financial liabilities are classified under Level 3. For financial assets with fair values included in Level 1, management considers that the carrying amounts of those short-term financial instruments approximate their fair values.

The fair values of the financial assets and financial liabilities included in Level 3 above, which are not traded in an active market, is determined based on the expected cash flows of the underlying net asset or liability base of the instrument where the significant inputs required to determine the fair value of such instruments are not based on observable market data. There were no transfers into or out of Level 3 fair value hierarchy for the period ended September 30, 2024 and for the year ended December 31, 2023.

### ***20.3 Financial Instruments at Initial Recognition - Convertible Bonds***

In relation to its convertible bonds, the fair value is determined closely with qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The fair value of convertible bonds at initial recognition is determined based on option pricing method whereby the enterprise value, conversion price, expected option life, risk-free rate, and volatility were considered as principal inputs (see Note 11).

## **21. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES**

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders in the future.

The Group also monitors capital on the basis of the carrying amount of equity as presented on the interim condensed consolidated statements of financial position. It sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

## **22. SUPPLEMENTAL INFORMATION ON NON-CASH OPERATING, FINANCING AND INVESTING ACTIVITIES**

The following are the significant non-cash transactions of the Group for the periods ended:

### **(a) September 30, 2024**

- The Parent Company capitalized borrowing costs arising from specific borrowings as part of CIP from finance charges of convertible bonds, loans from related parties and lease liabilities amounting to P2,560.9 million, net of P166.2 million interest income (see Notes 7, 8, 10, 11, 12.2 and 14).
- The Parent Company capitalized amortization of right of use assets amounting to P537.7 million (see Note 8.1).
- The Parent Company has unpaid capitalized construction costs amounting to P1,176.0 million (see Notes 7 and 9).
- The Company's management revised its previous estimate as to the commencement of its operation of its Main Hotel Casino. This resulted to a remeasurement in the related lease liability and ROUA amounting to P170.0 million (see Note 8).

### **(b) September 30, 2023**

- The Parent Company capitalized borrowing costs arising from specific borrowings as part of CIP from finance charges of convertible bonds, loans from related parties and lease liabilities amounting to P1,720.4 million, net of P0.7 million interest income (see Notes 7, 8, 10, 11, 12.2 and 14).
- The Parent Company capitalized amortization of right of use assets amounting to P544.7 million (see Note 8.1).
- The Parent Company has unpaid capitalized construction costs amounting to P2,907.7 (see Notes 7 and 9).

## EXHIBIT 7

### MANAGEMENT DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

#### RESULT OF OPERATIONS

*Review of September 30, 2024, versus September 30, 2023*

Below are the major changes on the Group's results of operation:

	September 30, 2024 (Unaudited)	September 30, 2023 (Unaudited)	2024 vs 2023	
			Increase (Decrease)	Inc. (Dec) %
<b>REVENUES AND INCOME</b>				
Foreign exchange gain - net	P 49,548,653	P -	(P 49,548,653 )	100.00%
Finance and other income	9,503	96,273	( 86,770 )	( 90.13%)
	<u>49,558,156</u>	<u>96,273</u>	<u>49,461,883</u>	51376.69%
<b>COSTS AND EXPENSES</b>				
Operating expenses	493,254,168	296,117,681	197,136,487	66.57%
Tax expense	31,542,016	125,585	31,416,431	25,016.07%
Finance costs	2,320,090	294,360	2,025,730	688.18%
Foreign exchange loss - net	-	118,040,745	( 118,040,745 )	( 100.00%)
	<u>527,116,274</u>	<u>414,578,371</u>	<u>112,537,903</u>	27.15%
<b>NET LOSS</b>	<b>( P 477,558,118 )</b>	<b>( P 414,482,098 )</b>	<b>( P 63,076,020 )</b>	15.22%

Foreign exchange gain - net exhibited an increase of Php49.55 million or 100% from Foreign exchange gain - net amounting to nil in 2023 to Php49.55 million in 2024 of the same period.

Operating expenses exhibited an increase of Php197.14 million or 66.57% from Php296.12 million in 2023 to Php493.25 million in 2024 of the same period.

Tax expense exhibited an increase of Php31.42 million or 25,016.07% from Php0.3 million in 2023 to Php31.54 million in 2024 of the same period.

Finance cost exhibited an increase of Php2.03 million or 688.18% from Php0.29 million in 2023 to Php2.32 million in 2024 of the same period.

Foreign exchange loss - net exhibited a decrease of Php118.04 million or 100% from Php118.04 million in 2023 to nil in 2024 of the same period.

The Group's net loss of Php414.48 million in 2023 increased by Php63.08 million or 15.22% from Php414.48 million in 2023 to Php477.56 million in 2024 of the same period.

## FINANCIAL CONDITION

*As of September 30, 2024, and December 31, 2023*

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)	Increase (Decrease)	Horizontal	Vertical
<b>ASSETS</b>					
<b>CURRENT ASSETS</b>					
Cash and cash equivalents	P 6,003,710,711	P 6,021,360,034	( P 17,649,323 )	( .29%)	11.33%
Prepayments and other current assets	2,444,979,722	1,621,528,786	823,450,936	50.78%	4.61%
Total Current Assets	8,448,690,433	7,642,888,820	805,801,613	10.54%	15.94%
<b>NON-CURRENT ASSETS</b>					
Prepayments and deposits for property and equipment	1,879,303,399	2,512,758,374	( 633,454,975 )	( 25.21%)	3.55%
Property and equipment - net	32,032,357,827	23,712,622,347	8,319,735,480	35.09%	60.45%
Right-of-use assets - net	10,630,269,316	11,268,682,211	( 638,412,895 )	( 5.67%)	20.06%
Total Non-current Assets	44,541,930,542	37,494,062,932	7,047,867,610	18.80%	84.06%
<b>TOTAL ASSETS</b>	<b>P 52,990,620,975</b>	<b>P 45,136,951,752</b>	<b>P 7,853,669,223</b>	<b>17.40%</b>	<b>100.00%</b>
<b>LIABILITIES AND EQUITY</b>					
<b>CURRENT LIABILITIES</b>					
Trade and other payables	P 1,461,311,217	P 729,687,023	P 731,624,194	100.27%	2.76%
Lease liabilities	37,400,454	2,564,090	34,836,364	1358.62%	0.07%
Total Current Liabilities	1,498,711,671	732,251,113	766,460,558	104.67%	2.83%
<b>NON-CURRENT LIABILITIES</b>					
Bank borrowings	10,543,339,274	8,273,607,332	2,269,731,942	27.43%	19.90%
Convertible bonds payable	17,483,053,880	16,407,921,500	1,075,132,380	6.55%	32.99%
Loans from related parties	4,771,965,520	1,696,682,693	3,075,282,827	181.25%	9.01%
Due to related parties	2,080,677,726	1,464,126,519	616,551,207	42.11%	3.93%
Lease liabilities	6,314,824,669	6,226,361,321	88,463,348	1.42%	11.92%
Retention payable	1,201,717,821	794,690,921	407,026,900	51.22%	2.27%
Total Non-current Liabilities	42,395,578,890	34,863,390,286	7,532,188,604	21.60%	80.01%
Total Liabilities	43,894,290,561	35,595,641,399	8,298,649,162	23.31%	82.83%
<b>EQUITY</b>					
Capital stock	7,250,000,000	7,250,000,000	-	.00%	13.68%
Convertible bonds equity reserve	5,752,006,144	5,752,006,144	-	.00%	10.85%
Exchange reserve	114,501,580	81,923,401	32,578,179	39.77%	.22%
Deficit	( 4,020,177,310 )	( 3,542,619,192 )	( 477,558,118 )	13.48%	( 7.59%)
Total Equity	9,096,330,414	9,541,310,353	( 444,979,939 )	( 4.66%)	17.17%
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>P 52,990,620,975</b>	<b>P 45,136,951,752</b>	<b>P 7,853,669,223</b>	<b>17.40%</b>	<b>100.00%</b>

The Group's total resources amounted to Php52,990.62 million in 2024 from Php45,136.95 million in 2023. The Group manages its liquidity needs by carefully monitoring scheduled payments for financial liabilities as well as its cash outflows due in a day-to-day business.

Current assets increased by Php805.80 million or 10.54% from Php7,642.89 million in 2023 to Php8,448.69 million in 2024. Cash and cash equivalents decreased by Php17.65 million or 0.29% from Php6,021.36 million in 2023 to Php6,003.71 million in 2024.

Non-current assets increased by Php7,047.87 million or 18.80% from Php37,494.06 million in 2023 to Php44,541.93 million in 2024. Prepayments and deposits for property and equipment - net decreased by Php633.45 million or 25.21% from Php2,512.76 million in 2023 to Php1,879.30 million in 2024. Property and equipment - net increased by Php8,319.73 million or 35.09% from Php23,712.62 million in 2023 to Php32,032.36 million in 2024. Right-of-use assets - net decreased by Php638.41 million or 5.67% from Php11,268.68 million in 2023 to Php10,630.27 million in 2024.

The Group's total liabilities amounted to Php43,894.29 million in 2024 from Php35,595.64 million in 2023 or an increase by Php8,298.65 million or 23.31%.

Current liabilities increased by Php766.46 million or 104.67% from Php732.25 million in 2023 to Php1,498.71 million in 2024. Trade and other payables exhibited an increase of Php731.62 million or 100.27% from Php729.69 million in 2023 to Php1,461.31 million in 2024.

Convertible bonds payable increased by Php1,075.1 million or 6.55% from Php16,407.92 million in 2023 to Php17,483.05 million in 2024. Lease liabilities exhibited an increase of Php123.30 million or 1.98% from Php6,228.93 million in 2023 to Php6,352.22 million in 2024. Loans from related parties exhibited an increase of Php3,075.28 million or 181.25% from Php1,696.68 million in 2023 to Php4,771.96 million in 2024. Bank borrowings exhibited an increase of Php2,269.73 million or 27.43% from Php8,273.61 million in 2023 to Php10,543.34 million in 2024. Due to related parties exhibited an increase of Php616.55 million or 42.11% from Php1,464.13 million in 2023 to Php2,080.68 million in 2024. Retention payable exhibited an increase of Php407.03 million or 51.22% from Php794.69 million in 2023 to Php1,201.72 million in 2024.

Equity decreased by Php444.98 million or 4.66% from Php9,541.31 million in 2023 to Php9,096.33 million in 2024.

**Material Changes in the Items of the Financial Statements:  
*Increase/Decrease of 5% or more versus 31 December 2023***

**Statements of Financial Position**

50.78% increase in Prepayments and other current assets

Due to prepaid expenses and input value added taxes recognized in relation to construction costs of the Main Hotel Casino.

35.09% increase in Property and equipment

Due to the capitalized construction costs as construction in progress in relation to the construction of the Main Hotel Casino.

5.67% decrease in Right-of-use assets - net

Due to the amortization and remeasurement of cost of Right-of-use assets.

100.27% increase in Trade and other payables

Due to increase in construction costs.

27.43% increase in Bank borrowings

Due to proceeds of loan drawdown from Chinabank.

6.55% increase in Convertible bonds payable

Due to the amortization of interests from convertible bonds.

181.25% increase in Loans from related parties

Due to proceeds of various loans from related parties.

42.11% increase in Due to related parties

Due to the accrual of interests from loans from related parties and convertible bonds.

51.22% increase in Retention payable

Due to the increase in portions of progress billings received from contractors for the construction of the Main Hotel Casino.

***Increase/Decrease of 5% or More versus 30 September 2023***

*141.98% increase in Foreign exchange loss (gain)*

Mainly due to translation adjustments to foreign denominated financial liabilities such as loans from related parties, lease liabilities, and due to related parties.

*90.13% decrease in Finance and other income*

Due to decrease in interest income earned on cash in banks and short-term placements of Subsidiaries.

*66.57% increase in Operating expenses*

Due mainly to increase in salaries and employee benefits as a result of an increase in employee headcount.

*25,016.07% increase in Tax expense*

Due to increase in tax expense incurred from interest income earned on cash in banks and short-term placements.

*688.18% increase in Finance cost*

Due to increase in interest expense incurred from lease liabilities.

**Key Performance Indicators**

Presented below are the top five (5) key performance indicators of the Group:

	<b>September 30, 2024</b>	<b>December 31, 2023</b>
<b>Current Ratio *1</b>	<b>5.64</b>	<b>10.44</b>
<b>Quick Ratio *2</b>	<b>4.01</b>	<b>8.22</b>
<b>Debt-to-Equity Ratio *3</b>	<b>4.83</b>	<b>3.73</b>

  

	<b>September 30, 2024</b>	<b>September 30, 2023</b>
<b>Return on Assets *4</b>	<b>-1.07%</b>	<b>-0.01%</b>
<b>Return on Equity *5</b>	<b>-5.05%</b>	<b>-0.05%</b>

*\*1 – Current Assets/ Current Liabilities*

*\*2 – Quick Assets (Current Assets less Other Current Assets)/ Current Liabilities*

*\*3 – Total Liabilities/ Equity*

*\*4 – Net Profit (Loss)/ Average Total Assets*

*\*5 – Net Profit (Loss)/ Average Equity*

There are no other significant changes in the financial position (5% or more) and condition of the Group that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to Management that will impact or change the Group's reported financial information and condition.

There are no known trends or demands, commitments, events, or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Group's liquidity in any material way.

There are no other known events that will trigger direct or contingent financial obligation that is currently considered material to the Group, including any default or acceleration of an obligation.



The Group does not anticipate having any cash flow or liquidity problems. The Group is not in default or in breach of any note, loan, lease, or other indebtedness or financing arrangement requiring it to make payments. The Group has material commitments for capital expenditures amounting approximately Php13,244.07 million as of September 30, 2024 in relation to the construction of the Main Hotel Casino.

There are no material off-balance sheet transactions, arrangements, obligations, and other relationships with unconsolidated entities or other persons created during the reporting period.

The Group has no unusual nature of transactions or events that affect assets, liabilities, equity, net income, or cash flows.

There are no other material issuances, repurchases, or repayments of debt and equity securities.

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

There are no material events subsequent to the end of the period that have not been reflected in the Interim Condensed Consolidated Financial Statements.

There are no changes in estimates of amounts reported in periods of the current financial year or changes in estimates of amounts reported in prior financial years.

SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES  
*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)*  
*(A Subsidiary of Fortune Noble Limited)*  
Aging of Accounts Receivable  
September 30, 2024

Type of Receivable	Total	Current/ Not Yet Due	1-3 Months	4-6 Months	7 Months to 1 Year	1-2 Years	Past Due Accounts and Items in Litigation
Trade and Other Receivables	-	-	-	-	-	-	-

## EXHIBIT 9

## SUNTRUST RESORT HOLDINGS, INC. AND SUBSIDIARIES

*(Formerly Suntrust Home Developers, Inc. and Subsidiaries)**(A Subsidiary of Fortune Noble Limited)*

## ANNEX 68-E - SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

September 30, 2024 and December 31, 2023

Ratio	Formula	September 30, 2024	December 31, 2023
Current ratio	Current assets / Current liabilities	5.64	10.44
Acid test ratio	Quick assets / Current liabilities (Quick assets include current assets less other current assets)	4.01	8.22
Solvency ratio	Total liabilities / Total assets	0.83	0.79
Debt-to-equity ratio	Total liabilities / Total stockholders' equity	4.83	3.73
Asset-to-equity ratio	Total assets / Total stockholders' equity	5.83	4.73
Interest rate coverage ratio	EBIT / Total interest	n/a	n/a
Return on equity	Net income (loss) / Average total equity	-5.05%	-3.86%
Return on assets	Net income (loss) / Average total assets	-1.07%	-0.91%
Net profit margin	Net income (loss) / Total revenues	-	-