

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 : **March 31, 2024**
2. SEC Identification number: **CS-200703145**
3. BIR Tax Identification No: **006-652-678**
4. **Vista Land & Lifescapes, Inc.**
Exact name of issuer as specified in its charter
5. **Philippines**
Province, country or other jurisdiction of incorporation or organization
6. Industry Classification Code: (SEC Use Only)
7. **Lower Ground Floor, Building B, Evia Lifestyle Center, Vista City,
Daanghari Almanza II, Las Pinas City** **1747**
Postal Code
Address of issuer's principal office
8. **(632) 874-5758 / (632) 872-6947 / (632) 226-3552**
Issuer's telephone number, including area code
9. **N/A**
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding And amount of debt outstanding
Common Stock, net of 416,128,700 Treasury Shares	12,698,007,676
VLL Retail Bonds issued in 2017	Php 5,000,000,000
VLL Retail Bonds issued in 2018	Php 10,000,000,000
VLL Retail Bonds issued in 2019	Php 10,000,000,000
VLL Retail Bonds issued in 2023	Php 6,000,000,000

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

Yes [x] No []

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

Philippine Stock Exchange – 13,114,136,376 Common Stocks

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Securities Regulation Code and SRC Rule 17 thereunder, and Section 25 and 177 of the Revised Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period of the registrant was required to file such reports.)

Yes [x] No []

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

Yes [x] No []

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Vista Land & Lifescapes, Inc.
Consolidated Statements of Financial Position
As of March 31, 2024 and December 31, 2023
(In Million Pesos)

	Audited 03/31/2024	Audited 12/31/2023
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 7, 28 and 29)	₱12,689	₱10,692
Short-term cash investments (Notes 8, 28 and 29)	212	7
Current portion of:		
Receivables (Notes 9, 26, 28 and 29)	56,192	52,212
Cost to obtain (Note 5)	428	309
Investments at amortized cost (Notes 8, 28 and 29)	14,149	18,425
Real estate inventories (Note 10)	64,167	63,771
Other current assets (Note 11)	6,552	6,448
Total Current Assets	154,389	151,864
Noncurrent Assets		
Investments at amortized cost (Notes 8, 28 and 29)	21,798	20,784
Investments at fair value through other comprehensive income (Notes 8, 28 and 29)	133	132
Receivables – net of current portion (Note 9, 26, 28 and 29)	33,203	31,191
Cost to obtain contract – net of current portion (Note 5)	122	202
Project development cost (Note 14)	1,439	1,396
Advances to a related party (Note 26)	6,950	7,559
Investment in a joint venture (Note 15)	499	499
Property and equipment (Note 13)	1,935	2,636
Investment properties (Note 14)	127,542	124,656
Goodwill	147	147
Pension assets	291	291
Deferred tax assets - net (Note 24)	125	106
Other noncurrent assets (Note 15)	935	936
Total Noncurrent Assets	195,119	190,535
	₱349,508	₱342,399
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts and other payables (Notes 16, 28 and 29)	21,546	20,517
Security deposits and advance rent (Note 17)	1,396	2,013
Income tax payable (Note 24)	99	112
Dividends payable (Notes 21, 26, 28, and 29)	143	298
Current portion of:		
Contract liabilities (Note 5)	2,082	1,588
Bank loans (Notes 18, 28 and 29)	23,335	25,874
Loans payables (Notes 18, 28 and 29)	5,374	3,176
Notes payable (Notes 19, 28 and 29)	28,474	28,005
Lease liabilities (Note 25, 28 and 29)	1,182	389
Total Current Liabilities	₱83,631	₱81,972

(Forward)



Vista Land & Lifescapes, Inc.
Consolidated Statements of Financial Position
 As of March 31, 2024 and December 31, 2023
 (In Million Pesos)

	Unaudited 03/31/2024	Audited 12/31/2023
Noncurrent Liabilities		
Contract liabilities - net of current portion (Note 5)	₱237	₱437
Notes payable - net of current portion (Notes 19, 28 and 29)	78,865	80,143
Bank loans - net of current portion (Notes 18, 28 and 29)	31,321	27,309
Loans payable - net of current portion (Notes 18, 28 and 29)	2,265	4,268
Lease liabilities – net of current portion (Note 25, 28 and 29)	6,271	5,051
Deferred tax liabilities - net (Note 24)	9,169	8,201
Other noncurrent liabilities (Note 20)	3,187	2,156
Total Noncurrent Liabilities	131,315	127,565
Total Liabilities	214,946	209,537
Equity (Note 21)		
Attributable to equity holders of the Parent Company		
Capital stock	13,147	13,147
Additional paid-in capital	30,685	30,685
Other comprehensive income	(438)	906
Treasury shares	(7,740)	(7,740)
Retained earnings	88,746	86,227
Total	124,400	123,225
Non-controlling interest	10,162	9,637
Total Equity	134,562	132,862
Total	₱349,508	₱342,399

See accompanying Notes to Interim Consolidated Financial Statements.



Vista Land & Lifescapes, Inc.
Consolidated Statements of Comprehensive Income
For the three months ended March 31, 2024 and 2023
(In Million Pesos, except per share)

	Unaudited Jan-Mar Q1-2024	Unaudited Jan-Mar 2024	Unaudited Jan-Mar Q1-2023	Unaudited Jan-Mar 2023
REVENUE				
Real estate (Notes 4 and 5)	₱4,902	₱4,902	₱4,469	₱4,469
Rental income (Notes 4 and 5)	4,071	4,071	3,591	3,591
Interest income from installment contracts receivable (Notes 4, 9 and 22)	106	106	147	147
Parking, hotel, forfeitures, mall administrative and processing fees, and others (Notes 5 ans 22)	651	651	469	469
	9,730	9,730	8,676	8,676
COSTS AND EXPENSES				
Costs of real estate sales (Note 23)	1,910	1,910	1,844	1,844
Operating expenses (Note 23)	2,719	2,719	2,608	2,608
	4,629	4,629	4,452	4,452
OTHER INCOME (EXPENSES)				
Interest and other income from investments	417	417	490	490
Interest and other financing charges	(1,495)	(1,495)	(1,477)	(1,477)
Unrealized foreign exchange (losses) gains	(2)	(2)	(4)	(4)
	(1,080)	(1,080)	(991)	(991)
INCOME BEFORE INCOME TAX	4,021	4,021	3,233	3,233
PROVISION FOR INCOME TAX (Note 24)	977	977	490	490
NET INCOME	3,044	3,044	2,743	2,743
NET INCOME ATTRIBUTABLE TO:				
Equity holders of the Parent Company	2,519	2,519	2,185	2,185
Non-controlling interest	525	525	558	558
	₱3,044	₱3,044	₱2,743	₱2,743
Basic/Diluted earnings per share (Note 27)	0.211	0.211	0.172	0.172

See accompanying Notes to Interim Consolidated Financial Statements.



Vista Land & Lifescapes, Inc.
 Consolidated Statements of Comprehensive Income
 For the three months ended March 31, 2024 and 2023
 (In Million Pesos)

	Unaudited Jan-Mar Q1-2024	Unaudited Jan-Mar 2024	Unaudited Jan-Mar Q1-2023	Unaudited Jan-Mar 2023
NET INCOME	₱3,044	₱3,044	₱2,743	₱2,743
OTHER COMPREHENSIVE INCOME				
Cumulative translation adjustments	8	8	31	31
Changes in fair value on equity investments at fair value through other comprehensive income	(1,351)	(1,351)	45	45
TOTAL COMPREHENSIVE INCOME	1,701	1,701	2,819	2,819
Total comprehensive income attributable to:				
Equity holders of Parent Company	1,176	1,176	2,261	2,261
Noncontrolling interest	525	525	558	558
	₱1,701	₱1,701	₱2,819	₱2,819

See accompanying Notes to Interim Consolidated Financial Statements.



Vista Land & Lifescapes, Inc.
Consolidated Statements of Changes in Equity
For the three months ended March 31, 2024 and 2023
(In Million Pesos)

	Unaudited 03/31/2024	Unaudited 03/31/2023
CAPITAL STOCK (Note 21)		
Common – P1 par value		
Authorized – 4,000,000 shares in February 28, 2007		
12,000,000,000 shares in May 23, 2007 and		
11,000,000,000 shares in November 24, 2010		
11,900,000,000 shares in October 5, 2012		
17,900,000,000 shares in November 11, 2015		
Issued – 1,000,000 shares as of February 28, 2007;		
8,538,740,614 shares as of September 30, 2011;		
10,038,740,614 shares as of November 10, 2015;		
12,654,891,753 shares as of December 22, 2015;		
13,114,136,376 shares as of February 23, 2016;	₱13,114	₱13,114
Preferred – P0.01 par value		
Authorized – 10,000,000,000 shares in October 5, 2012;		
Series 1 - P0.01 par value		
8,000,000,000 shares in January 27, 2020;		
Series 2 - P0.10 par value		
200,000,000 shares in January 27, 2020;		
Issued – P3,300,000,000 shares in March 31, 2013 (Note 18)	33	33
Balance at end of period	13,147	13,147
ADDITIONAL PAID-IN CAPITAL (Note 21)		
Balance at beginning of period	30,685	30,685
Increase in noncontrolling interest	-	-
Balance at end of period	30,685	30,685
RETAINED EARNINGS (Note 21)		
Balance at beginning of period	86,227	78,311
Net income	3,044	2,743
Cash dividends declared	(525)	(558)
Balance at end of period	88,746	80,496
OTHER COMPREHENSIVE INCOME (Note 21)		
Balance at beginning of period	906	799
Total comprehensive income for the period	(1,344)	76
Balance at end of period	(438)	875
TREASURY SHARES (Notes 6 and 21)		
Balance at beginning of period	(7,740)	(7,740)
Acquisition of treasury shares	-	-
Balance at end of period	(7,740)	(7,740)
NON-CONTROLLING INTEREST (Notes 21 and 27)		
Balance at beginning of period	9,637	8,449
Net income	525	558
Balance at end of period	10,162	9,007
	₱134,562	₱126,470

See accompanying Notes to Interim Consolidated Financial Statements.



Vista Land & Lifescapes, Inc.
Consolidated Statements of Cash Flows
For the three months ended March 31, 2024 and 2023
(In Million Pesos)

	Unaudited Jan-Mar Q1-2024	Unaudited Jan-Mar 2024	Unaudited Jan-Mar Q1-2023	Unaudited Jan-Mar 2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income tax	₱4,021	₱4,021	₱3,233	₱3,233
Adjustments for:				
Interest and other financing charges	1,495	1,495	1,477	1,477
Depreciation and amortization	516	516	551	551
Retirement expense, net of payments	2	2	4	4
Interest income from investments and other income	(417)	(417)	(490)	(490)
Operating income before working capital changes	5,617	5,617	4,775	4,775
Decrease (increase) in:				
Receivables	(5,992)	(5,992)	2,103	2,103
Real estate inventories (excluding capitalized borrowing costs)	(396)	(396)	(1,880)	(1,880)
Other current assets and cost to obtain contract	(142)	(142)	(1,852)	(1,852)
Increase (decrease) in:				
Accounts and other payables	1,029	1,029	2,267	2,267
Contract liabilities	294	294	561	561
Security deposits	(617)	(617)	(774)	(774)
Other noncurrent liabilities	1,031	1,031	1,058	1,058
Net cash flows provided by operations	824	824	6,259	6,259
Income tax paid	(41)	(41)	(29)	(29)
Net cash flows provided by operating activities	783	783	6,230	6,230
CASH FLOWS FROM INVESTING ACTIVITIES				
Interest received	417	417	490	490
Decrease (increase) in:				
Receivables from related parties	609	609	1,465	1,465
Project development costs	(43)	(43)	(133)	(133)
Disposal (acquisition) of short-term cash investments	(205)	(205)	(180)	(180)
Additions to:				
Investment Property and PPE	(2,701)	(2,701)	(4,152)	(4,152)
Investment at amortized cost	1,917	1,917	2,089	2,089
Net cash flows used in investing activities	(6)	(6)	(421)	(421)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from (payments of):				
Notes payable – net	(809)	(809)	(123)	(123)
Bank loans – net	1,473	1,473	(4,877)	(4,877)
Loans payable – net	195	195	234	234
Lease liabilities	2,013	2,013	6	6
Dividends to noncontrolling interest	(155)	(155)	(15)	(15)
Interest	(1,495)	(1,495)	(2,858)	(2,858)
Net cash flows provided by (used in) financing activities	1,222	1,222	(7,633)	(7,633)
Effect on change in exchange rates on cash and cash equivalents	(2)	(2)	(4)	(4)
Net decrease in cash and cash equivalents	1,997	1,997	(1,828)	(1,828)
Cash and cash equivalents at beginning of period	10,692	10,692	15,070	15,070
Cash and cash equivalents at end of period	₱12,689	₱12,689	₱13,242	₱13,242

See accompanying Notes to Interim Consolidated Financial Statements.

VISTA LAND & LIFESCAPES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

Vista Land & Lifescapes, Inc. (the Parent Company or VLLI) was incorporated in the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on February 28, 2007. The Parent Company's registered office address is at Lower Ground Floor, Building B, EVIA Lifestyle Center, Vista City, Daanghari, Almanza II, Las Piñas City. The Parent Company is a publicly-listed investment holding company which is 65.84% owned by Fine Properties, Inc., (Ultimate Parent Company), as of March 31, 2024 and December 31, 2023, respectively, and the rest by the public.

The Parent Company is the holding company of the Vista Group (the Group) which is engaged in real estate activities. The Group has six (6) wholly-owned subsidiaries, namely: Brittany Corporation (Brittany), Crown Asia Properties, Inc. (CAPI), Vista Residences, Inc. (VRI), Camella Homes, Inc. (CHI), Communities Philippines, Inc. (CPI) and VLL International Inc. (VII), and an 88.34% owned subsidiary, Vistamalls, Inc. (formerly Starmalls, Inc.) The Group is divided into horizontal, vertical and commercial and others segment. The Group caters to the development and sale of residential house and lot and residential condominium through its horizontal and vertical projects, respectively. Its commercial and others segment focuses on the development, leasing and management of shopping malls and commercial centers all over the Philippines and hotel operations.

Vista REIT Transaction

On August 7, 2020, the Board of Directors (BOD) of VLLI approved the incorporation of Vista One, Inc. (VOI), to be the vehicle for the Group's Real Estate Investment Trust (REIT) registration under Republic Act 9856 (The REIT Act of 2009). VOI was incorporated in the Republic of the Philippines and was registered with the SEC on August 24, 2020, primarily to own, manage, operate and engage in the leasing of income-generating real properties such as office buildings, shopping centers, hotels, resorts, residential buildings, condominium buildings, among others and to hold for investment or otherwise, real estate of all kind.

In compliance with applicable regulatory requirements of the SEC for companies seeking registration of their securities, VOI entered into and implemented the REIT Formation Transactions as follows:

Amendment of the Articles of Incorporation and By-Laws of VOI

On February 7, 2022, at least a majority of the BOD and the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of VOI approved to increase its authorized capital stock to ₱15,000,000,000 divided into 15,000,000,000 shares with par value of ₱1.00 per share.

The increase in VOI's authorized capital stock from ₱2,000,000,000 divided into 2,000,000,000 shares with par value of ₱1.00 per share to P=15,000,000,000 divided into 15,000,000,000 shares with par value of ₱1.00 per share was approved by the SEC on March 14, 2022.

On March 16, 2022, the BOD approved various amendments to the Articles of Incorporation and By-Laws of VOI including, among others, the following: (a) change in the corporate name to "VISTAREIT, INC."; (b) change in primary purpose to engage in the business of a real estate investment trust under Republic Act No. 9856 (the REIT Law), including the Revised Implementing Rules and Regulations of the REIT Law); (c) requirement to have independent directors in the Board; and (d) other amendments in connection with the initial public offering of VOI as a REIT entity. Such amendments were approved by the SEC on April 18, 2022.

Execution of Property-for-Share Swap Agreement and Deed of Assignment of Leases between the Sponsors and VOI

On February 7, 2022, VOI entered into various Deeds of Assignment and Subscription Agreements with each of Manuela Corporation (MC), Masterpiece Asia Properties, Inc. (MAPI), Vista Residences, Inc. (VRI), Crown Asia Properties, Inc. (CAPI) and Communities Pampanga, Inc. (CPAM) collectively referred to as the Sponsors, for the assignment, transfer, and conveyance by the Sponsors to VOI of 10 community

malls and two office buildings with an aggregate gross lease area of 256,403.95 sqm (collectively, the Assigned Properties) and fair value of ₱35,952,992,730 in exchange for the issuance by VOI to the Sponsors out of the increase in authorized capital stock described hereinabove of an aggregate of 6,990,000,000 common shares at an issue price of ₱1.50 per share, or an aggregate issue or subscription price of ₱10,485,000,000 (the Property-for-Share Swap).

The Assigned Properties consists of Vista Mall Las Piñas (Main), Starmall Las Piñas (Annex), Starmall San Jose Del Monte (SJDm), Vista Mall Pampanga, SOMO – A Vista Mall, Vista Mall Antipolo, Vista Mall General Trias, Vista Mall Tanza, Starmall Talisay – Cebu, Vista Mall Imus, Vista Hub Molino and commercial and office units and parking lots in Vista Hub BGC.

On March 14, 2022, the SEC issued the confirmation of the valuation of the Property-for-Share Swap. The requisite Certificate Authorizing Registrations authorizing the transfer of legal title to the Assigned Properties from the Sponsors to VOI were issued by the Bureau of Internal Revenue (BIR) on April 25 to 29 and May 2, 2022.

On March 16, 2022, pursuant to the Deeds of Assignment and Subscription Agreements for the transfer, assignment and conveyance in favor of VOI of all of the Sponsors' rights, title and interests in the Assigned Properties in exchange for VOI's common shares, VOI and the Sponsors entered into a Deed of Assignment of Leases assigning all of the Sponsors' rights and interests in and to the Contracts of Lease over portions of the Assigned Properties leased out to various entities (the "Leases") effective upon the issuance of VOI's common shares in the name of the Sponsors.

Amendment of the Articles of Incorporation and By-Laws of Communities Palawan, Inc.

On February 16, 2022, at least a majority of the BOD and the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of Communities Palawan, Inc. approved to increase its authorized capital stock to ₱500,000,000 divided into 500,000,000 shares with par value of ₱1.00 per share.

The increase in Communities Palawan, Inc.'s authorized capital stock from ₱50,000,000 divided into 500,000 shares with par value of ₱100.00 per share to ₱500,000,000 divided into 500,000,000 shares with par value of ₱1.00 per share was approved by the SEC on April 18, 2022.

The increase in Communities Palawan, Inc.'s authorized capital stock from ₱50,000,000 divided into 500,000 shares with par value of ₱100.00 per share to ₱500,000,000 divided into 500,000,000 shares with par value of ₱1.00 per share was approved by the SEC on April 18, 2022.

The above amendments are pursuant to the Proposed Initial Public Offering of a REIT by VistaREIT, Inc. (VistaREIT) after Communities Palawan, Inc. and VistaREIT entered into a Fund Management Agreement on March 18, 2022 for Communities Palawan, Inc. to act as the Fund Manager to VistaREIT, to perform the functions required thereof as stated in the REIT Law and the regulations of the relevant government entities, which includes, in exchange for a fund management fee as agreed by the parties, execution of investment strategies and overseeing and coordinating property acquisition, property management, leasing, operational and financial reporting, appraisals, audits, market review, accounting and reporting procedures, as well as financing and asset deposition plans.

On June 15, 2022, VistaREIT was publicly listed in the Philippine Stock Exchange. With the listing, VLLP's effective ownership in VistaREIT as of December 31, 2022 was reduced to 60.09% from 98.94% as of December 31, 2021. As of September 30, 2023 and December 31, 2022, VistaREIT is 32.96% owned by MAPI, 17.40% owned by VRI, 5.92% owned by Manuela Corporation, 4.86% by Communities Pampanga, Inc., 3.49% owned by CAPI and 35.37% owned by the public.

2. Summary of Significant Accounting Policies

Basis of Preparation

The interim condensed consolidated financial statements as at March 31, 2024 and December 31, 2023 and for the three-month periods ended March 31, 2023 and 2024 have been prepared on a historical cost basis, except for investments at fair value through other comprehensive income which have been measured at fair value.

The interim condensed consolidated financial statements are presented in Philippine Peso (₱) which is the functional and presentation currency of the Parent Company, and all amounts are rounded to the nearest Philippine Peso, unless otherwise indicated.

The interim condensed consolidated financial statements provide comparative information in respect of the previous period.

Statement of Compliance

The accompanying interim condensed consolidated financial statements have been prepared in accordance with Philippine Accounting Standards (PAS) 34, *Interim Financial Reporting*, as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC) in response to the COVID-19 pandemic. The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's annual consolidated financial statements as at and for the year ended December 31, 2023, which is in accordance with the Philippine Financial Reporting Standards (PFRS), as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic.

Deferral of the following provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry

On December 15, 2020, the Philippine SEC issued SEC Memorandum Circular (MC) No. 34-2020 which further extended the deferral of the following provisions of PIC Q&A 2018-12 until December 31, 2023:

- a. Exclusion of land in the determination of percentage of completion (POC) discussed in PIC Q&A No. 2018-12-E
- b. Accounting for significant financing component discussed in PIC Q&A No. 2018-12-D
- c. Implementation of International Financial Reporting Standards (IFRS) Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods under Philippine Accounting Standards (PAS) 23, *Borrowing Cost*, for Real Estate industry

The details and the impact of the adoption of the above financial reporting reliefs are discussed in the Adoption of New and Amended Accounting Standards and Interpretations section of Note 3 to the consolidated financial statements.

PFRS include Philippine Financial Reporting Standards, Philippine Accounting Standards and Interpretations issued by the Philippine Interpretations Committee (PIC).

Basis of Consolidation

The interim condensed consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as of March 31, 2024 and 2023. For the three-month period ended March 31, 2024, there was no change in the Parent Company's ownership interest in its subsidiaries.

The basis of consolidation used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements as at and for the year ended December 31, 2023.

3. Changes in Accounting Policies

The changes in accounting policies used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements as at and for the year ended December 31, 2023.

4. Summary of Material Accounting Policies

The summary of material accounting policies used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements as at and for the year ended December 31, 2023.

5. Material Accounting Judgments and Estimates

The material accounting judgments and estimates used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements as at and for the year ended December 31, 2023.

6. Segment Information

For management purposes, the Group's operating segments are organized and managed separately according to the nature of the products provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group has three reportable operating segments as follows:

Horizontal Projects

This segment pertains to the development and sale of residential house and lot across the Philippines.

Vertical Projects

This segment caters on the development and sale of residential condominium projects across the Philippines.

Commercial and Others

This segment pertains to rental of malls and office spaces, hotel operations, and activities of holding companies.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on segment operating income or loss before income tax and earnings before income tax, interest, and depreciation and amortization (EBITDA). Segment operating income or loss before income tax is based on the same accounting policies as consolidated operating income or loss. No operating segments have been aggregated to form the above reportable operating business segments. The chief operating decision-maker (CODM) has been identified as the chief executive officer. The CODM reviews the Group's internal reports in order to assess performance of the Group.

Transfer prices between operating segments are based on the agreed terms between the related parties. The amount of segment assets and liabilities are based on the measurement principles that are similar with those used in measuring the assets and liabilities in the interim consolidated statements of financial position which is in accordance with PFRS. The segment assets are presented separately from the advances to a related party, investments at fair value through other comprehensive income (FVOCI), investments at amortized cost and deferred taxes. Segment liability are presented separately from the deferred tax liabilities.

The financial information about the operations of these business segments for the three months ended March 31, 2024 is summarized below (amounts in millions):

	Horizontal	Vertical	Commercial and Others	Intersegment Adjustments	Consolidated
Real estate (Note 5)	₱3,377	₱1,525	₱-	₱-	₱4,902
Rental income (Note 5)	-	-	4,108	(37)	4,071
Parking, hotel, mall administrative and processing fees, and others (Note 22)	109	69	473	-	651
	3,377	1,525	-	-	4,902
Cost and operating expenses (Note 23)	3,486	1,594	4,581	(37)	9,624
Segment income before income tax	2,012	866	1,234	-	4,112
Interest income and other income from investments	1,474	728	3,347	(37)	5,512
Interest and other financing charges	86	16	420	-	522
Depreciation and amortization (Note 23)	(3)	-	(1,494)	-	(1,497)
Income before income tax	(44)	(7)	(465)	-	(516)
Provision for income tax (Note 24)	1,513	737	1,808	(37)	4,021
Net income	335	184	495	(37)	977
	₱1,178	₱553	₱1,313	₱-	₱3,044

The financial information about the segment assets and liabilities of these operating segments as at March 31, 2024 is summarized below (amounts in millions):

	Horizontal	Vertical	Commercial and Others	Intersegment Adjustments	Consolidated
Other Information					
Segment assets	₱1137,026	₱124,602	₱1144,226	₱-	₱1305,854
Advances to a related party (Note 26)	6,950	-	-	-	6,950
Investments in joint venture (Note 15)	-	499	-	-	499
Investments at FVOCI (Note 8)	13	-	120	-	133
Investments at amortized cost (Note 8)	-	-	35,947	-	35,947
Deferred tax assets - net (Note 24)	125	-	-	-	125
Total Assets	₱1144,114	₱125,101	₱1180,293	-	₱1349,508
Segment liabilities	13,215	9,928	182,633	-	205,776
Deferred tax liabilities - net (Note 24)	(857)	615	9,410	-	9,168
Total Liabilities	₱112,358	₱110,543	₱1192,043	-	₱1214,944

There is no cyclicity in the Group's interim operations.

7. Revenue from Contracts with Customers

a. Disaggregated Revenue Information

The Group derives revenue from the transfer of services and goods over time and at a point in time, respectively, in different product types and other geographical location within the Philippines

The Group's disaggregation of each sources of revenue from contracts with customers are presented below (in Php Millions):

	March 31, 2024
Type of Product	
Real estate sales	
Horizontal	₱3,378
Vertical	1,525
	4,902
Hotel operations (Note 22)	38
	₱4,941

All of the Group's real estate sales are revenue from contracts with customers that are recognized over time, except for hotel operation's sale of food and beverages which are at point in time. There are no inter-segment eliminations among revenue from contracts with customers on real estate, as these are all sold to external customers as disclosed in the segment information.

Contract Balances

	March 31, 2024
	<i>(amounts in millions)</i>
Installment contracts receivable	₱36,132
Cost to obtain contract	550
Contract liabilities	2,319

Installment contracts receivable from real estate sales are collectible mainly in equal monthly principal installments with various terms up to a maximum of 15 years. These are recognized at amortized cost using the effective interest method. Interest ranges from 6.19% to 19.00% per annum and 2.43% to 19.00% per annum in 2023 and 2022, respectively. The corresponding titles to the residential units sold under this arrangement are transferred to the customers only upon full payment of the contract price.

Contract liabilities consist of collections from real estate customers which have not reached the equity threshold to qualify for revenue recognition and excess of collections over the good and services transferred by Group based on percentage of completion. The movement in contract liability is mainly due to reservation sales and advance payment of buyers less real estate sales recognized upon reaching the equity threshold and from increase in percentage of completion

b. Performance obligations

Information about the Group's performance obligations are summarized below:

Real estate sales

The Group entered into reservation agreements with one identified performance obligation which is the sale of the real estate unit together with the services to transfer the title to the buyer upon full payment of contract price. The amount of consideration indicated in the contract to sell is fixed and has no variable consideration.

The sale of real estate unit covers subdivision land, residential house units, and condominium units and the Group concluded that there is one performance obligation in each of these contracts. The Group recognizes revenue from the sale of these real estate projects under pre-completed contract over time during the course of the construction.

Payment commences upon signing of the reservation agreement and the consideration is payable in cash or under various financing schemes entered with the customer. The financing scheme would include payment of 10% - 20% of the contract price to be paid over a maximum of 24 months at a fixed payment for horizontal developments and 20% - 40% of the contract price to be paid over a maximum of 60 months at a fixed payment for vertical developments with remaining balance payable (a) in full at the end of the period either through cash or external financing; or (b) through in-house financing which ranges from two (2) to 15 years with fixed monthly payment. The amount due for collection under the amortization schedule for each of the customer does not necessarily coincide with the progress of construction, which results to either an installment contracts receivable or contract liability.

After the delivery of the completed real estate unit, the Group provides one-year warranty to repair minor defects on the delivered serviced lot and house and condominium unit. This is assessed by the Group as a quality assurance warranty and not treated as a separate performance obligation.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) as at March 31, 2024 (in Php Millions):

Within one year	₱7,732
More than one year	2,939
	₱10,671

The remaining performance obligations expected to be recognized within one year and more than one year relate to the continuous development of the Group's real estate projects. The Group's condominium units are completed within three to five years from start of construction while serviced lots and serviced lots and house are expected to be completed within two to three years from start of development.

Rental agreements

The Group entered into lease agreements for its mall retail spaces and office spaces with the following identified performance obligations: (a) lease of space, (b) provisioning of water and electricity, (c) connection to air conditioning system, (d) CUSA services, and € administration fee. Revenue from lease of space is recognized on a straight-line basis over the lease term while revenue for the remaining performance obligations are recognized when services are rendered. The tenant is required to settle within 30 days upon receipt of the bill. Except for related party tenants, in case of delay in payments, a penalty of 5% is charged for the amount due and shall be charged another 5% the following month of delay and every month thereafter inclusive of penalties previously charged. Except for related party tenants, the lease arrangement would typically require a tenant to pay advance rental equivalent to two (2) to four (4) months and a security deposit equivalent to two (2) to four (4) months rental to cover any breakages after the rental period, with the excess returned to the tenant.

8. Goodwill

On December 29, 2015, VLCC, a wholly owned subsidiary of VRI, acquired 100% ownership of MRHI for a total cash consideration of ₱157.00 million. MRHI owns and operates the Boracay Sands Hotel. The transaction was accounted for as a business combination under acquisition method. Fair values of identifiable net assets of MRHI amounted to ₱9.73 million, which resulted to recognition of goodwill of ₱147.27 million.

The recoverable amount is based on value in use calculations using cash flow projections from financial budgets approved by the Group's management covering the period the CGU is expected to be operational. The pre-tax discount rate used on March 31, 2024 and December 31, 2023 is 8.23%, which is based on weighted average cost of capital of comparable entities. The average growth rate used is 4.00% as of March 31, 2024 and December 31, 2023. The value-in-use computation is most sensitive to the discount rate and growth rate applies to the cash flow projection. There is no impairment loss recognized since acquisition.

9. Cash and Cash equivalents

This account consists of (in Php Millions):

	March 31, 2024
Cash on hand	₱16
Cash in banks	10,153
Cash equivalents	2,520
	₱12,689

Cash in banks earn interest at the prevailing bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Group.

Cash in banks and cash equivalents earn interest at the prevailing bank deposit rates ranging from 0.01% to 4.50%.

No cash and cash equivalents are used to secure the obligations of the Group.

10. Investments

Short-term cash investments

Short-term cash investments consist of money market placements with maturities of more than three (3) months up to one (1) year and earn annual interest at the respective short-term investment rates ranging from 1.00% to 3.40% for the three-month periods ended March 31, 2024

As at March 31, 2024, short-term cash investments amounted to ₱211.77 million.

The following are the breakdown of investment in financial asset at amortized cost and FVOCI (in Php Millions):

	March 31, 2024
Investment at amortized cost	₱35,947
Investment at fair value through other comprehensive income	133

11. Receivables

This account consists of (in Php Millions):

	March 31, 2024
Accrued rent receivable and receivables from tenants	₱37,258
Installment contracts receivable	36,134
Accrued interest receivable	386
Accounts receivable:	
Home Development Mutual Fund	377
Buyers	205
Others	49
Advances to:	
Contractors and suppliers	11,082
Private companies	2,997
Brokers	313
Receivables from related parties	1,887
	90,688
Less: Allowance for impairment losses	(1,293)
Total Receivables	89,395
Less: Noncurrent portion at amortized cost	(33,203)
	₱56,192

Installment Contracts Receivable

Annual interest rates on installment contracts receivables range from 12.00% to 19.00%. Total interest income recognized amounted to ₱105.45 million for three-month periods ended March 31, 2024

In 2023 and 2022, the Group entered into various purchase agreements with financial institutions whereby the Group sold its installment contracts receivables on a with recourse basis. These installment contracts receivables on a with recourse basis are used as collateral to secure the corresponding loans payable obtained. The purchase agreements provide substitution of contracts which default. The Group still retains the sold receivables in the installment contracts receivables account and records the proceeds from these sales as loans payable.

Receivables from Related Parties

In March 2023 and June 2023, a Deed of Assignment was entered among (1) the Group as lessor; (2) various related party tenants under AllValue Holdings Corp. (AVHC) (Assignors) and (3) AVHC (Assignee), for the Assignors to assign, transfer and convey to AVHC as the Assignee, all the Assignors' payables to the Group aggregating to ₱3,963.64 million.

As a result of the above Assignment, AVHC plans to settle the remaining assigned receivables through property exchange by transferring parcels of land with total area of 160,922 square meters currently valued at 1,886.64 million.

12. Real Estate Inventories

This account consists of (in Php Millions):

	March 31, 2024
Subdivision land for sale and development	₱51,037
Condominium units for sale and development	10,397
Residential house for sale and development	1,676
Construction materials and others	1,057
	₱64,167

The real estate inventories are carried at cost. There is no allowance to recognize amounts of inventories that are lower than cost.

There are no inventories used to secure the borrowings of the Group.

13. Other Current Assets

This account consists of (in Php Millions):

	March 31, 2024
Input VAT	₱3,496
Creditable withholding taxes	1,649
Prepaid expenses	1,248
Restricted cash	156
Others	3
	₱6,552

Input VAT is a tax imposed on purchases of goods, professional and consulting services and construction costs. These are available for offset against output VAT in future periods.

Creditable withholding taxes pertain to taxes withheld by the customer and are recoverable and can be applied against income tax in future periods.

Prepaid expenses mainly include prepayments for marketing fees, taxes and licenses, rentals and insurance.

14. Investment Properties

Investment properties consist mainly of land and land developments while the building and building improvements, construction in progress and right of use asset pertain to leasehold improvements related to leasing activities as commercial centers. These include properties, currently being leased out, for future leasing or currently held for capital appreciation. The commercial centers include retail malls, commercial centers within residential projects, Vistamalls and Starmalls that are located in key cities and municipalities in the Philippines and office spaces.

Investment properties with cost of ₱370.56 million are used to secure the bank loans of the Group as of March 31, 2024. The fair value of the investment properties used as collateral amounted to ₱5,575.57 million as of March 31, 2024.

15. Property and Equipment

This account consists of (in Php Millions):

	March 31, 2024
Land	₱27
Hotel Building	442
Building and Building Improvements	109
Transportaion Equipment	114
Office Furniture, Fixtures and Equipment	79
Construction Equipment	1,016
Other Fixed Asset	148
	₱1,935

16. Project Development Costs

Project development costs pertain to (a) advances to a related party, covered by memorandum of agreement for the purchase of socialized housing units and (b) advances to third and related parties for project developments.

The requirement for socialized housing units is required by the Housing and Land Use Regulatory Board (HLURB). These advances are recouped upon receipt of the socialized housing units from Bria Homes. On December 23, 2019, the Group entered into a Memorandum of Agreement with Bria Homes, Inc. that stipulated the allocated socialized housing units to the Group from the latter's ongoing and new projects. On December 21, 2020, the Group executed an amended Memorandum of Agreement with Bria Homes, Inc. that stipulated the number of socialized housing credits to be delivered as final settlement of the advances from its on-going projects under different documentation stages after deducting the partial delivery of social housing credits and cash payments.

This account also includes deposits, cash advances and other charges in connection with joint venture agreements and memorandum of agreements entered into by the Group with individuals, corporate entities and related parties for the development of real estate projects. These agreements provide, among others, the following: a) the Group will undertake the improvement and development of the real estate project within a certain period, subject to certain conditions to be fulfilled by the real estate property owner; and b) the parties shall divide among themselves all saleable inventory and commercial development of the real estate project in accordance with the ratio mutually agreed. The real estate projects are in various stages of development from planning to ongoing construction.

17. Investment in Joint Venture and Other Noncurrent Assets

Investment in Joint Venture

Vista Ventures Taft, Inc. (VVTI) was incorporated in the Republic of the Philippines primarily to engage in real estate activities particularly from construction and sale of condominium project at Taft Avenue, Manila.

The carrying amount of the investment in the consolidated financial statements amounts to ₱499.45 million as of March 31, 2024.

The Group has not incurred any contingent liabilities as of March 31, 2024 in relation to its interest in the joint venture, nor does the joint venture has any contingent liabilities for which the Group is contingently liable. The Group has not entered into any capital commitments in relation to its interest in the joint venture and did not receive any dividends from the joint ventures.

Other Noncurrent Assets

This account consists of (in Php Millions):

	March 31, 2024
Deposits	₱633
Model house accessories at cost	170
Deferred input VAT	82
Systems development costs - net of accumulated amortization	39
Cash restricted for use	11
	₱935

18. Accounts and Other Payables

This account consists of (in Php Millions):

	March 31, 2024
Accounts Payable	
Contractors	₱4,411
Suppliers	2,624
Incidental Costs	2,038
Buyers	1,637
Accrued Expenses	4,224
Current portion of deferred output tax	1,554
Current portion of liabilities for purchased land	1,534
Commission Payable	1,585
Current portion of retention payable	1,166
Other payables	773
	₱21,546

Accrued expenses consist mainly of accruals for project cost which are incurred but not yet billed, interest on bonds and bank loans, light and power, marketing costs, professional fees, postal and communication, supplies, repairs and maintenance, transportation and travel, security and insurance.

19. Security Deposits and Advance Rent

This account consists of (in Php Millions):

	March 31, 2024
Current portion of security deposits	₱622
Current portion of advance rent	774
	₱1,396

Current portion of security deposits

Security deposits represent deposits required by lease agreements. These can be recovered upon termination of the lease agreement through refund or application to unpaid rent and/or other charges. Security deposit also include bond deposits of homeowners for their house extension, fence construction and landscaping works which will be refunded after considering any charges. Current portion are those to be settled within one year from financial reporting date.

Current portion of advance rent

Advance rent includes three-month advance rental paid by lessee as required under lease contract. These will be applied to the first or last three months rental depending on the contract terms of the related lease

contract. These also include overpayments made by lessee against its monthly billings which will applied to future billings. Current portion are those to be settled within one year from financial reporting date.

20. Bank Loans and Loans Payable

Bank Loans

Bank loans pertain to the borrowings of the Group from various local financial institutions. These bank loans are obtained to finance capital expenditures and for general corporate purposes.

Details follow as at March 31, 2024 (in Php Millions):

	Bank Loans	Loans Payable
Parent company	₱51,689	₱ -
Subsidiaries	2,967	7,639
	54,656	7,639
Less current portion	(31,321)	(2,265)
	₱23,335	₱5,374

The Parent Company has various peso-denominated bank loans with fixed interest-rates ranging from 4.00% to 8.17% per annum as of March 31, 2024. These bank loans are renewable upon maturity subject to change in interest rates and/or hold-out amount of the investments in debt securities investments of VII.

Certain investments at amortized cost, property and equipment, and investment properties are used as collateral to the bank loans.

Loans Payable

Loans payable pertains to the remaining balance of “Installment contracts receivable” of subsidiaries that were sold on a with recourse basis. These loans bear annual fixed interest rates ranging from 6.00% to 6.75% as at March 31, 2024, payable on equal monthly installments over a maximum period of 3 to 15 years. Other than the installment contracts receivable that serve as collateral, the loans payable has no other restrictions, requirements or covenants.

21. Notes Payable

This account consists of (in Php Millions):

	March 31, 2024
Dollar denominated bonds	₱43,340
Retail bonds	24,363
Corporate note facility	39,636
	107,339
Less current portion	28,474
	₱78,865

In 2023, the following are the new availments of Corporate Note Facility:

a. ₱10,000 million Corporate Notes (Due April 2026)

On April 4, 2023, the Parent Company (the Issuer) entered into a Corporate Notes Facility Agreement for the issuance of a long-term corporate notes consisting of Three-Year Corporate Notes due 2026 amounting to ₱6,000.00 million at a fixed rate of 7.61% per annum, payable on maturity date.

On April 14, 2023, an additional issuance of Corporate Notes was made in the amount of ₱4,000.00 million due 2026, at a fixed interest of 7.63% per annum, payable on maturity date.

The proceeds of the corporate notes were used for refinancing of existing or maturing obligations of

the Parent Company, and for other general corporate purposes. The issue cost amounted to ₱104.72 million. This was capitalized as debt issue cost and amortized over the life of the liability and was offset to the carrying value of the liability.

The Corporate Notes do not provide early redemption at the option of the Issuer.

As part of the issuance of the Corporate Notes, the subsidiaries of the Parent Company that acted as guarantors, irrevocably and unconditionally, are: Brittany Corporation, Camella Homes, Inc., Crown Asia Properties, Inc., Communities Philippines, Inc., Vistamalls, Inc. and Vista Residences Inc. No fees are charged for these guarantee agreements.

Covenants

The Corporate Notes requires the Issuer to maintain the pari passu ranking with all and future unsecured and unsubordinated indebtedness except for obligations mandatorily preferred or in respect of which a statutory preference is established by law.

The Issuer is also required to maintain at all times the following financial ratios: current ratio of at least 1.00, maximum debt to equity at 2.50 and debt service coverage ratio of at least 1.00.

b. ₱12,000.00 million Corporate Notes (Due December 2025)

On January 31, 2023, an additional issuance of Corporate Notes was made in the amount of ₱2,900.00 million due 2025, at a fixed interest of 7.26% per annum, payable on maturity date.

On December 28, 2022, the Parent Company (the Issuer) entered into a Corporate Notes Facility Agreement for the issuance of a long-term corporate notes consisting of Three-Year Corporate Notes due 2025 amounting to ₱8,600.00 million at a fixed rate of 7.93% per annum, payable on maturity date.

The proceeds of the corporate notes were used for refinancing of existing or maturing obligations of the Parent Company, and for other general corporate purposes. The issue cost amounted to ₱140.61 million. This was capitalized as debt issue cost and amortized over the life of the liability and was offset to the carrying value of the liability.

The Corporate Notes do not provide early redemption at the option of the Issuer.

As part of the issuance of the Corporate Notes, the subsidiaries of the Parent Company that acted as guarantors, irrevocably and unconditionally, are: Brittany Corporation, Camella Homes, Inc., Crown Asia Properties, Inc., Communities Philippines, Inc., Vistamalls, Inc. and Vista Residences Inc. No fees are charged for these guarantee agreements.

Covenants

The Corporate Notes requires the Issuer to maintain the pari passu ranking with all and future unsecured and unsubordinated indebtedness except for obligations mandatorily preferred or in respect of which a statutory preference is established by law.

The Issuer is also required to maintain at all times the following financial ratios: current ratio of at least 1.00, maximum debt to equity at 2.50 and debt service coverage ratio of at least 1.00.

22. Other Noncurrent Liabilities

This account consists of (in Php Millions):

	March 31, 2024
Liabilities for purchased land - net of current portion	₱1,194
Retention payable - net of current portion	514
Security deposits - net of current portion	494
Advance rent - net of current portion	318
Deferred output tax - net of current portion	667
	<u>₱3,187</u>

23. Equity

Capital Stock

The details of the Parent Company's capital stock follow:

	Mar 31, 2024
<u>Common</u>	
Authorized shares	17,900,000,000
Par value per share	₱1.00
Issued shares	13,114,136,376
Treasury shares	(₱7,740,264,387)
Value of shares issued	₱13,114,136,376
<u>Preferred Series 1</u>	
Authorized shares	10,000,000,000
Par value per share	₱0.01
Issued shares	3,300,000,000
Value of shares issued	₱33,000,000
<u>Preferred Series 2</u>	
Authorized shares	200,000,000
Par value per share	₱0.10
Issued shares	-
Value of shares issued	₱-

Preferred Series 1

Voting, non-cumulative, non-participating, non-convertible and non-redeemable. The BOD may determine the dividend rate which shall in no case be more than 10.00% per annum.

Preferred Series 2

On June 17, 2019, the Stockholders approved the reclassification of the unissued preferred capital stock of the Parent Company to create Two Hundred Million (200,000,000) non-voting, cumulative, non-participating, non-convertible and redeemable Series 2 preferred shares with par value of ₱0.10 each and the corresponding amendment of the Articles of Incorporation of the Parent Company. The Board likewise approved the shelf registration and listing of such redeemable Series 2 preferred shares.

The terms and conditions of any offering of the Series 2 preferred shares, including the dividend rate, redemption prices, and similar matters will be determined by the Board of Directors at a later date. None of these reclassified preferred shares are issued as of March 31, 2024.

Registration Track Record

On July 26, 2007, the Parent Company launched its follow-on offer where a total of 8,538,740,614 common shares were offered at an offering price of ₱6.85 per share. The registration statement was approved on June 25, 2007.

Treasury Shares

Treasury shares (416,128,700) as of September 30, 2023 of the Parent Company amounting to P2,362 million represents the shares of stock held by the Parent Company, while treasury shares (752,208,215) amounting to P5,378 million represents Parent Company stocks held by Manuela. These treasury shares are recorded at cost.

Retained Earnings

Retained earnings include the accumulated equity in undistributed earnings of consolidated subsidiaries amounting to ₱88,745.98 million as at March 31, 2024.

On September 29, 2023, the BOD of the Parent Company approved the declaration of a regular cash dividend amounting to ₱740.65 million or ₱0.0620 per share, in favor of all stockholders of record as at October 16, 2023, which was paid on October 31, 2023.

Non-controlling interest

Sale of VistaREIT, Inc.'s share through a public listing

On June 15, 2022, the Group sold through a public listing its 39.91% effective noncontrolling interest in VistaREIT, Inc. at ₱1.75 per share. As a result of the sale and buy-back transactions, the Group's ownership interest in VistaREIT, Inc. was diluted from 98.94% to 60.09%. In relation to the dilution without loss of control, the impact to the Group's additional paid-in-capital amounted to ₱231.03 million. The Group's noncontrolling interest increased by ₱4,197.40 million, as a result of the public offering of VistaREIT, Inc. The difference between the consideration and carrying value of the noncontrolling interest was credited to additional paid-in-capital.

Dividends declaration

The BOD of VistaREIT, Inc. approved the declaration of regular cash dividend amounting to ₱232.87 million or ₱0.0386 per share, ₱294.00 million or ₱0.0392 per share and ₱297.00 million or ₱0.0396 per share on April 19, May 18 and August 14, 2023, respectively. The dividend declarations are in favor of all stockholders of record as of May 8, June 2 and August 31, 2023 and paid on May 29, June 26 and September 21, 2023, respectively. This is reflected as dividend declared to Non-controlling interest in the interim consolidated statements of changes in stockholder's equity.

As at March 31, 2024, the Group's dividends payable amounted to ₱142.73 million.

Capital Management

The primary objective of the Group's capital management policy is to ensure that debt and equity capital are mobilized efficiently to support business objectives and maximize shareholder value. The Group establishes the appropriate capital structure for each business line that properly reflects its premier credit rating and allows it the financial flexibility, while providing it sufficient cushion to absorb cyclical industry risks.

The Group considers debt as a stable source of funding. The Group lengthened the maturity profile of its debt portfolio and makes it a point to spread out its debt maturities by not having a significant percentage of its total debt maturing in a single year.

The Group manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. It monitors capital using leverage ratios on both a gross debt and net debt basis. As of March 31, 2024, the Group had the following ratios:

Current ratio	185%
Debt-to-equity ratio	120%
Net debt-to-equity ratio	84%
Asset-to-equity ratio	260%

No changes were made in the objectives, policies or processes for managing capital during the period ended March 31, 2024.

The Group considers as capital the equity attributable to equity holders of the Group.

24. Cost and Expenses

Cost of real estate sales

Cost includes acquisition cost of subdivision land, construction and development cost and capitalized borrowing costs. Cost of real estate sales recognized for the period ended March 31, 2024 and 2023 amounted to ₱1,909.61 million and ₱1,843.66 million, respectively.

Operating expenses

Operating expenses represent the cost of administering the business of the Group. These are recognized when the related services and costs have been incurred.

Miscellaneous expenses

Miscellaneous expenses include dues and subscriptions, donations and other expenditures.

25. Parking, Hotel, Forfeitures, Mall Administrative and Processing Fees, and Other Revenue

This account consists of (in Php Millions):

	March 31, 2024
Mall administrative and processing fee	₱513
Sale of merchandise and other assets	11
Parking	57
Hotel	38
Others	32
	₱651

26. Retirement Plan

The Group has noncontributory defined benefit pension plan covering substantially all of its regular employees. The benefits are based on current salaries and years of service and related compensation on the last year of employment. The retirement benefit is the only long-term employee benefit.

The principal actuarial assumptions used to determine the pension benefits with respect to the discount rate, salary increases and return on plan assets were based on historical and projected normal rates.

27. Income Tax

Provision for income tax consists of (in Php Millions):

	March 31, 2024
Current:	
RCIT/MCIT	₱25
Final	3
Deferred	949
	₱977

28. Lease liabilities

The Group, as lessee, has lease contracts for parcels of land where its commercial centers are situated with lease terms of 11 - 30 years. Rental due is based on prevailing market conditions. Generally, the Group is not restricted from assigning and subleasing the leased assets.

29. Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making financial and operating decisions or the parties are subject to common control or common significant influence. Entities under common control are those entities outside the Group but are related parties of Fine Properties, Inc. Related parties may be individuals or corporate entities.

All publicly listed and certain member companies of the Group have Material Related Party Transactions Policies containing the approval requirements and limits on amounts and extent of related party transactions in compliance with the requirement under Revised SRC Rule 68 and SEC Memorandum Circular 10, series 2019.

The Parent Company has an approval requirement such that material related party transaction (RPT) shall be reviewed by the Risk Management Committee (the Committee) and endorsed to the BOD for approval. Material RPTs are those transactions that meet the threshold value as approved by the Committee amounting to 10% or higher of the Group's total consolidated assets based on its latest audited financial statements.

The Group in their regular conduct of business has entered into transactions with related parties principally consisting of trade transactions from mall leasing, advances, reimbursement of expenses and purchase and sale of real estate properties. Except as otherwise indicated, the outstanding accounts with related parties shall be settled in cash. The transactions are made at terms and prices agreed upon by the parties.

30. Basic/Diluted Earnings per share

The following table presents information necessary to compute the earnings per share for the nine months period ended March 31:

	2024	2023
	<i>(amounts in millions, except per share)</i>	
Net income attributable to equity holders of Parent Company	₱2,519	₱2,184
Divided by weighted average number of common shares outstanding*	11,946	11,946
	₱0.211	₱0.183

**Weighted average common shares consider the effect of treasury shares*

The basic and diluted earnings per share are the same due to the absence of potentially dilutive common shares for the three-month periods ended March 31, 2024 and 2023.

31. Fair Value Determination

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

- Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2: Valuation techniques involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: Other valuation techniques involving inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

Cash and cash equivalents, short-term cash investments, accrued interest receivable, receivable from tenants, buyers and HDMF, accounts and other payables (except for deferred output VAT and other statutory payables) and dividends payable: Due to the short-term nature of the accounts, the fair value approximate the carrying amounts in the interim consolidated statements of financial position.

Installment contracts receivable: The fair value of installment contracts receivable due within one year approximates its carrying amount. Noncurrent portion of installment contracts receivable are discounted using the applicable discount rates for similar types of instruments.

Investments at FVOCI: Fair values of equity securities are based on quoted market prices.

Investments at amortized cost: The fair value of these listed bonds is determined by reference to quoted market bid prices, at the close of business on the reporting date.

Bank loans, loans payable, notes payable, liabilities for purchased land and retention payable:

Estimated fair values are based on the discounted value of future cash flows using the applicable rates for similar types of loans.

32. Financial Asset and Liabilities

Financial Risk Management Objectives and Policies

Financial risk

The Group's principal financial liabilities comprise of bank loans, loans payable, notes payable, accounts and other payables (except for deferred output VAT and other statutory payables), liabilities for purchased land and retention payable. The main purpose of the Group's financial liabilities is to raise financing for the Group's operations. The Group has various financial assets such as installment contracts receivable, cash and cash equivalents, short-term and long-term cash investments, investments at fair value through other comprehensive income and investments at amortized cost which arise directly from its operations. The main risks arising from the use of financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk.

The BOD reviews and approves with policies for managing each of these risks. The Group monitors market price risk arising from all financial instruments and regularly report financial management activities and the results of these activities to the BOD.

The Group's risk management policies are summarized below. The exposure to risk and how they arises, as well as the Group's objectives, policies and processes for managing the risk and the methods used to measure the risk did not change from prior years.

Cash flow interest rate risk

The Parent Company has a formal interest risk management policy. The Parent Company ensures that all loan covenants and regulatory requirements are complied with.

The Group's exposure to market risk for changes in interest rates, relates primarily to its financial assets and liabilities that are interest-bearing.

The Group's policy is to manage its interest cost by entering into fixed rate debts. The Group also regularly enters into short-term loans with its installment contracts receivables as collateral to cushion the impact of potential increase in loan interest rates.

The table below shows the financial assets and liabilities that are interest-bearing:

	March 31, 2024	
	Effective Interest Rate	Amount (in Php Millions)
Financial assets		
<i>Fixed rate</i>		
Cash and cash equivalents (excluding cash on hand)	0.125% to 4.50%	₱12,673
Cash and cash equivalents in US Dollar	0.06% to 3.50%	225
Investment at amortized cost	1.42% to 7.81%	35,947
Installment contracts receivable	6.19% to 7.35%	36,132
		₱84,977
Financial liabilities		
<i>Fixed rate</i>		
Notes payable	6.19% to 7.93%	₱107,339
Bank loans	4.75% to 8.00%	54,656
Loans payable	6.12% to 8.92%	7,639
Lease liabilities	6.79% to 8.80%	7,452
		₱177,086

As of March 31, 2024, the Group's income and operating cash flows are substantially independent of changes in market interest rates.

Foreign exchange risk

The Group's foreign exchange risk is limited to certain USD denominated cash and cash equivalents, resulting primarily from movements of the Philippine Peso against the United States Dollar (USD). Below is the carrying amount of USD-denominated cash and cash and sensitivity analysis on exchange rate for effect on income before income tax.

Below are the carrying values and the amounts in US\$ of these foreign currency denominated financial assets and liabilities.

	March 31, 2024	
	Peso Millions	US\$ Millions
Cash and cash equivalents	₱225	US\$4
Investment at amortized cost	35,947	639
Notes payable	(107,339)	(1,909)
Loans payable	(7,639)	(136)

In translating the foreign currency- denominated monetary assets in peso amounts, the Philippine Peso - US dollar exchange rates as of March 31, 2024 used was ₱56.24.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities) as of March 31, 2024:

	September 30, 2023	
	Increase/Decrease in US Dollar rate	Effect on income before tax
Cash and cash equivalents	+1	₱4
	-1	(4)
Investments at amortized cost	+1	639
	-1	(639)
Notes payable	-1	(1,909)
	+1	1,909
Loans payable	-1	(136)
	+1	136

Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily installment contracts receivables and receivables from tenants) and from its investing activities, including deposits with banks and financial institutions.

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Receivables are regularly monitored.

In respect of installment contracts receivable from the sale of real estate inventories, credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Group also undertakes supplemental credit review procedures for certain installment payment structures. Customer payments are facilitated through various collection modes including the use of postdated checks and auto-debit arrangements. Exposure to credit risk is not significant given that title of the real estate property is only transferred to the customer if the consideration had been fully paid. In case of default, after enforcement activities, the Group has the right to cancel the sale and enter into another contract to sell to another customer after certain proceedings (e.g. grace period, referral to legal, cancellation process, reimbursement of previous payments) had been completed.

The Group evaluates the concentration of risk with respect to non-related party trade receivables as low, as its customers are located in several jurisdictions and various income brackets, and operate in largely independent markets.

The Group evaluates the concentration of risk with respect to receivable from related parties. The related parties have a strong capacity to meet their contractual cash flows and was provided with letter of financial support by Fine Properties, Inc., ultimate parent company to assure collection by the Group.

Credit risk arising from receivable from tenants - third parties is primarily managed through a screening of tenants based on credit history and financial information submitted. Tenants- third parties are required to pay security deposits equivalent to 2 to 4-month lease payment to cover any defaulting amounts and advance rentals also equivalent to 2 to 4-month rent.

Credit risk arising from receivables from related parties is minimal as they have a low risk of default due to the letter of financial support provided by Fine Properties, Inc. and have a strong capacity to meet their contractual cash flows in the near term.

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

The Group's maximum exposure to credit risk as of September 30, 2023 is equal to the carrying values of its financial assets.

Liquidity Risk

The Group monitors its cash flow position, debt maturity profile and overall liquidity position in assessing its exposure to liquidity risk. The Group maintains a level of cash deemed sufficient to finance its cash requirements. Operating expenses and working capital requirements are sufficiently funded through cash collections. The Group's loan maturity profile is regularly reviewed to ensure availability of funding through adequate credit facilities with banks and other financial institutions.

The extent and nature of exposures to liquidity risk and how they arise as well as the Group's objectives, policies and processes for managing the risk and the methods used to measure the risk are the same in 2023 and 2022.

33. Commitments and Contingencies

The Group has entered into several contracts with contractors for the development of its real estate properties. These contracts are due to be completed on various dates up to December 2026.

The progress billings are settled within one year from date of billing. These are unsecured obligations and carried at cost.

The Group has various contingent liabilities from legal cases arising from the ordinary course of business which are either pending decision by the courts or are currently being contested by the Group, the outcome of which are not presently determinable.

In the opinion of the management and its legal counsel, the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect in the Group's financial position and results of operations.

Financial Soundness Indicator

Below are the financial ratios that are relevant to the Group for the period ended September 30, 2023 and 2022 and as at March 31, 2024 and December 31, 2023.

		Mar-31-24	Dec-31-23
Current Ratio	$\frac{\text{Current assets}}{\text{Current liabilities}}$	1.85	1.85
Long-term debt-to-equity ratio	$\frac{\text{Long-term debt}^1}{\text{Equity}}$	0.82	0.81
Debt ratio	$\frac{\text{Interest bearing debt}^2}{\text{Total assets}}$	0.46	0.47
Debt to equity ratio	$\frac{\text{Interest bearing debt}}{\text{Total equity}}$	1.20	1.21
Net debt to equity	$\frac{\text{Net debt}^3}{\text{Total equity}}$	0.84	0.84
Asset to equity ratio	$\frac{\text{Total assets}}{\text{Total equity}}$	2.60	2.58
		Mar-31-24	Mar-31-23
EBITDA to total interest	$\frac{\text{EBITDA}^6}{\text{Total interest paid}^4}$	3.76	1.67
Price Earnings Ratio	$\frac{\text{Market Capitalization}^5}{\text{Net Income}}$	6.63	8.01
Asset to liability ratio	$\frac{\text{Total assets}}{\text{Total liabilities}}$	1.63	1.64
Net profit margin	$\frac{\text{Net profit}}{\text{Net Revenue}}$	30%	32%
Return on assets	$\frac{\text{Net income}^7}{\text{Total assets}}$	3.5%	3.4%
Return on equity	$\frac{\text{Net income}^7}{\text{Total equity}}$	9.0%	8.7%
Interest Service Coverage Ratio	$\frac{\text{EBITDA}^6}{\text{Total interest paid}^4}$	3.76	1.67

¹ Pertains to long term portion of the Bank loans and Notes Payable

² Includes Bank Loans and Notes Payable

³ Interest bearing debt less Cash, Short-term Cash Investments and Investments at amortized cost

⁴ Total interest paid less Interest Income from Investments

⁵ Based on closing price at March 31, 2024 and 2023

⁶ EBITDA less Interest Income from Investments

⁷ Annualized core net income

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Results of operations covering 3-months of 2024 vs. 3-months of 2023

Revenues

Real Estate

The Company recorded revenue from real estate sales of ₱4,902 million for the three months ended 31 March 2024, a increase of 10% from ₱4,469 million for the three months ended 31 March 2023. This was primarily attributable to the decrease in the overall completion rate of sold inventories of some of its business units. The Company uses the Percentage of Completion method of revenue recognition where revenue is recognized in reference to the stages of development of the properties:

- Real estate revenue of Communities Philippines increased by 14% to ₱2,271 million for three months ended 31 March 2024 from ₱1,998 million for the three months ended 31 March 2023. This increase was principally attributable to the increase in the number of sold homes completed or under construction outside the Mega Manila area in the low and affordable housing segment during the period.
- Real estate revenue of Camella increased by 14% to ₱1,377 million for the three months ended 31 March 2024 from ₱1,208 million for the three months ended 31 March 2023. This increase was principally attributable to the increase in the number of sold homes completed or under construction in the Mega Manila area in the low and affordable housing segment during the period.
- Real estate revenue from Vista Residences increased by 6% to ₱839 million for the three months ended 31 March 2024 from ₱794 million for the three months ended 31 March 2023. This increase was principally attributable to the increase in the number of sold condominium units completed or under construction during the period. Vista Residences is the business unit of Vista Land that develops and sells vertical projects across the Philippines.
- Real estate revenue of Crown Asia increased by 5% to ₱181 million for the three months ended 31 March 2024 from ₱172 million for the three months ended 31 March 2023. This increase was principally attributable to the increase in the number of sold homes completed or under construction in the Mega Manila area in the upper middle-income housing segment during the year.
- Real estate revenue of Brittany decreased by 21% to ₱234 million for the three months ended 31 March 2024 from ₱297 million in the same period last year. This decrease was principally attributable to the decrease in the number of sold homes completed or under construction in the Mega Manila area in the high-end or upscale housing segment.

Rental income

Rental income increased by 13% from ₱3,591 million for the three months ended 31 March 2023 to ₱4,071 million for the three months ended 31 March 2024. The increase was primarily attributable to higher occupancy and the increase in rates for the period including the upside from the higher sales of variable rental based tenants.

Interest income from installment contract receivable and investments

Interest income from installment contract receivable and investments decreased by 18% from ₱637 million for the three months ended 31 March 2023 to ₱522 million for the three months ended 31 March 2024. The decrease was primarily attributable the decrease in interest income from investments of 15% to ₱417 million as some of the investments have matured and is placed in short term instruments in preparation for the dollar maturity in November and the decrease in the interest income from installment contract receivables of 28% to ₱105 million for the three months ended 31 March 2024 as most of our buyers are still getting bank financing.

Parking, hotel, forfeitures, mall administrative and processing fees and others

Income from parking, hotel, forfeitures, mall administrative and processing fees and others increased by 39% from ₱469 million for the three months ended 31 March 2023 to ₱651 million for three months ended 31 March 2024. The increase was primarily attributable to the increase in mall administrative and processing fees.

Costs and Expenses

Cost and expenses increased by 4% to ₱4,628 million for the three months ended 31 March 2024 from ₱4,452 million for the three months ended 31 March 2023.

- Cost of real estate sales increased by 4% from ₱1,844 million for the three months ended 31 March 2023 to ₱1,910 million for the three months ended 31 March 2024 primarily due to the increase in the overall recorded sales of Vista Land's business units and cost savings from various cost saving initiatives implemented.
- Operating expenses increased by 4% from ₱2,608 million for the three months ended 31 March 2023 to ₱2,719 million for the three months ended 31 March 2024 due to the slight increase in operating expenses.

Provision for Income Tax

Provision for income tax increased by 99% from ₱490 million for the three months ended 31 March 2023 to ₱977 million for the three months ended 31 March 2024 primarily due to the higher taxable base for the period coming from the higher contribution the rental segment.

Net Income

As a result of the foregoing, the Company's net income increased by 11% to ₱3,044 million for the three months ended 31 March 2024 from ₱2,362 million for the three months ended 31 March 2023.

For the 3-months of 2023, except for the impact of the COVID-19 pandemic, there were no other seasonal aspects that had a material effect on the financial condition or results of operations of the Company. Neither were there any trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Company is not aware of events that will cause a material change in the relationship between the costs and revenues.

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

FINANCIAL CONDITION

As of March 31, 2023 vs. December 31, 2021

Total assets as of 31 March 2024 were ₱349,507 million compared to ₱342,401 million as of 31 December 2023, or an increase of 2% due to the following:

- Cash and cash equivalents including short term and long term investments and investments at amortized costs decreased from ₱49,909 million as of 31 December 2023 to ₱48,848 million as of 31 March 2024 or a 2% decrease due uses of cash for the period specifically debt servicing and investing activities.
- Receivables including current portions thereof increased by 7% from ₱83,403 million as of 31 December 2023 to ₱89,393 million as of 31 March 2024 due primarily to due to recorded sales and accrued rent for the period.
- Advances to a related party decreased by 8% from ₱7,559 million as of 31 December 2023 to ₱6,950 million as of 31 March 2024 due to settlement for the period.
- Property and equipment decreased by 27% from ₱2,636 million as of 31 December 2023 to ₱1,935 million as of 31 March 2024 due to disposal for the period.

Total liabilities as of 31 March 2024 were ₱214,945 million compared to ₱209,540 million as of 31 December 2023, or an increase of 3%. This was due to the following:

- Accounts and other payables increased by 5% from ₱20,517 million as of 31 December 2023 to ₱21,546 million as of 31 March 2024 due accruals for the period.
- Current portion of security deposits and advance rent decreased by 31% from ₱2,013 million as of 31 December 2023 to ₱1,396 million as of 31 March 2024 due reclassification to non-current portion for the period.
- Income tax payable decreased by 12% from ₱113 million as of 31 December 2023 to ₱99 million as of 31 March 2024 due to settlement for the period.
- Dividends payable decreased by 52% from ₱298 million as of 31 December 2023 to ₱143 million as of 31 March 2024 due to settlement for the period.
- Contract liabilities including non current portion increased by 15% from ₱2,025 million as of 31 December 2023 to ₱2,319 million as of 31 March 2024 due increase in collection made from reservation sales and for projects awaiting constructions.
- Lease liabilities including current portion increased by 37% from ₱5,440 million as of 31 December 2023 to ₱7,452 million as of 31 March 2024 due primarily to additional leased properties during the period.
- Deferred tax liabilities – net increased by 12% to ₱9,044 million as of 31 March 2024 from 8,096 million as of 31 December 2023 due to an increase in temporary difference that will result to a potential tax liability for the period.

- Other noncurrent liabilities increased by 48% from ₱2,156 million as of 31 December 2023 to ₱3,187 million as of 31 March 2023 due primarily to the increase in noncurrent portion of liabilities for purchase land, deferred output tax, advance rent and security deposits.

Total stockholder's equity increased by 1% from ₱132,861 million as of 31 December 2023 to ₱134,562 million as of 31 March 2024 due mainly to the net income for the period.

Considered as the top five key performance indicators of the Company as shown below:

Key Performance Indicators	03/31/2024	12/31/2023
Current ratio ^(a)	1.85:1	1.85:1
Liability-to-equity ratio ^(b)	1.60 :1	1:58:1
	03/31/2024	03/31/2023
Interest expense/Income before	27.1%	31.4%
Interest expense ^(c)		
Return on assets ^(d)	3.5%	3.4%
Return on equity ^(e)	9.0%	8.7%

Notes:

^(a) Current Ratio: This ratio is obtained by dividing the Current Assets of the Company by its Current liabilities. This ratio is used as a test of the Company's liquidity.

^(b) Liability-to-equity ratio: This ratio is obtained by dividing the Company's Total Liabilities by its Total Equity. The ratio reveals the proportion of liability and equity a company is using to finance its business. It also measures a company's borrowing capacity.

^(c) Interest expense/Income before interest expense: This ratio is obtained by dividing interest expense for the period by its income before interest expense. This ratio shows whether a company is earning enough profits before interest to pay its interest cost comfortably

^(d) Return on assets: This ratio is obtained by dividing the Company's net income by its total assets. This measures the Company's earnings in relation to all of the resources it had at its disposal.

^(e) Return on equity: This ratio is obtained by dividing the Company's net income by its total equity. This measures the rate of return on the ownership interest of the Company's stockholders.

Because there are various calculation methods for the performance indicators above, the Company's presentation of such may not be comparable to similarly titled measures used by other companies.

Current ratio was flat as of end March 2024 compared to end December 2023.

Liability-to-equity ratio slightly increased as the liabilities increased more than the increase in equity as of 31 March 2024 compared to the 31 December 2023.

Interest expense to Income before interest expense decreased due to the higher income before interest expense for the period compared to the same period last year.

Return on asset slightly increased in the three months ended 31 March 2024 compared to that of the three months ended 31 March 2023 due to the higher annualized income for the 2024.

Return on equity increased due primarily to the higher annualized income recorded for the period.

Material Changes to the Company's Balance Sheet as of March 31, 2024 compared to December 31, 2023 (increase/decrease of 5% or more)

Cash and cash equivalents including short term and long term investments and investments at amortized costs decreased from ₱49,909 million as of 31 December 2023 to ₱48,848 million as of 31

March 2024 or a 2% decrease due uses of cash for the period specifically debt servicing and investing activities.

Receivables including current portions thereof increased by 7% from ₱83,403 million as of 31 December 2023 to ₱89,393 million as of 31 March 2024 due primarily to due to recorded sales and accrued rent for the period.

Advances to a related party decreased by 8% from ₱7,559 million as of 31 December 2023 to ₱6,950 million as of 31 March 2024 due to settlement for the period.

Property and equipment decreased by 27% from ₱2,636 million as of 31 December 2023 to ₱1,935 million as of 31 March 2024 due to disposal for the period.

Accounts and other payables increased by 5% from ₱20,517 million as of 31 December 2023 to ₱21,546 million as of 31 March 2024 due accruals for the period.

Current portion of security deposits and advance rent decreased by 31% from ₱2,013 million as of 31 December 2023 to ₱1,396 million as of 31 March 2024 due reclassification to non-current portion for the period.

Income tax payable decreased by 12% from ₱113 million as of 31 December 2023 to ₱99 million as of 31 March 2024 due to settlement for the period.

Dividends payable decreased by 52% from ₱298 million as of 31 December 2023 to ₱143 million as of 31 March 2024 due to settlement for the period.

Contract liabilities including non current portion increased by 15% from ₱2,025 million as of 31 December 2023 to ₱2,319 million as of 31 March 2024 due increase in collection made from reservation sales and for projects awaiting constructions.

Lease liabilities including current portion increased by 37% from ₱5,440 million as of 31 December 2023 to ₱7,452 million as of 31 March 2024 due primarily to additional leased properties during the period.

Deferred tax liabilities – net increased by 12% to ₱9,044 million as of 31 March 2024 from 8,096 million as of 31 December 2023 due to an increase in temporary difference that will result to a potential tax liability for the period.

Other noncurrent liabilities increased by 48% from ₱2,156 million as of 31 December 2023 to ₱3,187 million as of 31 March 2023 due primarily to the increase in noncurrent portion of liabilities for purchase land, deferred output tax, advance rent and security deposits.

Material Changes to the Company's Statement of income for the 3-months of 2024 compared to the 3-months of 2023 (increase/decrease of 5% or more)

Revenue from real estate sales of ₱4,902 million for the three months ended 31 March 2024, a decrease of 10% from ₱4,469 million for the three months ended 31 March 2022 primarily attributable to the increase in the overall completion rate of sold inventories of most of its business units.

Rental income increased by 13% from ₱3,591 million for the three months ended 31 March 2023 to ₱4,071 million for the three months ended 31 March 2024. The increase was primarily attributable to

higher occupancy and the increase in rates for the period including the upside from the higher sales of variable rental based tenants.

Interest income from installment contract receivable and investments decreased by 18% from ₱637 million for the three months ended 31 March 2023 to ₱522 million for the three months ended 31 March 2024. The decrease was primarily attributable the decrease in interest income from investments of 15% to ₱417 million as some of the investments have matured and is placed in short term instruments in preparation for the dollar maturity in November and the decrease in the interest income from installment contract receivables of 28% to ₱105 million for the three months ended 31 March 2024 as most of our buyers are still getting bank financing.

Income from parking, hotel, forfeitures, mall administrative and processing fees and others increased by 39% from ₱469 million for the three months ended 31 March 2023 to ₱651 million for three months ended 31 March 2024. The increase was primarily attributable to the increase in mall administrative and processing fees.

Cost of real estate sales increased by 4% from ₱1,844 million for the three months ended 31 March 2023 to ₱1,910 million for the three months ended 31 March 2024 primarily due to the increase in the overall recorded sales of Vista Land's business units and cost savings from various cost saving initiatives implemented.

Operating expenses increased by 4% from ₱2,608 million for the three months ended 31 March 2023 to ₱2,719 million for the three months ended 31 March 2024 due to the slight increase in operating expenses.

Provision for income tax increased by 99% from ₱490 million for the three months ended 31 March 2023 to ₱977 million for the three months ended 31 March 2024 primarily due to the higher taxable base for the period coming from the higher contribution the rental segment.

Net income increased by 10% to ₱3,044 million for the three months ended 31 March 2024 from ₱2,743 million for the three months ended 31 March 2023.

For the 3-months of 2024, except for the impact of the COVID-19 pandemic, there were no other seasonal aspects that had a material effect on the financial condition or results of operations of the Company. Neither were there any trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Company is not aware of events that will cause a material change in the relationship between the costs and revenues.

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

SIGNATURES

Pursuant to the requirements of Section 17 of the SRC and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized.

Vista Land & Lifescapes, Inc.
Issuer

By:


BRIAN N. EDANG
CFO & Head Investor Relations

Date: May 20, 2024

P5B Retail Bonds (2017)
Schedule and Use of Proceeds
As of Mar2024

	PER PROSPECTUS	ACTUAL
Estimated proceeds from the sale of the Bonds	<u>5,000,000,000.00</u>	<u>5,000,000,000.00</u>
Less: Estimated expenses		
Arranger's Fee	25,000,000.00	25,589,000.00
Documentary Stamp Tax	25,000,000.00	25,000,000.00
SEC Registration Fee and Legal Research Fee	1,830,625.00	1,830,625.00
Publication Fee	150,000.00	329,961.60
Rating Agency Fee	3,360,000.00	3,250,000.00
Legal Fees (excluding OPE)	8,100,000.00	8,205,554.50
Listing Fee	300,000.00	300,000.00
Marketing and Signing Ceremony Expenses	300,000.00	419,409.14
Bond-related Expenses	3,942,000.00	3,950,000.00
	<u>67,982,625.00</u>	<u>68,874,550.24</u>
Net proceeds to Vista Land & Lifescapes, Inc.	<u>4,932,017,375.00</u>	<u>4,931,125,449.76</u>
Amortization of Bond Issue Cost		56,035,037.14
As of Mar 31, 2024		<u>4,987,160,486.90</u>

Vista Land sold P5 billion of the Bonds. After issue-related expenses, actual net collection amounted to P4.931 billion.

P10B Retail Bonds (2018)
Schedule and Use of Proceeds
As of Mar2024

	PER PROSPECTUS	ACTUAL
Estimated proceeds from the sale of the Bonds	<u>10,000,000,000.00</u>	<u>10,000,000,000.00</u>
Less: Estimated expenses		
Arranger's Fee	50,000,000.00	50,000,000.00
Documentary Stamp Tax	75,000,000.00	75,000,000.00
SEC Registration Fee and Legal Research Fee	3,093,125.00	3,093,125.00
Publication Fee	150,000.00	526,730.40
Rating Agency Fee	3,360,000.00	3,500,000.00
Legal Fees (excluding OPE)	8,100,000.00	1,862,093.96
Listing Fee	200,000.00	-
Marketing and Signing Ceremony Expenses	-	223,034.00
Bond-related Expenses	100,000.00	1,650,000.00
	<u>140,003,125.00</u>	<u>135,854,983.36</u>
Net proceeds to Vista Land & Lifescapes, Inc.	<u>9,859,996,875.00</u>	<u>9,864,145,016.64</u>
Partial principal payment		6,500,000,000.00
Amortization of Bond Issue Cost		121,950,632.61
As of Mar 31, 2024		<u>3,486,095,649.25</u>

Vista Land sold P10 billion of the Bonds. After issue-related expenses, actual net collection amounted to P9.860 billion.

P10B Retail Bonds (2019)
Schedule and Use of Proceeds
As of Mar2024

	PER PROSPECTUS	ACTUAL
Estimated proceeds from the sale of the Bonds	<u>10,000,000,000.00</u>	<u>10,000,000,000.00</u>
Less: Estimated expenses		
Arranger's Fee	50,000,000.00	73,684,210.53
Documentary Stamp Tax	75,000,000.00	75,000,000.00
SEC Registration Fee and Legal Research Fee	2,761,718.75	2,525,150.00
Publication Fee	150,000.00	556,604.50
Rating Agency Fee	3,360,000.00	5,821,428.57
Legal Fees (excluding OPE)	8,100,000.00	7,219,151.86
Listing Fee	200,000.00	-
Marketing and Signing Ceremony Expenses	-	219,054.54
Bond-related Expenses	300,000.00	10,100.00
	<u>139,871,718.75</u>	<u>165,035,700.00</u>
Net proceeds to Vista Land & Lifescapes, Inc.	<u>9,860,128,281.25</u>	<u>9,834,964,300.00</u>
Amortization of Bond Issue Cost		142,017,331.85
As of Mar 31, 2024		<u>9,976,981,631.85</u>

Vista Land sold P10 billion of the Bonds. After issue-related expenses, actual net collection amounted to P9.860 billion.

P6B Retail Bonds (2023)
Schedule and Use of Proceeds
As of Mar2024

	PER PROSPECTUS	ACTUAL
Estimated proceeds from the sale of the Bonds	<u>6,000,000,000.00</u>	<u>6,000,000,000.00</u>
Less: Estimated expenses		
Arranger's Fee/Underwriting Fees	42,000,000.00	47,075,271.38
Issue Management fee	-	22,207,130.73
Documentary Stamp Tax	45,000,000.00	45,000,000.00
SEC Registration Fee and Legal Research Fee	3,093,125.00	3,093,125.00
Publication Fee	166,768.00	148,900.00
Rating Agency Fee	5,360,000.00	4,785,714.28
Legal Fees (excluding OPE)	8,988,000.00	15,773,520.00
Listing Fee	200,000.00	-
Marketing and Signing Ceremony Expenses	300,000.00	391,754.72
Registry and Paying Agency account opening fee	100,000.00	-
Bond-related Expenses	-	1,909,280.36
	<u>105,207,893.00</u>	<u>140,384,696.47</u>
Net proceeds to Vista Land & Lifescapes, Inc.	<u>5,894,792,107.00</u>	<u>5,859,615,303.53</u>
Amortization of Bond Issue Cost		53,160,688.39
As of Mar 31, 2024		<u>5,912,775,991.92</u>