

September 23, 2025

**Philippine Dealing & Exchange Corp.**  
29th Floor, BDO Equitable Tower  
8751 Paseo de Roxas  
Makati City 1226

Attention: **Atty. Suzy Claire R. Selleza**  
*Head - Issuer Compliance and Disclosure Department*

**Securities and Exchange Commission**  
The SEC Headquarters, 7907 Makati Avenue  
Salcedo Village, Bel-Air, Makati City 1209

Attention: **Atty. Oliver O. Leonardo**  
*Director - Markets and Securities Regulation Department*

**Dear Mesdames and Gentlemen:**

In compliance with PDEX Rule 7.9.3 and the Implementing Rules and Regulations of the Securities and Regulation Code, we enclose a copy of Cebu Landmasters, Inc.'s ("CLI" or the "Company") disclosure filing to The Philippine Stock Exchange, Inc.

We trust that this submission meets your requirements. If you have questions and/or clarifications, please feel free to contact the undersigned. Thank you.

Very truly yours,

**CEBU LANDMASTERS, INC.**

By:



**ATTY. LOU DELIANNE I. REBOJA**  
Legal Counsel and Compliance Senior Manager

# 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  
Jun 30, 2025
2. SEC Identification Number  
CS200321240
3. BIR Tax Identification No.  
227-599-320-000
4. Exact name of issuer as specified in its charter  
CEBU LANDMASTERS, INC.
5. Province, country or other jurisdiction of incorporation or organization  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
10TH FLOOR, PARK CENTRALE TOWER, JOSE MA. DEL MAR ST., CEBU I.T. PARK,  
BRGY. APAS, CEBU CITY, PHILIPPINES  
Postal Code  
6000
8. Issuer's telephone number, including area code  
0322314870
9. Former name or former address, and former fiscal year, if changed since last report  
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON SHARES	3,465,201,467
PREFERRED SHARES	4,280,340

11. Are any or all of registrant's securities listed on a Stock Exchange?  
Yes      No

If yes, state the name of such stock exchange and the classes of securities listed therein:

PHILIPPINE STOCK EXCHANGE - COMMON SHARES & PREFERRED SHARES

12. Indicate by check mark whether the registrant:

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

Yes            No

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

Yes            No

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



## Cebu Landmasters, Inc. CLI

**PSE Disclosure Form 17-2 - Quarterly Report**  
*References: SRC Rule 17 and  
Sections 17.2 and 17.8 of the Revised Disclosure Rules*

For the period ended	Jun 30, 2025
Currency (indicate units, if applicable)	PHP

**Balance Sheet**

	Period Ended	Fiscal Year Ended (Audited)
	Jun 30, 2025	Dec 31, 2024
<b>Current Assets</b>	61,673,876,917	47,640,752,757
<b>Total Assets</b>	124,454,639,270	109,002,524,842
<b>Current Liabilities</b>	42,964,484,013	31,627,957,820
<b>Total Liabilities</b>	92,832,510,115	78,696,405,437
<b>Retained Earnings/(Deficit)</b>	12,651,675,063	11,623,591,601
<b>Stockholders' Equity</b>	31,622,129,155	30,306,119,405
<b>Stockholders' Equity - Parent</b>	21,374,205,835	20,345,576,387
<b>Book Value per Share</b>	4.93	4.64

## Income Statement

	Current Year (3 Months)	Previous Year (3 Months)	Current Year-To-Date	Previous Year-To-Date
Gross Revenue	5,053,798,279	5,182,568,112	11,666,854,528	11,472,816,809
Gross Expense	3,031,959,830	3,407,882,994	7,039,062,812	7,462,842,697
Non-Operating Income	26,576,678	8,363,660	43,987,615	9,027,005
Non-Operating Expense	565,234,703	452,523,457	1,287,086,341	1,050,780,176
Income/(Loss) Before Tax	1,483,180,424	1,330,525,321	3,384,692,990	2,968,220,941
Income Tax Expense	316,454,955	296,953,532	893,492,961	752,976,465
Net Income/(Loss) After Tax	1,166,725,469	1,033,571,789	2,491,200,029	2,215,244,476
Net Income Attributable to Parent Equity Holder	656,448,669	724,346,626	1,651,819,727	1,702,140,345
Earnings/(Loss) Per Share (Basic)	0.16	0.26	0.43	0.44
Earnings/(Loss) Per Share (Diluted)	0.16	0.26	0.43	0.44

	Current Year (Trailing 12 months)	Previous Year (Trailing 12 months)
Earnings/(Loss) Per Share (Basic)	0.92	0.75
Earnings/(Loss) Per Share (Diluted)	0.92	0.75

### Other Relevant Information

Cebu Landmasters, Inc. (CLI) has amended its 17Q to disclose the reviewed financial results for the period ending June 30, 2025. This amendment is in preparation for the issuance of CLI's Philippine Peso denominated Sustainability-Linked Bonds.

### Filed on behalf by:

Name	Lou Delianne Reboja
Designation	Legal Counsel and Compliance Sr. Manager



**SEC Number: CS200321240**

**File Number: \_\_\_\_\_**

**CEBU LANDMASTERS, INC.**

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**(Company's Full Name)**

**10TH FLOOR, PARK CENTRALE, B2 L3,  
JOSE MA. DEL MAR ST.,  
CEBU IT PARK, APAS, CEBU CITY**

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**(Company Address)**

**(032) 231-4870**

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**(Telephone Number)**

**June 30, 2025**

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**(Quarter Ended)**

**SEC Form 17-Q Quarterly Report**

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**(Form Type)**

**Amended for the period ended June 30, 2025**

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**(Amendments)**

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 June 30, 2025
2. Commission Identification Number CS200321240
3. BIR Tax Identification No. 227-599-320
4. Exact name of issuer as specified in its charter: CEBU LANDMASTERS, INC
5. Province, Country or other jurisdiction of incorporation or organization:  
CEBU CITY, CEBU, PHILIPPINES
6. Industry Classification Code: \_\_\_\_\_ (SEC Use Only)
7. Address of the issuer's principal office and postal code:  
10TH FLOOR, PARK CENTRALE, B2 L3, JOSE MA. DEL MAR ST.,  
CEBU IT PARK, APAS, CEBU CITY  
Postal code: 6000
9. Issuer's telephone number, including area code: (032) 231-4870
10. Former name, former address, former fiscal year: Not applicable
11. 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 issued and outstanding
COMMON SHARES	3,465,201,467
PREFERRED SHARES	4,280,340

Stock Exchange: Philippine Stock Exchange

Securities listed: Common shares  
Preferred shares

12. Indicate by check mark whether the registrant:
  - (a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding 12 months (or for such shorter period that the registrant was required to file such reports):  
Yes  No
  - (b) has been subject to such filing requirements for the past 90 days:  
Yes  No

## **I. MANAGEMENT DISCUSSION AND ANALYSIS**

### **OVERVIEW**

CLI is the leading residential developer in Visayas and Mindanao. The Company's story commenced with a vision to provide quality homes for everyday Filipinos. Jose R. Soberano III founded CLI and incorporated the Company on September 26, 2003. On June 2, 2017, the Company was listed on the PSE with "CLI" as its ticker symbol. A total of 430,000,000 shares were issued and fully subscribed at ₱5.00 per share. CLI's initial public offering was instrumental in this growth, as it raised ₱2.15 billion worth of fresh capital from investors – boosting its expansion in new locations and fueling its various projects.

As of June 30, 2025, CLI has a total of 127 projects in different development stages and established a diverse portfolio of residences, offices, hotels, mixed-use properties, and townships across 17 key cities in the VisMin region.

In 2024, an independent study by Colliers International reaffirmed CLI's leading position in the VisMin residential market. The study identified CLI as the top residential developer in the region, having the largest market share among real estate firms. With a 19% overall residential share in net take-up value, CLI continues to grow market share in key VisMin cities, indicating increasing consumer confidence and recognition in the market.

This success was further validated at the PropertyGuru Philippines Property Awards in 2024, where CLI was named Best Developer in Mindanao for the fourth consecutive year, among other notable awards and commendations from various institutions. The company's commitment to high governance standards was also acknowledged with a 2 Golden Arrow award from the Institute of Corporate Directors for the second year running, further reinforcing CLI's reputation for sound corporate governance.

CLI's vision extends beyond the present accomplishments. The Company remains steadfast in its pursuit of expansion and innovation. CLI's robust growth strategies aim to further solidify its market leadership, foster strategic partnerships, and explore new avenues for sustainable development and community enhancement.

### **COMPANY MILESTONES**

During the first half of 2025, Cebu Landmasters, Inc. (CLI) issued its sustainability-linked bonds (SLBs) amounting to up to PHP 5 billion. This initiative is the second tranche of the Company's PHP 15 billion shelf-registration program and affirms CLI's commitment to building 16,000 additional affordable housing units by the first quarter of 2029, thereby doubling its historical output. The bonds received a PRS Aa Plus credit rating with a Stable Outlook from PhilRatings.

In the same period, CLI launched One Manresa Place, its pioneering residential development within the 14.6-hectare Manresa Town in Cagayan de Oro. The project generated PHP 4 billion in sales within two days of launch and reached PHP 5 billion within two weeks. With nearly 90% of its 940 units sold shortly after launch, the development highlights robust demand in Northern Mindanao and features sustainable design with more than 63% open space.

Casa Mira Homes GenSan was launched in June 2025 with 1,200 solar-powered houses. It achieved P4.3 billion sales within 3 days from launch. As of the first half of 2025, the project is 85% sold.

As of June 30, 2025, CLI posted consolidated revenues of ₱10.3 billion, a 9% decline year-on-year due primarily to the reclassification of lot sales under other income. On a comparable basis, treating lot sales as part of the top line in relation to it being part of the normal course of business will generate a 5% revenue growth of the company. Consolidated net income after tax stood at PHP 2.5 billion, backed by an 3% increase in reservation sales amounting to PHP 14.3 billion and a 95% sell-out rate across its residential portfolio. Hospitality revenues grew by 132%, while leasing revenue climbed 53% during the first six months.

CLI's net debt-to-equity ratio remained steady at 1.64x, while total assets stood at PHP 124.5 billion as of June 30, 2025.

## **COMPANY MILESTONES FOR THE PERIOD ENDED DECEMBER 31, 2024**

CLI capped 2024 with record consolidated revenues of ₱19.5 billion, up 4% from the previous year. Property sales rose 5% to ₱17.3 billion, while recurring income surged by 50% to ₱467 million, fueled by a 74% revenue jump in its hospitality segment. Net income attributable to parent shareholders grew 8% to over ₱3.0 billion, supporting a ₱0.18 per share cash dividend, and continuing CLI's 15% CAGR in dividend payouts since its IPO.

CLI's residential offerings remained in high demand, achieving a 92% sell-out rate, with Casa Mira and the Garden Series contributing 87% of total sales. The company also grew its rental income by 45% to ₱162 million, driven by strong leasing uptake from global brands, and launched Citadines Bacolod City—its fourth hotel—with six more in the pipeline as it builds a 10-hotel portfolio to support its future REIT strategy.

Investor confidence remained strong, with ₱13.7 billion in housing loan takeouts and oversubscription of both preferred shares and sustainability-linked bonds. CLI was recognized for its ESG performance by the ATRAM SDG Fund, and is one of the 20 listed companies to be included in the fund for its notable sustainability initiatives.

In 2024, CLI received 5-Star BERDE Certification for its socialized housing project, Tipolo Residences built for 90 informal settler families in Mandaue City. The building was formally turned over to the LGU of Mandaue City in December 2024.

The year 2024 has been another banner year for CLI, marked by a string of prestigious accolades that reflect its industry leadership, commitment to sustainability, and dedication to corporate governance. CLI was honored with the Sustainability Rising Star Award at the Asia Corporate Excellence & Sustainability Awards (ACES), a recognition of its forward-thinking approach to sustainable development. The company's adherence to best practices in corporate governance was also lauded for the second consecutive year with a 2-Golden Arrow Award by the Institute of Corporate Directors, underscoring its transparency and accountability as a publicly listed company.

CLI's winning streak as the Top 10 Developers in the Philippines by BCI Asia for the seventh straight year reinforces its reliability and innovation in real estate development. Additionally, the company earned its fourth consecutive Best Developer in Mindanao title at the PropertyGuru Philippines Property Awards (PPA), a testament to its unwavering commitment to delivering masterful excellence in the south.

The 2024 Asia-Pacific Stevie Awards again recognized CLI and this time, as one of the Silver Stevie Winners for Innovative Achievement in Corporate Social Responsibility. This distinction represents the Company's unwavering dedication to sustainability and exceptional efforts in improving the environment and society at large.

In a study by Colliers, CLI retained its top position in the VisMin real estate market, accounting for a 19.3% share of the region's residential segment, an increase in market share from 16% the previous year.

#### Celebrating Masterful Project Excellence

CLI's developments have set new standards for design and functionality, earning widespread acclaim in the industry. Iyf Cebu City, an innovative co-living concept, was named Best Co-Living Space, while Velmiro Greens Bohol was recognized as the Best Housing Development in the Visayas by the PPA. Other standout projects include Casa Mira Towers Guadalupe, which took home the award for Best Affordable Condo Architectural Design, and Mirani Steps Danao, lauded as the Best Affordable Condo Development in Metro Cebu.

Several other projects received high commendations, including Velmiro Heights Consolacion and Casa Mira Homes Davao, highlighting the breadth of CLI's expertise across different market segments and locations. Projects such as The East Village at DGT in Davao and Casa Mira Homes Butuan (also a Silver awardee of The Outlook by Lamudi as Affordable Condominium of the Year) in Mindanao further

demonstrate CLI's ability to adapt to regional demands while maintaining a high standard of quality.

#### A Customer-Centric & Community-Focused Organization

CLI's accolades extend beyond its projects, reflecting its overarching vision as a community-focused and customer-centric developer. The World Business Outlook Awards recognized CLI as the Leading Real Estate Company in the Philippines, the Most Customer-Centric and Community-Focused Organization, and the Leading Innovator in Real Estate Philippines. These awards affirm the company's dedication to addressing the needs of its stakeholders, from homebuyers to investors, while contributing to the overall growth of the communities it serves.

CLI's unwavering commitment to innovation and excellence underscores its continual strides towards becoming the premier developer in VisMin. Through dedicated efforts in refining strategies, embracing technological advancements, and fostering a culture of excellence, CLI remains resolutely positioned at the forefront of the region's development landscape. This dedication to surpassing benchmarks and setting new industry standards is ingrained in its ethos, driving its pursuit of becoming the unequivocal leader in the VisMin region's real estate development industry.

### **REVIEW ON THE COMPANY'S RESULTS OF OPERATION** ***January 1 to June 30, 2025 vs January 1 to June 30, 2024***

Cebu Landmasters Inc. sustained its growth momentum in the first half of 2025, delivering a consolidated net income of ₱2.49 billion, up 12% year-on-year, supported by resilient demand across its portfolio. In terms of revenue, CLI posted ₱10.3 billion, a 9% decline year-on-year due primarily to the reclassification of lot sales under other income. On a comparable basis, treating lot sales as part of the top line in relation to it being part of the normal course of business will generate a 5% revenue growth of the company. Reservation and estate sales grew 3% to ₱14.3 billion, indicating sustained market confidence. Recurring income was a strong contributor, with hotel operations up 132% and leasing revenues higher by 53%, underscoring the company's successful expansion beyond residential development.

#### **REVENUES**

##### ***Real estate sales***

Real estate sales totaled ₱9.97 billion in the first half of 2025, a 10% decline from ₱11.10 billion in the same period last year, mainly due to the reclassification of a lot sale under other income. Excluding this adjustment, revenues rose 4% to ₱11.50 billion, driven by sustained construction progress and the recognition of additional units.

By location, Mindanao emerged as the leading revenue contributor for real estate, accounting for 43% of the total, followed by Cebu at 31% and the Visayas (excluding Cebu) at 26%. The rise in revenue share outside Cebu was supported by new projects such as Velmiro Heights Davao, Casa Mira Homes Butuan, Casa Mira Homes Davao, Mindara Residences, East Village Residences, Casa Mira Towers Bacolod, Casa Mira Towers Palawan, and Costa Mira Beach Panglao.

Revenue per Market segment reported the following performance:

*Premier Masters (Premier market)* reported revenue of ₱1.27 billion, reflecting a decrease of 29% year-on-year from ₱1.79 billion. This decrease can be attributed to significant revenue qualifications in the previous year related to Costa Mira Beachtown Mactan, One Paragon Place, and One Astra, which are scheduled for turnover this year.

*Garden Series (Mid-market)*, posted a revenue of ₱4.44 billion from ₱3.18 billion. The 40% growth was driven by The East Village, CLI's first residential project within the Davao Global Township (DGT), along with the addition of new towers, Velmiro Heights and Mandtra Residences.

*Casa Mira Series (Economic market)* generated revenue from ₱4 billion to ₱3.56 billion, reflecting a significant decrease of 11%. This decline is primarily due to substantial revenue recognitions in the previous year from Casa Mira Homes Davao, Casa Mira Homes Ormoc, and Casa Mira Towers Palawan.

The Company expects to grow real estate revenue contribution from projects newly launched during the period.

### **Leasing**

The company posted a substantial increase in rental revenues, reaching ₱108.49 million, a 53% year-on-year growth from ₱70.92 million. The growth was primarily attributable to incremental revenue from newly secured retail tenants and higher occupancy levels in recently completed projects.

Gross Leasable Area (GLA) expanded to 70,832 square meters, up 75% from 40,575 square meters in the previous quarter, following the addition of new leasable spaces. The increase was mainly driven by the completion and turnover of Banilad Highstreet and the Drive-Thru spaces in Davao Global Township, both of which achieved 100% lease occupancy. Additionally, the completion of the DGT Pavilion and DGT Retail Pads contributed over 4,000 square meters of GLA, alongside expansions in DGT City Center, LPU Town Center, and Paragon Lifestyle Mall.

The increase in GLA is expected to translate into higher recurring lease income in subsequent periods, improve asset utilization, and enhance the company's ability to capture long-term contractual revenues. These developments also underscore the company's strategic execution in expanding its leasing portfolio to strengthen its market positioning and recurring income base.

### ***Hotel operations***

The strengthening of the hospitality industry in VisMin presents a significant opportunity for CLI. CLI is effectively tapping into this growth as it expands its footprint in the VisMin tourism industry with the opening of the 200-room Citadines Bacolod City. The company's first hotel outside Cebu City and the largest international hotel in Bacolod.

With the opening of Citadines Bacolod City, CLI now boasts four operational hotels: Citadines Cebu City, Iyf Cebu City at Base Line Center, The Pad Co-Living in Banilad High Street, and the new Citadines Bacolod City. Notably, hotel operations have seen a significant boost, with revenue rising to ₱200.10 million, up from ₱86.24 million in the same period last year, representing a 132% increase driven by these new openings.

CLI is also set to complete Citadines Paragon Davao with 263 rooms and Radisson Red with 144 rooms by the end of 2025. Furthermore, with 6 more hotels under construction, CLI is strategically positioning itself to further capitalize on the burgeoning opportunities within the hospitality sector.

### ***Management Fee***

This included the project management fee that CLI charges for being the project manager on joint venture projects and the property management fee for CLI Property Management (CLIPMI) services provided to CLI's completed projects. During the year, the parent company's project management revenue reached ₱40.62 Million, these are fees charged to CLI's joint venture companies for managing the development of the project.

## **COST AND EXPENSES**

### ***Cost of sales and services***

In line with the growth in revenue performance, the company's cost of sales for the six months ending June 30, 2025, was reported at ₱5.10 billion, 13% year-over-year decrease from ₱5.85 billion of the same period last year.

### ***Operating Expenses***

Total operating expenses during the period amounted to ₱1.93 billion, a 20% y-o-y increase from ₱1.62 billion of the same period in 2024.

In October 7, 2022, CLI listed its first tranche of ₱15 billion bonds worth ₱5 Billion with the following tenors:

- Series A with a tenor of 3.5 years with a fixed rate of 6.4222%
- Series B with a tenor of 5.5 years with a fixed rate of 6.9884%
- Series C with a tenor of 7 years with a fixed rate of 7.3649%

And on March 21, 2025, the CLI issued the second tranche of its sustainability linked bonds amounting to P5,000,000,000 with the following tenors:

- Series D – maturity of 3 years and a coupon rate of 6.6348%; and,
- Series E – maturity of 5 years and a coupon rate of 6.9157%.

The proceeds from the Bonds raised will extend the debt maturity of the company and lock in rates to address any interest rate risk brought about by the challenging macro environment.

Recently, CLI successfully listed its follow-on offering of PHP 4.28 billion from Series A preferred shares. Proceeds from this offering will primarily be used to support the company's expansion plans.

### **NIAT ATTRIBUTABLE TO NON-CONTROLLING INTEREST (NCI)**

For the period ending June 30, 2025, NIAT attributable to NCI saw an increase from ₱513.10 million in 1H 2024 to ₱839.28 million. This increase is due to higher income contribution from completing JV projects.

### **REVIEW ON THE COMPANY'S FINANCIAL CONDITION As of June 30, 2025, vs December 31, 2024**

CLI's balance sheet remains steady and healthy to support construction and expansion plans. As of June 30, 2025, CLI reported total assets of ₱124.45 billion, an increase of 14% from ₱109 billion as of December 31, 2024 driven by progress in construction from sold units.

#### **ASSETS**

##### *169% increase in Cash and cash equivalents*

Mainly from the proceeds obtained from loan availments and higher takeouts.

##### *25% increase in Receivables (including non-current portion)*

increased from ₱4.61 billion to ₱5.74 billion is driven by the reclassification of contract assets into receivables as more projects reached full completion. Under the Company's policy, contract receivables are recognized or reclassified from contract assets, when the performance obligation is satisfied, and the entity has an unconditional right to payment, meaning the percentage of completion of the project is at 100%.

##### *6% increase in Contract assets (including non-current portion)*

from ₱49.43 billion to ₱52.38 billion primarily due to installment contracts on existing and newly launched projects during the year that continue to recognize real estate sales revenue as construction progresses.

***32% increase in Real Estate Inventories***

from ₱13.08 billion to ₱17.28 billion mainly due to lot acquisitions for future development projects and progression of development activities in newly launched and ongoing projects.

***0% increase in Noncurrent Asset held for sale***

This is attributed to CLI's intention to sell its 30% stake in CLI NUD, valued at ₱237,832,343 and is presented as a Non-current Asset Held for Sale in the 2024 condensed interim financial statements. The sale is expected to be in the second half of 2025. CLI NUD's assets are under the reportable segment of real estate.

***0% increase in Investment in Joint Ventures and Associates***

the ₱784.71 million significantly from additional investments, primarily driven by additional investments in CLI NUD, with the intent to sell its 30% stake in the second half of 2025.

***1% decrease in Due from related parties***

Due to lower transactions paid by CLI (Parent) on behalf of its related parties, from ₱53.43 million to ₱52.76 million.

***19% increase in Prepayments and other current assets***

Increase from ₱7.36 billion to ₱8.75 billion significantly due to higher short-term investments arising from redeemable preferred shares in joint ventures, along with higher prepaid commissions.

***12% increase in Property and equipment***

from ₱9.17 billion to ₱10.26 billion primarily driven by continued construction progress and capital expenditures for ongoing development projects.

***2% decrease in Right of use asset***

from ₱1.094 billion to ₱1.075 billion due to amortization of high-value leasehold rights.

***11% increase in Investment properties***

from ₱19.44 billion to ₱21.50 billion attributed to ongoing construction of recurring income generating projects such as Masters Tower, Abaca Resort, Astra Corporate Center and Davao Global Township.

***24% decrease in Other Non-current assets***

from ₱2.16 billion to ₱1.64 billion due to significant decrease in advances to contractors and prepaid commission non-current portion

## **LIABILITIES**

***13% increase in Interest-bearing loans (including non-current portion)***

from ₱49.58 billion to ₱56.09 billion reflects stability, coupled with the strategic decision to raise funds through preferred shares to support ongoing and future project developments.

***25% increase in Trade payables (including non-current portion)***

from ₱21.63 billion to ₱27.08 billion due to accruals made on unbilled costs to match with revenue recognized.

**22% increase in Contract liabilities**

from ₱296.27 million to ₱362.03 million mainly due to higher advances from buyers for units pending revenue recognition

**283% increase in Income tax payable**

from ₱15.99 million to ₱61.27 million due to the accrual of income tax due for the period.

**8% increased Deferred tax liabilities - net**

from ₱5.75 billion to ₱6.20 billion due to additional recognized tax liability on taxable temporary differences.

**EQUITY**

**9% increase in Parent Company's Retained Earnings**

from ₱11.62 billion in December 2024 with the impact of restatement with the adoption of PFRS 15 to ₱12.65 due to the Net Profit recognized during the period.

**I. KEY PERFORMANCE INDICATORS**

The Cebu Landmasters Inc. (CLI or the "Company") uses a range of financial and operational key performance indicators ("KPIs") to help measure and manage its performance. These KPIs reflect the Company's continuous focus on efficiency, cost control and profitability across all its operations. Management considers the following as KPIs:

	YTD June 30, 2025	YTD June 30, 2024
Gross Profit Margin <sup>1</sup>	51%	48%
Net Income Margin <sup>2</sup>	24%	20%
EBITDA <sup>3</sup>	₱4.74 billion	₱4.07 billion
EBITDA Margin <sup>4</sup>	46%	36%
Interest Coverage Ratio <sup>5</sup>	7.24	6.11
	<b>As of June 30, 2025</b>	<b>As of December 31, 2024</b>
Return on Assets <sup>6</sup>	4%	4%
Return on Equity (Parent) <sup>7</sup>	16%	17%
Current Ratio <sup>8</sup>	1.44	1.51
Net Debt to Equity Ratio <sup>9</sup>	1.64	1.58
Debt to Equity Ratio <sup>10</sup>	1.77	1.64

1. Gross Profit Margin is gross profit as a percentage of revenues.

2. Net Income Margin is consolidated net income as a percentage of revenues.

3. EBITDA is defined as earnings before interest, tax, depreciation and amortization from continuing operations, and before exceptional items.

4. EBITDA margin is EBITDA as a percentage of revenues.

5. Interest coverage ratio is computed by dividing EBITDA (Earnings before Interest, Taxes, Depreciation, Amortization) plus cash balance, to the interest during the period.

6. Return on Average Assets is net income as a percentage of the average assets as at year-end and assets as at end of the immediately preceding year.

7. *Return on Average Equity is net income as a percentage of the average of the equity as at year-end and equity as at end of the immediately preceding year.*
8. *Current Ratio is current assets divided by current liabilities*
9. *Net Debt-to-Equity Ratio is interest bearing debt less cash and cash equivalents over total equity*
10. *Debt to Equity is interest bearing debt over total equity*

The Company's gross profit margin is dependent on the mix of revenue during the period. During the first six months of 2025, 35% of the Company's topline was attributable to Casa Mira Projects which had a higher Gross Profit Margin compared to the other segments. Additionally, recurring projects showed a remarkable revenue recovery, these projects have Gross Profit Margins with over 50%. Meanwhile, Net Income Margin remains stable at 24%.

Cebu Landmasters continue to implement cost efficiency measures that enabled the company to post stable and healthy margins despite the challenging market environment.

For the period ended June 30, 2025, key ratios remained healthy with Return on Assets at 4% and Return on Average Equity (Parent) at 16%. Net Debt to Equity ratio stood at 1.64x supported by a current ratio of 1.44x which reflects adequate liquidity.

Management together with key officers continue to effectively handle their respective operations and financial requirements despite the high-inflation environment. As a result, CLI's financial position remains liquid and strong.

## **KPIS SUBJECT OF LOAN COVENANTS**

The notes facility agreements to which CLI is a party require that it should maintain the following financial ratios, with testing to be done by the Facility Agent annually based on CLI's year-end audited consolidated financial statements:

- a. a Debt-to-Equity Ratio not exceeding 2.5:1;
- b. a Current Ratio of 1:1; and
- c. Interest Coverage Ratio of at least 3:1.

"Debt-to-Equity Ratio" means the result obtained by dividing (i) the amount of interest-bearing liabilities of the Issuer by (ii) total Equity of the Issuer, in each case as appearing in the latest consolidated audited balance sheet of the Issuer; provided, that if the Issuer issues preferred shares which are (1) either redeemable at fixed date, or redeemable at the option of the holder of the preferred shares, and (2) the Issuer is obliged to make payments in the form of either interest or dividends, or the terms and conditions of the issuance of preferred shares oblige the Issuer to distribute a specific percentage of profits, then such preferred shares shall be categorized as liabilities falling under (i) hereof, otherwise, it shall be classified as part of Equity when computing the Debt-to-Equity Ratio. "Equity" means, at any date and as shown in the latest consolidated audited balance sheet of the Issuer, the aggregate of outstanding capital stock, additional paid-in capital, equity reserve and retained earnings.

"Current Ratio" means the proportion of Current Assets to Current Liabilities and is determined by dividing Current Assets by Current Liabilities. "Current Assets" means, at any date, the aggregate current assets as shown in the latest consolidated balance sheet of the Issuer (as at such date), prepared in compliance with accounting principles generally accepted in the Philippines as set forth in PFRS. "Current Liabilities" means, at any date, the aggregate current liabilities as shown in

the latest consolidated balance sheet of the Issuer (as at such date), prepared in compliance with accounting principles generally accepted in the Philippines as set forth in PFRS.

For purposes of the covenant on Interest Coverage Ratio, the ratio shall be computed using 12-months trailing EBITDA plus cash balance over interest due for the next year. "EBITDA" means, during the relevant period, the net earnings of the Issuer before deducting net interest expense, income tax, depreciation, and amortization, as determined in accordance with PFRS and based on the Issuer's consolidated audited financial statements.

## II. OTHER INFORMATION

### ITEM 1 2nd QUARTER 2025 DEVELOPMENTS

#### A. New Projects or Investments in another line of business or corporation.

#### B. Composition of Board of Directors

Name	Position
Jose R. Soberano III	Chairman of the Board, CEO and President
Ma. Rosario B. Soberano	Director, Treasurer and Executive Vice-President
Jose Franco B. Soberano	Director, Chief Operating Officer and Executive Vice-President
Joanna Marie B. Soberano-Bergundthal	Director, Vice President for Marketing, Assistant Treasurer
Beauregard Grant L. Cheng	Director, Chief Financial Officer
Stephen A. Tan	Non-Executive Director
Rufino Luis Manotok	Independent Director
Ma. Aurora D. Geotina-Garcia	Independent Director
Atty. Ma. Jasmine S. Oporto	Independent Director
Eugene S. Acevedo	Independent Director
Dr. Winston Conrad B. Padojinog	Independent Director

#### C. Performance of the corporation or result/progress of operations.

Please see unaudited Financial Statements and Management's Discussion and Analysis.

#### D. Declaration of Dividends.

On March 17, 2025, the BOD approved the declaration of regular cash dividends amounting to P0.15 per share and special cash dividends

amounting to P0.03 per share with record date on April 11, 2025 which was paid on April 16, 2025.

**E. Contracts of merger, consolidation or joint venture; contract of management, licensing, marketing, distributorship, technical assistance or similar agreements.**

As of June 30, 2025, the Company holds ownership interests in the following subsidiaries and associates:

Entity	Effective Percentage of Ownership	
	2025	2024
<i>Subsidiaries</i>		
(1) A.S. Fortuna Property Ventures, Inc. (“ <b>ASF</b> ”)	100	100
(2) CLI Hotels and Resorts, Inc. (“ <b>CHR</b> ”)	100	100
(3) CLI Premier Hotels Intl. Inc. (“ <b>CPH</b> ”)	100	100
(4) Cebu Landmasters Property Management, Inc. (“ <b>CLPM</b> ”)	100	100
(5) CLI-LITE Panglao Inc. (“ <b>CLI-LITE</b> ”)	88	88
(6) BL CBP Ventures, Inc. (“ <b>BL Ventures</b> ”)	50	50
(7) Yuson Excellence Soberano, Inc. (“ <b>YES</b> ”)	50	50
(8) Yuson Huang Excellence Soberano, Inc. (“ <b>YHES</b> ”)	50	50
(9) YHEST Realty and Development Corporation (“ <b>YHEST</b> ”)	50	50
(10) CCLI Premier Hotels, Inc. (“ <b>CCLI</b> ”)	50	50
(11) YHES Premier Hotel Inc. (“ <b>YHESPH</b> ”)	50	50
(12) Mivesa Garden Residences, Inc. (“ <b>MGR</b> ”)	45	45
(13) El Camino Developers Cebu, Inc. (“ <b>El Camino</b> ”)	35	35
(14) Cebu Homegrown Developers, Inc. (“ <b>CHDI</b> ”)	50	50
(15) Cebu BL-Ramos Ventures, Inc. (“ <b>CBLRV</b> ”)	50	50
(16) Ming-Mori Development Corporation (“ <b>MMDC</b> ”)	78	78
(17) GGTT Realty Corporation (“ <b>GGTT</b> ”)	50	50
(18) Sugbo Prime Estate, Inc. (“ <b>SPE</b> ”)	64	64
(19) CLI Mac Developers, Inc. (“ <b>CLI Mac</b> ”)	60	0
(20) Cebu Luzon Ventures, Inc. (“ <b>CLVI</b> ”)	100	0
Entity	Effective Percentage of Ownership	
	2025	2024
<i>Associates</i>		
(21) Magspeak Nature Park, Inc. (“ <b>Magspeak</b> ”)	25	25
(22) Icom Air Corporation (“ <b>ICOM</b> ”)	33	33
(23) Iloilo Global City Corporation (“ <b>IGCC</b> ”)	43	43
<i>Joint Venture</i>		
(24) CLI NUD Ventures, Inc. (CLI NUD)	30	30%

**ASF** was incorporated as a JV on March 9, 2017 to facilitate the acquisition of a 9,989-sq.m. property along AS Fortuna Avenue for the development of

the Astra Center Mandaue, a mixed-use development in the AS Fortuna Mandaue area that will house a hotel, residential, and office development and a boutique mall. CLI acquired all the ownership interest of its business partners at the end of 2017 which made ASF its wholly owned subsidiary as of December 31, 2017. Its principal office is located on the 10th Floor, Park Centrale Tower, J.M. Del Mar St., Cebu IT Park, Brgy. Apas, Cebu City.

**CHR** was incorporated on August 4, 2022 as a wholly-owned subsidiary of CLI and is engaged to run and manage the Group's various hotel projects. Its principal place of business is located in Cebu City.

**CPH**, a wholly owned subsidiary of the Company, was incorporated on August 26, 2016 to take charge of Citadines Cebu City and the Company's future hotel developments. The commercial operations started on September 14, 2019. Its principal office address is at 10th Floor, Park Centrale Tower, J.M. Del Mar St., Cebu IT Park, Brgy. Apas, Cebu City.

**CLPM**, a wholly owned subsidiary of the Company, was incorporated on April 20, 2017, to provide property management services initially to housing and condominium projects developed by the Company. It is envisioned to eventually offer and expand its services to outside clients. CLPM started commercial operations on September 1, 2017. Its principal office address is at 10th Floor, Park Centrale Tower, J.M. Del Mar St., Cebu IT Park, Brgy. Apas, Cebu City.

**CLI-LITE** was incorporated on July 19, 2021, as an undertaking by CLI and two other corporations for the development of a mixed-use project with residential condominiums and a possible hotel component in Panglao Island, Bohol. The principal place of business of CLI-LITE is located in Cebu City.

**BL Ventures** was incorporated on February 3, 2016, to develop Latitude Corporate Center, a 24 storey office development at the Cebu Business Park. BL Ventures was a JV of the Company and Borromeo Bros, Inc. Its principal office address is at AB Soberano Bldg., Salvador Ext., Labangon, Cebu City.

**YES** was incorporated on December 15, 2016 to mark the Company's entry into the Davao market. It is a JV between the Company and Yuson Comm. Investments Inc. to undertake the development of MesaTierra Garden Residences, a 21-storey residential condominium, and two other mixed-use projects in Davao City. It will also engage in real estate brokering to facilitate the marketing and sale of the JV developments in Davao. Its principal office address is at Suite A, 204 Plaza De Luisa Complex, 140 R. Magsaysay Ave., Davao City.

**YHES** was incorporated on November 10, 2017, to develop the Paragon Davao, a 1.9-ha property in Riverside Davao. The development will become a mixed-use real estate which will include a residential, retail, hotel, and convention center. YHES Inc., is a JV of CLI, Yuson Strategic Holdings Inc., and Davao Filandia Realty Corp. Its principal office is located at MesaTierra Garden Residences Showroom, E. Quirino Avenue, Davao City.

**YHEST** was incorporated on August 10, 2018 to develop the Davao Global Township. It is a JV between CLI, Yuson Strategic Holdings Inc., Davao Filandia Realty Corp., Plaza De Luisa Development Inc., Yuson Newtown Corp., and Davao Primeland Properties Corp. Its principal address is at MesaTierra Garden Residences Showroom, E. Quirino Avenue, Davao City.

**CCLI** was incorporated on November 12, 2018, as an undertaking between CLI and Capitaine, Inc. for the development of Citadines hotel in Bacolod City. The Citadines hotel is planned to be managed by Ascott. The principal place of business of CCLI is located at the 2nd floor MesaVirre showroom in Bacolod City.

**YHESPH** was incorporated on October 28, 2019, as a wholly owned subsidiary of YHES that will engage in hotel business. Its ultimate parent is CLI which owns 50% of YHES. YHESPH has not yet started its commercial operations.

**MGR** was incorporated on March 13, 2017 to develop Towers 6 and 7 (Phase 3) of Mivesa Garden Residences, a real property development project located on a 3,000-sq.m. property to be registered in the Company's name. Its principal office is located on the 10th Floor, Park Centrale Tower, J.M. del Mar St., Cebu IT Park, Brgy. Apas, Cebu City. CLI holds a 45% stake in MGR.

**EL Camino** was incorporated on August 15, 2016, to develop a 1.17-ha. property inside the Cebu IT Park, and to construct (1) 38 Park Avenue at the Cebu IT Park, a 38-storey high-end residential condominium, and (2) Park Avenue Corporate Center, a Grade A office building with over 20,000 sq.m. of leasable area. Its principal office address is at Base Line Center, Juana Osmeña St., Brgy. Kamputhaw, Cebu City. The Company has a 35% stake in El Camino.

**CHDI**, a JV of Aboitizland and CLI, was recently incorporated on December 5, 2019 to develop a high-rise mixed-use condominium complex, with sellable and leasable units, in a 12,405 sq.m. lot area in Mandaue City, Cebu. The Company has a 50% stake in Aboitiz CLI Cebu Developers, Inc.

**CBLRV** was incorporated on February 21, 2020, as an undertaking between CLI and BBEI and is engaged in the development of a mixed-use condominium tower in Cebu City. Its principal place of business is located in Cebu City.

**MMDC** was incorporated on August 1, 2013, to undertake and execute land reclamation projects, submit bids, and accept awards for reclamation projects, and manage, hold, and sell reclaimed land and other real property. MMDC is the private consortium that has proposed to undertake the Ming-Mori Reclamation Project of the Municipality of Minglanilla, which involves the development of the Minglanilla TechnoBusiness Hub, a 100-ha. techno-business park in the progressive town of Minglanilla, a mere 30 minutes away from Cebu City. The Company has increased its stake to 78% from 20% in MMDC in 2021. This transaction enabled CLI to become the project manager and principal developer of the reclamation project.

**GGTT** was incorporated on March 26, 2003 and is engaged to construct a residential condominium project in its principal place of business in Iloilo City. On June 16, 2020, CLI acquired 50% ownership in GGTT to obtain a controlling interest in the company, however, the transaction was accounted for by the Group as an asset acquisition as discussed in Note 7 in the Audited Financial Statements. During the first quarter of 2021, GGTT started commercial operations, and is now considered as a subsidiary of CLI.

**SPE** was formed in 2019 as a one-person corporation and was converted into an ordinary stock corporation (“OSC”) after entering into a JV with CLI on March 4, 2021, for the development of a dormitory with retail and warehouse spaces. The principal place of business of SPE is in Cebu City.

**CLI Mac** was incorporated in Feb 2025 as an undertaking between CLI and Martinez Agricultural Corporation for the development of mixed-used condominiums in Cebu City. The principal place of business is located in Cebu City.

**CLVI** was incorporated in March 2025 as a wholly owned subsidiary of CLI. No definitive business plan has been established yet and its principal place of business is located in Cebu City.

**Magspeak** was incorporated on October 21, 2011, to acquire, lease and develop lands into nature and eco-tourism parks in Balamban Cebu, and to manage, and operate the same. CLI holds a 25% stake in Magspeak.

**ICOM** was incorporated in December 2020 as an undertaking of CLI and various individual stockholders to import aircraft(s) and operate a transportation business in the Philippines. ICOM’s principal place of business is located in Iloilo City.

**IGCC** was incorporated in 2023 as an undertaking between CLI and two other corporations and is engaged in the development of a mixed-use condominium tower in Iloilo City. Its principal place of business is also located in Iloilo City.

**CLI NUD** was incorporated on April 5, 2024 as an undertaking among CLI and NTTUDA for the development of a condominium project in Cebu City. The principal place of business is located at Cebu City. Despite CLI’s legal ownership of 60% of CLI NUD, CLI NUD was accounted under equity method because half of its ownership in CLI NUD is classified as held for sale.[1] The 30% will be sold to another purely Filipino entity. Legal control of CLI NUD remains with CLI. While the other shareholder does not exercise control over CLI NUD, it retains approval rights over certain corporate actions.

#### **F. Offering of rights, granting of Stock Options and corresponding plans thereof.**

The Board of Directors of Cebu Landmasters, Inc. (“Company” or “CLI”) during its Special Board meeting on October 6, 2021 has approved the Executive Stock Option Plan (ESOP) for qualified officers of CLI. This is a

type of performance incentive, where options are granted to purchase the shares of the Company at a discount.

The shares that may be exercised from these options will be sourced from the treasury shares of the Company or from publicly traded shares. The objectives of the plan are a) to Attract, retain, and motivate talented and key employees; b) Encourage employees to align individual performance with Company objectives; and c) Reward employee performance with stockholdings in proportion to their contribution to the Company.

Each level has a predetermined number of shares exercisable per year with a four-year vesting period. The exercise price is the higher of Php 2.25 or current market price with a 15% discount. The current market price is computed as the average of the closing price for the last five trading days.

Shares bought under the ESOP cannot be sold, assigned, or transferred in any manner for at least 6 months from the exercise date.

Voting and dividend rights vests upon the issuance of the shares to the employees.

In April 12, 2022, CLI granted exercise of 3,349,000 and 470 CLI shares to beneficiaries/participants under CLI Executive Stock Option Plan sourced from the treasury shares of the Company at the market price of 2.98 and 3.00 respectively.

**G. Acquisition of additional mining claims or other capital assets or patents, formula, real estate.**

Not Applicable

**H. Other information, material events or happenings that may have affected or may affect market price of security.**

None

**I. Transferring of assets, except in the normal course of business.**

None

**III. OTHER NOTES FOR THE SECOND QUARTER OF 2025 OPERATIONS AND FINANCIALS**

**J. Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidents.**

None

**K. Nature and amount of changes in estimates of amounts reported in prior periods and their material effect in the current period.**

None

**L. Nature and amount of changes in estimates of amounts reported in prior periods and their material effect in the current period.**

None

**M. New financing through loans/ issuances, repurchases and repayments of debt and equity securities.**

See Notes to Financial Statements and Management Discussion and Analysis.

**N. Material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.**

None

**O. The effect of changes in the composition of the issuer during the interim period including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.**

None

**P. Changes in Contingent Liabilities or contingent assets since the last annual balance sheet date.**

None

**Q. Other material events or transactions during the interim period.**

None

**R. Existence of material contingencies during the interim period; events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.**

None

**S. Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.**

None.

**T. Material commitments for capital expenditures, general purpose and expected sources of funds**

As of June 30, 2025, a total of ₱10.679 Bn was spent, with the majority, or 41.9%, for investment property development.

**U. Known trends, events or uncertainties that have had or that are reasonably expected to have an impact on sales/revenues/ income from continuing operations.**

None

**V. Significant elements of income or loss that did not arise from continuing operations**

None

**W. Causes for any material change/s from period to period in one or more line items of the financial statements.**

None

**X. Seasonal aspects that had a material effect on the financial condition or results of operations.**

None

**Y. Disclosures not made under SEC Form 17C**

None

**SIGNATURES**

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

**ISSUER**

CEBU LANDMASTERS, INC.

**PRINCIPAL ACCOUNTING OFFICER**



**Beauregard Grant L. Cheng**  
Chief Financial Officer

**DATE**

September 12, 2025

SUBSCRIBED AND SWORN to before me, a notary public for and in the City of Cebu this SEP 17 2025, *Beauregard Grant Cheng* who is personally known to me and who signed the above *SEC Form 17-Q Quarterly Report* in my presence and swore as to said document that he understood the contents thereof and the same is his free and voluntary act and deed as well as the corporation represented therein.

Witness my hand and seal on the date and place above mentioned.

Doc. No. : 294 ;  
Page No.: 48 ;  
Book No.: 15 ;  
Series of : 2025 ;



  
**ATTY. EDELINE O. COSICOL**  
Notary Public  
Notarial Commission No. 040-23, Cebu City  
Valid until December 31, 2026  
Roll of Attorneys No. 82445  
MCLE Compliance No. VIII-0000258, issued on 08-30-2022  
PTR No. 1370974 ; 11-21-2024; Cebu Province  
IBP OR No. 481074 ; 12-05-2024; Cebu Chapter  
17th Flr. Park Centrale Tower, J.M. Del Mar St.,  
Cebu I.T. Park, Ayas, Cebu City

**STATEMENT OF MANAGEMENT APPROVAL  
OF FINANCIAL STATEMENTS**

The management of Cebu Landmasters, Inc. and Subsidiaries (the Group) is responsible for the preparation and fair presentation of the condensed consolidated interim financial statements, including the schedules attached herein, for the three months ended June 30, 2025 and 2024, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statement that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern as basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing the Group's financial reporting process.

The Board of Directors reviews and approves the condensed consolidated interim financial statements, including the schedules attached therein, and submits the same to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has reviewed the condensed consolidated interim financial statements of the Group in accordance with Philippine Standards on Review Engagements, and have rendered their report to the stockholders, upon completion of such review.

  
**JOSE R. SOBERANO III**  
Chairman of the Board and Chief Executive Officer  
TIN# 108-729-320-000

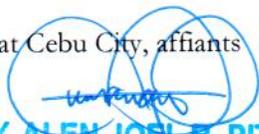
  
**BEAUREGARD GRANT L. CHENG**  
Chief Financial Officer  
TIN#205-557-510-000

Signed this \_\_\_\_ day of \_\_\_\_\_

SUBSCRIBED AND SWORN to before me this SEP 10 2025 at Cebu City, affiants exhibiting to me their respective Tax Identification Nos.

Doc. No. 236;  
Page No. 49;  
Book No. 1;  
Series of 2025



  
**ATTY. ALLEN JOEL R. PITA**  
Notary Public  
Notarial Commission No. 116-25, Cebu City  
Valid until December 31, 2026  
Roll of Attorneys No. 72443  
PTR No. 1370973 ; 11-21-2024; Cebu Province  
IBP No. 479509 ; 11-28-2024; Cebu Chapter  
Room 1706, 17<sup>th</sup> Floor, Park Centrale Tower,  
J.M. Del Mar St., Cebu I.T. Park, Apas, Cebu City

**CEBU LANDMASTERS, INC. AND SUBSIDIARIES**  
*(A Subsidiary of A B Soberano Holdings Corp.)*  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**JUNE 30, 2025**  
*(With Comparative Figures as of December 31, 2024)*  
*(Amounts in Philippine Pesos)*

	Notes	June 30, 2025 <u>(Unaudited)</u>	December 31, 2024 (As Restated – see Note 2)
<b><u>A S S E T S</u></b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	4	P 4,262,220,164	P 1,583,238,995
Receivables - net	5	3,425,525,214	4,481,590,912
Contract assets - net	18	27,166,785,193	20,843,159,851
Real estate inventories	6	17,278,970,648	13,080,093,413
Deposits on land for future development	7	500,008,638	-
Due from related parties	24	52,756,843	53,425,348
Prepayments and other current assets	8	8,749,777,870	7,361,411,891
		<u>61,436,044,570</u>	<u>47,402,920,410</u>
Non-current asset held for sale	9	<u>237,832,347</u>	<u>237,832,347</u>
Total Current Assets		<u>61,673,876,917</u>	<u>47,640,752,757</u>
<b>NON-CURRENT ASSETS</b>			
Receivables - net	5	2,315,853,536	128,161,471
Contract assets - net	18	25,209,153,616	28,583,967,809
Investments in associates and a joint venture	9	784,709,335	784,885,021
Property and equipment - net	10	10,258,629,181	9,450,275,760
Right-of-use assets	11	1,075,433,686	1,094,503,157
Investment properties - net	12	21,501,174,662	19,160,073,721
Other non-current assets - net	13	<u>1,635,808,337</u>	<u>2,159,905,146</u>
Total Non-current Assets		<u>62,780,762,353</u>	<u>61,361,772,085</u>
<b>TOTAL ASSETS</b>		<b>P <u>124,454,639,270</u></b>	<b>P <u>109,002,524,842</u></b>
<b><u>LIABILITIES AND EQUITY</u></b>			
<b>CURRENT LIABILITIES</b>			
Interest-bearing loans and borrowings	14	P 11,490,379,247	P 10,115,412,966
Bonds payable	15	2,757,378,221	-
Redeemable preferred shares	17	1,593,000,152	-
Trade and other payables	16	26,523,831,435	21,052,145,479
Contract liabilities	18	362,028,139	296,265,114
Customers' deposits	18	118,272,482	90,223,203
Lease liabilities	11	58,320,585	57,922,896
Income tax payable		<u>61,273,752</u>	<u>15,988,162</u>
Total Current Liabilities		<u>42,964,484,013</u>	<u>31,627,957,820</u>
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing loans and borrowings	14	34,691,171,482	34,536,666,965
Bonds payable	15	7,153,588,921	4,964,768,926
Trade and other payables	16	557,163,357	540,289,379
Lease liabilities	11	1,227,575,015	1,233,425,726
Post-employment defined benefit obligation		35,232,582	40,309,395
Deferred tax liabilities - net		<u>6,203,294,745</u>	<u>5,752,987,226</u>
Total Non-current Liabilities		<u>49,868,026,102</u>	<u>47,068,447,617</u>
Total Liabilities		<u>92,832,510,115</u>	<u>78,696,405,437</u>
<b>EQUITY</b>			
Equity attributable to shareholders of Parent Company	25	21,374,205,835	20,345,576,387
Non-controlling interest		<u>10,247,923,320</u>	<u>9,960,543,018</u>
Total Equity		<u>31,622,129,155</u>	<u>30,306,119,405</u>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>P <u>124,454,639,270</u></b>	<b>P <u>109,002,524,842</u></b>

*See Notes to Condensed Consolidated Interim Financial Statements.*

**CEBU LANDMASTERS, INC. AND SUBSIDIARIES**  
*(A Subsidiary of A B Soberano Holdings Corp.)*  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF PROFIT OR LOSS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2025 AND 2024**  
*(Amounts in Philippine Pesos)*  
**(UNAUDITED)**

		2025		2024 (As Restated – see Note 2)	
	Notes	April 1 to June 30	January 1 to June 30	April 1 to June 30	January 1 to June 30
<b>REVENUES</b>	18				
Sale of real estates		P 3,161,574,391	P 8,966,644,464	P 4,542,909,693	P 9,991,488,610
Interest income from real estate sales		481,470,086	999,449,647	412,696,470	1,109,642,250
Hotel operations		95,526,128	200,095,777	46,228,290	86,238,338
Rental		55,756,708	108,488,407	37,090,723	70,919,009
Management fees		<u>14,664,508</u>	<u>40,618,777</u>	<u>15,634,050</u>	<u>30,826,543</u>
		<u>3,808,991,821</u>	<u>10,315,297,072</u>	5,054,559,227	11,289,114,751
<b>COST OF SALES AND SERVICES</b>	19	( <u>2,123,605,171</u> )	( <u>5,104,699,800</u> )	( <u>2,727,778,425</u> )	( <u>5,845,382,596</u> )
<b>GROSS PROFIT</b>		1,685,386,650	5,210,597,272	2,326,780,801	5,443,732,154
<b>OPERATING EXPENSES</b>	20	( <u>908,354,659</u> )	( <u>1,934,363,012</u> )	( <u>680,104,569</u> )	( <u>1,617,460,101</u> )
<b>OTHER OPERATING INCOME</b>	21	<u>1,244,806,458</u>	<u>1,351,557,456</u>	<u>128,008,885</u>	<u>183,702,058</u>
<b>OPERATING PROFIT</b>		2,021,838,449	4,627,791,716	1,774,685,118	4,009,974,112
<b>FINANCE COSTS</b>	22	( <u>565,094,522</u> )	( <u>1,286,910,655</u> )	( <u>442,532,057</u> )	( <u>1,040,346,088</u> )
<b>FINANCE INCOME</b>	4	20,520,809	38,614,668	8,363,660	9,027,005
<b>SHARE IN NET PROFIT (LOSS) OF ASSOCIATES AND A JOINT VENTURE</b>	9	308,469	( <u>175,686</u> )	( <u>8,104,599</u> )	( <u>8,192,073</u> )
<b>IMPAIRMENT LOSS ON FINANCIAL ASSETS</b>		( <u>140,181</u> )	-	-	-
<b>OTHER GAINS (LOSSES) - Net</b>	21	<u>5,747,400</u>	<u>5,372,947</u>	( <u>1,886,801</u> )	( <u>2,242,015</u> )
<b>PROFIT BEFORE TAX</b>		1,483,180,424	3,384,692,990	1,330,525,321	2,968,220,941
<b>TAX EXPENSE</b>	23	( <u>316,454,955</u> )	( <u>893,492,961</u> )	( <u>296,953,532</u> )	( <u>752,976,465</u> )
<b>NET PROFIT</b>		<u>P 1,166,725,469</u>	<u>P 2,491,200,029</u>	<u>P 1,033,571,789</u>	<u>P 2,215,244,476</u>
<b>Net profit attributable to:</b>					
Parent Company's shareholders		P 656,448,669	P 1,651,819,727	P 724,346,626	P 1,702,140,345
Non-controlling interests		<u>510,276,800</u>	<u>839,380,302</u>	<u>309,225,163</u>	<u>513,104,131</u>
		<u>P 1,166,725,469</u>	<u>P 2,491,200,029</u>	<u>P 1,033,571,789</u>	<u>P 2,215,244,476</u>
<b>Earnings per Share – Basic and diluted</b>	26	<u>P 0.16</u>	<u>P 0.43</u>	<u>P 0.18</u>	<u>P 0.47</u>
<b>Dividends Declared per Share:</b>	25				
Common shares		<u>P -</u>	<u>P 0.18</u>	<u>P -</u>	<u>P 0.18</u>
Preferred shares:					
Series A-1 (CLIA1)		<u>P -</u>	<u>P -</u>	<u>P 37.92</u>	<u>P 37.92</u>
Series A-2 (CLIA2)		<u>P -</u>	<u>P -</u>	<u>P 41.25</u>	<u>P 41.25</u>

*See Notes to Condensed Consolidated Interim Financial Statements.*

**CEBU LANDMASTERS, INC. AND SUBSIDIARIES**  
*(A Subsidiary of A B Soberano Holdings Corp.)*  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2025 AND 2024**  
*(Amounts in Philippine Pesos)*  
**(UNAUDITED)**

	Note	2025		2024	
		April 1 to June 30	January 1 to June 30	April 1 to June 30	January 1 to June 30
<b>NET PROFIT</b>		P 1,166,725,469	P 2,491,200,029	P 1,033,571,789	P 2,215,244,476
<b>OTHER COMPREHENSIVE INCOME</b>		-	-	-	-
<b>TOTAL COMPREHENSIVE INCOME</b>		<u>P 1,166,725,469</u>	<u>P 2,491,200,029</u>	<u>P 1,033,571,789</u>	<u>P 2,215,244,476</u>
<b>Total comprehensive income attributable to:</b>					
Parent Company's shareholders		P 656,448,669	P 1,651,819,727	P 724,346,626	P 1,702,140,345
Non-controlling interests	25	<u>510,276,800</u>	<u>839,380,302</u>	<u>309,225,163</u>	<u>513,104,131</u>
		<u>P 1,166,725,469</u>	<u>P 2,491,200,029</u>	<u>P 1,033,571,789</u>	<u>P 2,215,244,476</u>

*See Notes to Condensed Consolidated Interim Financial Statements.*

CEBU LANDMASTERS, INC. AND SUBSIDIARIES  
(A Subsidiary of A B Soberano Holdings Corp.)  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY  
FOR THE SIX MONTHS ENDED JUNE 30, 2025 AND 2024  
(Amounts in Philippine Pesos)  
(UNAUDITED)

	Attributable to Shareholders of Parent Company										Non-controlling Interests (See Note 25)	
	Capital Stock (See Note 25)	Additional Paid-in Capital (See Note 25)	Treasury Stock (See Note 25)	Share Options Outstanding (See Note 25)	Revaluation Reserves (See Note 25)	Retained Earnings (See Note 25)			Total	Total		
						Appropriated	Unappropriated	Total				
Balance at January 1, 2025	P 3,627,732,337	P 5,855,925,221	( P 732,664,604 )	P 5,681,640	( P 34,689,808 )	P 3,223,719,308	P 8,399,872,293	P 11,623,591,601	P 20,345,576,387	P 9,960,543,018	P 30,306,119,405	
Transactions with owners												
Cash dividends	-	-	-	-	-	-	( 623,736,265 )	( 623,736,265 )	( 623,736,265 )	( 552,000,000 )	( 1,175,736,265 )	
Stock option granted	-	-	-	545,986	-	-	-	-	545,986	-	545,986	
	-	-	-	545,986	-	-	( 623,736,265 )	( 623,736,265 )	( 623,190,279 )	( 552,000,000 )	( 1,175,190,279 )	
Reversal of appropriations during the period	-	-	-	-	-	( 1,116,407,802 )	1,116,407,802	-	-	-	-	
Total comprehensive income for the period	-	-	-	-	-	-	1,651,819,727	1,651,819,727	1,651,819,727	839,380,302	2,491,200,029	
Net profit for the period	-	-	-	-	-	-	1,651,819,727	1,651,819,727	1,651,819,727	839,380,302	2,491,200,029	
Balance at June 30, 2025	P 3,627,732,337	P 5,855,925,221	( P 732,664,604 )	P 6,227,626	( P 34,689,808 )	P 2,107,311,506	P 10,544,363,557	P 12,651,675,063	P 21,374,205,835	P 10,247,923,320	P 31,622,129,155	
Balance at January 1, 2024	P 3,623,451,997	P 1,608,917,974	( P 732,664,604 )	P 4,311,977	( P 18,288,224 )	P 6,914,803,006	P 2,831,725,422	P 9,746,528,428	P 14,232,257,548	P 9,220,853,529	P 23,453,111,077	
Transactions with owners												
Issuance of preferred shares	4,280,340	4,276,059,660	-	-	-	-	-	-	4,280,340,000	-	4,280,340,000	
Investments from non-controlling shareholders	-	-	-	-	-	-	-	-	-	32,500,000	32,500,000	
Cash dividends (As restated – see Note 2)	-	-	-	-	-	-	( 793,439,615 )	( 793,439,615 )	( 793,439,615 )	( 13,750,000 )	( 807,189,615 )	
	4,280,340	4,276,059,660	-	-	-	-	( 793,439,615 )	( 793,439,615 )	3,486,900,385	18,750,000	3,505,650,385	
Reversal of appropriations during the period	-	-	-	-	-	( 1,433,019,792 )	1,433,019,792	-	-	-	-	
Total comprehensive income for the period	-	-	-	-	-	-	1,702,140,345	1,702,140,345	1,702,140,345	513,104,131	2,215,244,476	
Net profit for the period	-	-	-	-	-	-	1,702,140,345	1,702,140,345	1,702,140,345	513,104,131	2,215,244,476	
Balance at June 30, 2024	P 3,627,732,337	P 5,884,977,634	( P 732,664,604 )	P 4,311,977	( P 18,288,224 )	P 5,481,783,214	P 5,173,445,944	P 10,655,229,158	P 19,421,298,278	P 9,752,707,660	P 29,174,005,938	

See Notes to Condensed Consolidated Interim Financial Statements.

**CEBU LANDMASTERS, INC. AND SUBSIDIARIES**  
*(A Subsidiary of A B Soberano Holdings Corp.)*  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2025 AND 2024**  
*(Amounts in Philippine Pesos)*  
**(UNAUDITED)**

	Notes	2025	2024 (As Restated – see Note 2)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		P 3,384,692,990	P 2,968,220,941
Adjustments for:			
Gain on sale of investment properties	12, 21	( 1,161,590,607 )	( 16,282,895 )
Interest expense on:	22		
Interest-bearing loans and borrowings		1,106,764,140	989,137,184
Bonds		137,011,529	17,865,147
Lease liabilities		41,925,398	35,702,323
Depreciation and amortization	20	110,042,732	90,285,721
Interest income	4	( 33,658,572 )	( 6,661,298 )
Share options benefit expense	25	545,986	-
Share in net losses of associates and a joint venture	9	175,686	8,192,073
Gain on sale of property and equipment	10, 21	( 12,417 )	( 16,098 )
Operating profit before working capital changes		3,585,896,864	4,086,443,098
Decrease (increase) in receivables		( 1,131,626,367 )	396,883,142
Increase in contract assets		( 2,948,811,149 )	( 6,475,156,207 )
Decrease (increase) in real estate inventories		( 4,198,877,234 )	4,489,926,281
Increase in prepayments and other current assets		( 1,233,161,161 )	( 909,616,430 )
Increase in deposits on land for future development		( 500,008,638 )	-
Decrease in other non-current assets		520,673,084	149,242,913
Increase in trade and other payables		4,337,878,451	1,805,603,337
Increase (decrease) in contract liabilities		65,763,025	( 81,910,153 )
Increase in customers' deposits		28,049,279	128,254,408
Decrease in post-employment defined benefit obligation		( 5,076,813 )	-
Cash generated from (used in) operations		( 1,479,300,659 )	3,589,670,390
Cash paid for taxes		( 553,104,668 )	( 292,616,211 )
Net Cash From (Used In) Operating Activities		( 2,032,405,327 )	3,297,054,179
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Proceeds from sale of investment properties	12	1,556,438,957	23,982,991
Acquisitions of investment properties	12	( 1,366,656,192 )	( 2,764,473,607 )
Acquisitions of property and equipment	10	( 253,312,164 )	( 952,464,073 )
Interest received	4	33,658,572	6,661,298
Collections of advances to related parties	24	1,518,331	2,273,941
Advances to related parties	24	( 849,826 )	( 8,584,603 )
Proceeds from sale of property and equipment		22,462	1,387,796
Acquisitions of computer software	13	( 662 )	( 3,440,197 )
Additional investments in associates and a joint venture		-	( 501,456,965 )
Net Cash Used in Investing Activities		( 29,180,522 )	( 4,196,113,419 )
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from availment of interest-bearing loans - net	14	13,759,049,515	8,706,620,169
Repayments of interest-bearing loans	14	( 12,280,420,799 )	( 8,627,300,215 )
Proceeds from issuances of bonds - net	15	4,932,678,949	-
Interest paid on interest-bearing loans		( 1,610,313,054 )	( 1,965,827,473 )
Issuance of redeemable preferred shares	17	1,593,000,152	-
Cash dividends paid	25	( 1,345,439,621 )	( 637,486,262 )
Interest paid on bonds		( 260,609,704 )	( 84,371,263 )
Payment of lease liabilities	11	( 47,378,420 )	( 50,018,641 )
Proceeds from issuance of shares of stock	25	-	4,280,340,000
Additional investment from non-controlling shareholders	25	-	32,500,000
Net Cash From Financing Activities		4,740,567,017	1,654,456,315
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>		<b>2,678,981,169</b>	<b>755,397,075</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>		<b>1,583,238,995</b>	<b>913,841,206</b>
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>		<b>P 4,262,220,164</b>	<b>P 1,669,238,281</b>

*Supplemental Information on Non-cash Activities is disclosed in Note 32.*

*See Notes to Condensed Consolidated Interim Financial Statements.*

**CEBU LANDMASTERS, INC. AND SUBSIDIARIES**  
**(A Subsidiary of A B Soberano Holdings Corp.)**  
**NOTES TO CONDENSED CONSOLIDATED**  
**INTERIM FINANCIAL STATEMENTS**  
**JUNE 30, 2025 AND 2024**  
**(With Comparative Audited Figures as of December 31, 2024)**  
**(Amounts in Philippine Pesos)**  
**(UNAUDITED)**

**1. GENERAL INFORMATION**

**1.1 Corporate Information**

Cebu Landmasters, Inc. (the Parent Company or CLI) was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on September 26, 2003. CLI is presently engaged in real estate-related activities which include real estate development, sales, leasing and property management. The Parent Company's real estate portfolio includes residential condominiums and subdivisions, mixed-use developments, townships, hotels and resorts, offices, and co-living accommodations.

The Parent Company is a subsidiary of A B Soberano Holdings Corp. (the Ultimate Parent Company or ABS). ABS is a holding company and is incorporated and domiciled in the Philippines. The registered office address and principal place of business of ABS is located at 2<sup>nd</sup> Street, Villa San Lorenzo, Quijada Street, Barangay Guadalupe, Cebu City.

On January 6, 2017, the Board of Directors (BOD) approved the Parent Company's application for the registration of its common stocks with the SEC and application for the listing thereof in the Philippine Stock Exchange (PSE). The Parent Company's shares were listed on the main board of the PSE on June 2, 2017 (see Note 25).

The registered office address of CLI, which is also its principal place of business, is located at 10<sup>th</sup> Floor, Park Centrale Tower, Jose Ma. Del Mar St., B2 L3, Cebu I.T. Park, Brgy. Apas, Cebu City, Philippines.

**1.2 Subsidiaries, Associates and Joint Venture**

CLI holds ownership interests in the following subsidiaries, associates and a joint venture:

Entities	Note	Effective Percentage of Ownership	
		2025	2024
<i>Subsidiaries</i>			
CLI Premier Hotels Int'l. Inc. (CPH)	(a)	<b>100%</b>	100%
Cebu Landmasters Property Management, Inc. (CPM)	(b)	<b>100%</b>	100%
A.S. Fortuna Property Ventures, Inc. (ASF)	(c)	<b>100%</b>	100%
CLI Hotels and Resorts Inc. (CHR)	(d)	<b>100%</b>	100%
CLI Luzon Ventures, Inc. (CLVI)	(e)	<b>100%</b>	-
CLI-LITE Panglao Inc. (CLI-LITE)	(f)	<b>88%</b>	88%
Ming-mori Development Corporation (MDC)	(g)	<b>78%</b>	78%

*(Forward)*

Entities	Note	Effective Percentage of Ownership	
		2025	2024
<i>Subsidiaries</i>			
Sugbo Prime Estate, Inc. (SPE)	(h)	64%	64%
BL CBP Ventures, Inc. (BL Ventures)	(i)	50%	50%
Yuson Excellence Soberano, Inc. (YES)	(j)	50%	50%
Yuson Huang Excellence Soberano, Inc. (YHES)	(k)	50%	50%
YHEST Realty and Development Corporation (YHEST)	(l)	50%	50%
CCLI Premier Hotels, Inc. (CCLI)	(m)	50%	50%
Cebu Homegrown Developers, Inc. (CHDI)	(n)	50%	50%
YHES Premier Hotels Inc. (YHESPH)	(o)	50%	50%
Cebu BL-Ramos Ventures Inc. (CBLRV)	(p)	50%	50%
GGTT Realty Corporation (GGTT)	(q)	50%	50%
Mivesa Garden Residences, Inc. (MGR)	(r)	45%	45%
El Camino Developers Cebu, Inc. (El Camino)	(s)	35%	35%
CLI MAC Developers, Inc. (CLI MAC)	(t)	60%	-
<i>Associates</i>			
Iloilo Global City Corporation (IGCC)	(u)	43%	43%
ICOM Air Corporation (ICOM)	(v)	33%	33%
Magspeak Nature Park, Inc. (Magspeak)	(w)	25%	25%
<i>Joint Venture</i>			
CLI NUD Ventures, Inc. (CLI NUD)	(x)	30%	30%

CLI and its subsidiaries (collectively referred as “the Group”), associates and joint venture are all incorporated in the Philippines. The subsidiaries, associates and joint venture, except CPH, CPM, CHR, CCLI, YHESPH and ICOM, are in the same line of business as CLI. A brief description of these entities follows:

- (a) CPH was incorporated in 2016 as a wholly owned subsidiary of CLI. CPH is engaged in the real estate and hotel management business. The principal place of business of CPH is located in Cebu City.
- (b) CPM was incorporated in 2017 as a wholly owned subsidiary of CLI. CPM is engaged in the management of condominium corporations and housing associations affiliated with CLI. The principal place of business of CPH is located in Cebu City.
- (c) ASF was incorporated in 2017 as a joint venture where CLI initially held 40% ownership interest. CLI acquired all the ownership interest of its business partners at the end of 2017 which made ASF its wholly owned subsidiary. The principal place of business of ASF is located in Cebu City.

- (d) CHR was incorporated on August 4, 2022 as a wholly owned subsidiary of CLI. It is engaged in managing the Group's hotel projects and commenced commercial operations in January 2024. Its principal place of business is located in Cebu City.
- (e) CLVI was incorporated in March 2025 as a wholly owned subsidiary of CLI, with the purpose of developing residential and mixed-use projects and supporting CLI's strategic expansion in Luzon. Its principal place of business is located in Cebu City. As of June 30, 2025, CLVI has not yet commenced commercial operations.
- (f) CLI-LITE was incorporated on July 19, 2021 as an undertaking by CLI and two other corporations for the development of a mixed-use project in Panglao Island, Bohol, which includes residential condominiums and a potential hotel component. The principal place of business of CLI-LITE is located in Cebu City.
- (g) MDC was incorporated in 2013 as an undertaking between CLI and four other entities for the development of an economic business district. The principal place of business of MDC is located in Cebu City.
- (h) SPE was formed in 2019 as a one person corporation and was converted to an ordinary stock corporation after entering into a joint venture with CLI on March 4, 2021, for the development of a dormitory with retail and warehouse spaces. The principal place of business of SPE is located in Cebu City.
- (i) BL Ventures was formed by CLI and Borrromeo Bros. Estate, Inc. (BBEI) to construct and operate Latitude Corporate Center. The principal place of business of BL Ventures is located in Cebu City.
- (j) YES was formed by CLI and Yuson Comm. Investments, Inc. to construct and operate Messatiera Garden Residences in Davao. The principal place of business of YES is located in Davao City.
- (k) YHES was incorporated in 2017 as an undertaking among CLI, Yuson Strategic Holdings, Inc., and Davao Filandia Realty Corp. for the development of mixed-used real estate project, the Paragon Davao. The principal place of business of YHES is located in Davao City.
- (l) YHEST was incorporated in 2018 as an undertaking among CLI and five corporations for the development of a central business district located at Matina, Davao. The principal place of business of YHEST is located in Davao City.
- (m) CCLI was incorporated in 2018 as an undertaking between CLI and Capitaine, Inc. for the development of Citadines hotel in Bacolod City. CCLI started its commercial operations in June 2024. The principal place of business of CCLI is located in Bacolod City.
- (n) CHDI is an undertaking between CLI and Aboitiz Land, Inc. and was incorporated on December 5, 2019. CHDI is engaged in the development of a high-rise mixed-use condominium complex in Mandaue City, Cebu. Its principal place of business is in Cebu City.
- (o) YHESPH was incorporated on October 28, 2019 as a wholly owned subsidiary of YHES that will engage in hotel business. Its ultimate parent is CLI which owns 50% of YHES. As of June 30, 2025, YHESPH has yet to start commercial operations.

- (p) CBLRV, a new subsidiary in 2020, was incorporated on February 21, 2020 as an undertaking between CLI and BBEI and is engaged in the development of a mixed-use condominium tower in Cebu City. Its principal place of business also is located in Cebu City.
- (q) GGTT was incorporated on March 26, 2003 and is engaged to construct a residential condominium project in its principal place of business in Iloilo City.
- (r) MGR was incorporated in 2017 as an undertaking by CLI and three corporations for the construction of buildings 6 and 7 of the Mivesa Garden Residences condominium. MGR is considered a subsidiary of CLI because CLI is exposed, or has rights, to variable returns from its involvement with MGR and has the ability to affect those returns due to its full control on MGR's management. The principal place of business of MGR is located in Cebu City.
- (s) El Camino was incorporated in 2016 as an undertaking between CLI and four other corporations for the development of 38 Park Avenue condominium project in Cebu City. CLI controls El Camino's operations through a shareholder agreement and is considered its parent. The principal place of business of El Camino is located in Cebu City.
- (t) CLI MAC was incorporated in February 2025 as an undertaking between CLI and Martinez Agricultural Corporation for the development of mixed-used condominium in Cebu City. CLI exercises control over CLI MAC through its authority to direct operational activities and govern strategic and financial policies. The principal place of business is located in Cebu City. As of June 30, 2025, CLI MAC has yet to commence commercial operations.
- (u) IGCC was incorporated in 2023 as an undertaking between CLI and two other corporations for the development of a mixed-use condominium tower in Iloilo City. Its principal place of business is located in Iloilo City. As of June 30, 2025, IGCC has yet to commence commercial operations.
- (v) ICOM was incorporated on December 7, 2020 as an undertaking of CLI and various individual stockholders and corporations to import aircraft(s) and to operate a transportation business in the Philippines. ICOM's principal place of business is in Iloilo City.
- (w) Magspeak was incorporated in 2011 as an undertaking among CLI and four other corporations for the development of a mountain resort to be located in Balamban, Cebu. The principal place of business of Magspeak is located in Cebu City.
- (x) CLI NUD was incorporated on April 5, 2024 as a joint venture between CLI and NTT UD Pte. Ltd (NTTUDA), a Japanese company known for its mixed use residential and commercial developments, to develop a highly desirable residential condominium enclave with retail area. CLI has a committed plan to sell a portion of the CLI NUD shares it holds. Its principal place of business is located in Cebu City. As of June 30, 2025, CLI NUD has yet to commence commercial operations (see Note 9).

## 2. BASIS FOR PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION

### 2.1 Basis of Preparation

#### (a) *Statement of Compliance with Philippine Financial Reporting Standards*

The condensed consolidated interim financial information of the Group has been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. This condensed consolidated interim financial information does not include all of the information required for full annual consolidated financial statements and should be read in conjunction with the consolidated financial statements of the Group for the year ended December 31, 2024, which have been prepared in accordance with Philippine Financial Reporting Standards (PFRS Accounting Standards), as restated in these condensed consolidated interim financial statements.

The condensed consolidated interim financial information is presented in Philippine pesos, the Group's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

#### (b) *Prior Period Restatements*

##### (i) *Classification of Properties Used in Hotel Operations*

The Group corrected the classification of certain properties amounting to P284,923,362 from investment properties to property and equipment, as these were used in hotel operations and not held for lease. This reclassification was accounted for in accordance with PAS 40, *Investment Property*, and PAS 16, *Property, Plant and Equipment*.

##### (ii) *Adjustment to Property Sales Classification*

In 2024, the Group reclassified certain properties amounting to P9,648,748 from investment property to real estate inventories, which were subsequently sold within the same period. Upon review, the Group noted that the transfer did not meet the criteria for change in use under PAS 40 as the properties were sold without substantial redevelopment or repurposing. Accordingly, the Group restated its condensed consolidated interim statement of profit or loss for the six months ended June 30, 2024, to reflect the sale of these properties as gain on sale of investment property, rather than as real estate sales.

*(iii) Unrecorded Dividend Declaration*

On June 14, 2024, the Parent Company declared cash dividends amounting to P78,252,924 and P91,450,426 on its Series A-1 and A-2 preferred shares, respectively. These dividend declarations were not initially recorded in the Group's books. Accordingly, the Group restated its condensed consolidated interim statements of changes in equity for the six months ended June 30, 2024 to reflect the dividend declaration. The restatement has no impact on the other components of the condensed consolidated interim financial statements and the most recent annual consolidated financial statements for the year ended December 31, 2024.

Presented below is the analysis of the effects of the prior period adjustments in the condensed consolidated interim statements of financial position as of December 31, 2024.

<i>(Amounts in PHP)</i>	<u>Note</u>	<u>As Previously Reported</u>	<u>Restatements</u>	<u>As Restated</u>
<i>Change in assets :</i>				
Property and equipment - net	2.1(b)(i)	9,165,352,398	284,923,362	9,450,275,760
Investment properties - net	2.1(b)(i)	19,444,997,083	<u>(284,923,362)</u>	19,160,073,721
			<u>-</u>	

Presented below is the analysis of the effects of the prior period adjustments in the condensed consolidated interim statements of profit or loss for the six months ended June 30, 2024.

<i>(Amounts in PHP)</i>	<u>Note</u>	<u>As Previously Reported</u>	<u>Restatements</u>	<u>As Restated</u>
Sale of real estates	2.1(b)(ii)	10,015,410,502	(23,921,892)	9,991,488,610
Interest income from real estate sales	2.1(b)(ii)	1,109,703,350	(61,100)	1,109,642,250
Cost of sales and services	2.1(b)(ii)	(5,853,082,692)	7,700,096	(5,845,382,596)
Other operating income	2.1(b)(ii)	167,419,163	<u>16,282,895</u>	183,702,058
			<u>-</u>	

Presented below is the analysis of the effects of the prior period adjustment in the condensed consolidated interim statements of changes in equity for the six months ended June 30, 2024.

<i>(Amounts in PHP)</i>	<u>Note</u>	<u>As Previously Reported</u>	<u>Restatements</u>	<u>As Restated</u>
Cash dividends	2.1(b)(iii)	623,736,262	<u>169,703,350</u>	793,439,612

Presented below is the analysis of the effects of the prior period adjustments in the condensed consolidated interim statements of cash flows for the six months ended June 30, 2024.

<i>(Amounts in PHP)</i>	Note	As Previously Reported	Restatements	As Restated
<i>Changes in cash flows from operating activities:</i>				
Decrease in receivables	2.1(b)(ii)	404,583,238	(7,700,096)	396,883,142
Gain on sale of investment properties	2.1(b)(ii)	-	<u>(16,282,895)</u>	(16,282,895)
			(23,982,991)	
<i>Changes in cash flows from investing activities –</i>				
Proceeds from sale of investment properties	2.1(b)(ii)	-	<u>23,982,991</u>	23,982,991
			<u>-</u>	

The Group did not present a third consolidated statement of financial position as of January 1, 2024, as the restatements had no effect on the information presented in the consolidated statement of financial position at the beginning of the preceding period.

## ***2.2 Material Accounting Policy Information***

The Group's condensed consolidated interim financial information has been prepared in accordance with the accounting policies adopted in the Group's most recent annual consolidated financial statements for the year ended December 31, 2024, as restated in these condensed consolidated interim financial statements.

## ***2.3 Estimates and Judgments***

In preparing the condensed consolidated interim financial information, management makes judgments, estimates and assumptions that affect the recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management, and will seldom equal the estimated results.

The key judgments, estimates and assumptions applied in the condensed consolidated interim financial information, including the key sources of estimation uncertainty, were the same as those applied in the Group's last annual consolidated financial statements for the year ended December 31, 2024.

### 3. SEGMENT INFORMATION

The Group's operating segments are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group's real estate segment covers the development and sale of residential and office units to individual and corporate buyers. The rental segment includes leasing of office and commercial spaces to corporate organizations. The management services segment focuses on the management of real estate projects and upkeep services to condominium corporations and housing associations. The hotel operations segment relates to the management of hotel business operations that caters hotel guest.

The table below presents revenue and profit information, and certain assets and liabilities information regarding segments as at and for the six months ended June 30, 2025.

<i>(Amounts in PHP)</i>	<u>Real Estate</u>	<u>Hotel Operations</u>	<u>Rental</u>	<u>Management Services</u>	<u>Elimination</u>	<u>Consolidated</u>
<b>REVENUES AND OTHER OPERATING INCOME</b>						
Sale to external customers	10,143,794,437	200,095,777	1,282,345,537	40,618,777	-	11,666,854,528
Intersegment sales	32,403,594	126,339	10,724,517	114,048,426	(157,302,876)	-
Total revenues	<u>10,176,198,031</u>	<u>200,222,116</u>	<u>1,293,070,054</u>	<u>154,667,203</u>	<u>(157,302,876)</u>	<u>11,666,854,528</u>
<b>COSTS AND EXPENSES</b>						
Costs of sales and services	4,907,886,178	137,468,355	41,772,759	32,525,146	(14,952,638)	5,104,699,800
Operating expenses	1,934,312,315	101,372,438	9,542,330	3,171,258	(114,035,329)	1,934,363,012
Total costs and expenses	<u>6,842,198,493</u>	<u>238,840,793</u>	<u>51,315,089</u>	<u>35,696,404</u>	<u>(128,987,967)</u>	<u>7,039,062,812</u>
<b>SEGMENT RESULTS</b>	<u><b>3,333,999,538</b></u>	<u><b>(38,618,677)</b></u>	<u><b>1,241,754,965</b></u>	<u><b>118,970,799</b></u>	<u><b>(28,314,909)</b></u>	<u><b>4,627,791,716</b></u>
Finance costs						(1,286,910,655)
Share in net loss of associates						(175,686)
Finance income						38,614,668
Other gains						5,372,947
Tax expense						(893,492,961)
<b>NET PROFIT</b>						<u><b>2,491,200,029</b></u>
<b>ASSETS AND LIABILITIES</b>						
Segment assets	<u>114,114,199,940</u>	<u>3,879,842,582</u>	<u>21,574,140,985</u>	<u>178,333,996</u>	<u>(15,529,710,580)</u>	<u>124,216,806,923</u>
Segment liabilities <sup>1</sup>	<u>85,766,725,655</u>	<u>3,500,575,517</u>	<u>105,903,951</u>	<u>132,872,784</u>	<u>(2,876,862,542)</u>	<u>86,629,215,365</u>
Non-current asset held for sale	<u>237,832,347</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>237,832,347</u>

The table below presents revenue and profit information regarding industry segments for the six months ended June 30, 2024, and certain assets and liabilities information regarding segments as at December 31, 2024. Please see Note 2.1 for the restated amounts.

<i>(Amounts in PHP)</i>	<u>Real Estate</u>	<u>Hotel Operations</u>	<u>Rental</u>	<u>Management Services</u>	<u>Elimination</u>	<u>Consolidated</u>
<b>REVENUES AND OTHER OPERATING INCOME</b>						
Sale to external customers	11,258,605,684	86,238,338	97,146,244	30,826,543	-	11,472,816,809
Intersegment sales	-	-	6,598,532	91,031,707	(97,630,239)	-
Total revenues	<u>11,258,605,684</u>	<u>86,238,338</u>	<u>103,744,776</u>	<u>121,858,250</u>	<u>(97,630,239)</u>	<u>11,472,816,809</u>
<b>COSTS AND EXPENSES</b>						
Costs of sales and services	5,740,096,980	41,930,103	43,463,928	19,891,585	-	5,845,382,596
Operating expenses	1,594,473,753	118,789,627	5,972,739	7,957,059	(109,733,077)	1,617,460,101
Total costs and expenses	<u>7,334,570,733</u>	<u>160,719,730</u>	<u>49,436,667</u>	<u>27,848,644</u>	<u>(109,733,077)</u>	<u>7,462,842,697</u>
<b>SEGMENT RESULTS</b>	<u>3,924,034,951</u>	<u>(74,481,392)</u>	<u>54,308,109</u>	<u>94,009,606</u>	<u>12,102,838</u>	<u>4,009,974,112</u>
Finance costs						(1,040,346,088)
Share in net loss of associates						(8,192,073)
Finance income						9,027,005
Other gains						(2,242,015)
Tax expense						(752,976,465)
<b>NET PROFIT</b>						<u>2,215,244,476</u>
<b>ASSETS AND LIABILITIES</b>						
Segment assets	<u>86,840,336,122</u>	<u>2,798,428,542</u>	<u>18,976,336,604</u>	<u>149,591,227</u>	<u>-</u>	<u>108,764,692,495</u>
Segment liabilities <sup>1</sup>	<u>70,376,748,207</u>	<u>2,363,856,285</u>	<u>82,779,598</u>	<u>120,034,121</u>	<u>-</u>	<u>72,943,418,211</u>
Non-current asset held for sale	<u>237,832,347</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>237,832,347</u>

<sup>1</sup> Segment Liabilities- excludes deferred tax liabilities

The segments are further analyzed based on their geographical location as shown in Note 18.1. Most of the rental and management services segments are located in Cebu City with contributions from some other parts of Visayas and Mindanao.

In 2025 and 2024, the Group recognized P1,161,590,607 gain from sale of investment property under Rental segment (see Note 12), and P2,044,110,637 revenues from land sales under Real Estate segment (see Note 24.4), respectively. Each transaction involved a single customer contributing 10% or more of total revenues and other operating income for the respective periods.

#### 4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components:

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Cash on hand	7,489,206	5,803,968
Cash in banks	3,197,167,382	1,351,646,121
Short-term placements	1,057,563,576	225,788,906
	<b>4,262,220,164</b>	<b>1,583,238,995</b>

Cash in banks (savings and demand deposits) generally earn interest at rates based on daily bank deposit rates. Short-term placements are made for varying periods and earn effective interest per annum as shown below.

	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Term	<b>5 to 35 days</b>	14 to 60 days
Effective interest rate	<b>1.8% to 5.6%</b>	1.5% to 5.6%

Interest income earned from cash and cash equivalents amounted to P33,658,572 and P6,661,298 in 2025 and 2024, respectively, and are presented as part of Finance Income in the condensed consolidated interim statements of profit or loss.

## 5. RECEIVABLES

This account includes the following:

<i>(Amounts in PHP)</i>	<u>Notes</u>	<u>June 30, 2025 (Unaudited)</u>	<u>December 31, 2024 (Audited)</u>
Contract receivables:			
Third parties		3,699,031,228	2,547,380,421
Related parties	24.2, 24.3, 24.4	843,123,446	1,083,735,784
Receivable from contractors and suppliers		318,059,590	249,943,611
Retention receivable		254,320,895	228,839,768
Management fee receivable		178,522,460	151,382,428
Rent receivable		113,269,734	90,307,660
Advances to officers and employees		57,453,212	50,171,519
Receivable from hotel operations		48,992,181	31,563,871
Receivable from insurance		48,085,621	9,473,355
Other receivables		<u>183,663,246</u>	<u>169,390,622</u>
		5,744,521,613	4,612,189,039
Allowance for impairment		<u>(3,142,863)</u>	<u>(2,436,656)</u>
		<u><u>5,741,378,750</u></u>	<u><u>4,609,752,383</u></u>

Receivables are presented in the condensed consolidated interim statements of financial position as shown below:

<i>(Amounts in PHP)</i>	<u>June 30, 2025 (Unaudited)</u>	<u>December 31, 2024 (Audited)</u>
Current	3,425,525,214	4,481,590,912
Non-current	<u>2,315,853,536</u>	<u>128,161,471</u>
	<u><u>5,741,378,750</u></u>	<u><u>4,609,752,383</u></u>

## 6. REAL ESTATE INVENTORIES

This account includes the following inventories, which are all at cost.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Condominium units	<b>664,675,804</b>	705,579,267
Subdivision units	<b>33,185,274</b>	33,349,096
	<b><u>697,861,078</u></b>	<u>738,928,363</u>
Construction-in-progress (CIP):		
Land development costs	<b>6,097,619,746</b>	6,621,084,590
Condominium building costs	<b>3,899,668,671</b>	3,141,894,900
Housing costs	<b>1,959,780,946</b>	1,723,334,448
	<b><u>11,957,069,363</u></b>	<u>11,486,313,938</u>
Raw land inventory	<b><u>4,624,040,207</u></b>	<u>854,851,112</u>
	<b><u>17,278,970,648</u></b>	<u>13,080,093,413</u>

An analysis of the cost of real estate inventory included in cost of sales is presented in Note 19.

Land development costs pertain to the cost of land acquisition, and site development costs of horizontal projects and other future site projects of the Group.

Condominium building costs consist of the cost of land and the cost to construct the units of the vertical projects of the Group. Housing costs pertain to the cost of house construction for the horizontal projects of the Group.

Raw land inventory consists of parcels of land owned by the Group in various locations. These are expected to be developed into saleable condominium or subdivision units.

In 2024, the Group reclassified certain investment properties to real estate inventories (see Note 12). There was no similar transaction in 2025.

As at June 30, 2025 and December 31, 2024, real estate inventories totaling to P9,941,660,361 and P8,603,226,955, are used as collateral for certain interest-bearing loans and borrowings of the Parent Company (see Note 14.1).

## 7. DEPOSITS ON LAND FOR FUTURE DEVELOPMENT

These deposits pertain to advance payments for the acquisitions of parcels of land intended for future development into saleable real estate projects. In 2025, the Group acquired parcels of land with a total contract price of P774,988,638. As of June 30, 2025, cumulative payments made amounted to P500,008,638. The transfer of title to the Group is still pending as of reporting date. The deposits on land for future development is presented as current assets in the June 30, 2025 condensed consolidated interim statement of financial position, as these are related to parcels of land to be classified as real estate inventories.

## 8. PREPAYMENTS AND OTHER CURRENT ASSETS

This account includes the following:

<i>(Amounts in PHP)</i>	Notes	June 30, 2025 <b>(Unaudited)</b>	December 31, 2024 <b>(Audited)</b>
Advances to subcontractors		2,777,806,222	2,584,276,483
Deferred commissions	18.3	1,837,752,605	1,457,932,918
Input VAT and deferred input VAT		1,687,361,420	1,603,401,411
Prepaid taxes		836,008,324	680,803,508
Advances to suppliers		692,822,410	581,094,314
Restricted escrow fund	17	457,990,579	-
Short-term investments		323,744,736	344,058,432
Prepaid expenses		113,385,466	94,807,103
Others		22,906,108	15,037,722
		<b>8,749,777,870</b>	<b>7,361,411,891</b>

Advances to subcontractors include advance payments for materials, labor and overhead related to on-going construction of subdivision and condominium units for sale. These are applied against the progress billings of subcontractors and are classified as current assets as it is related to projects for sale.

In 2025, CLVI received cash under an escrow account. This is in connection with NTIUDA's subscription of redeemable preferred shares (see Note 17). Under the terms of the agreement, the escrow fund is disbursed solely for purposes mutually agreed upon by both parties, and only upon joint written instructions. The escrow fund consists entirely of cash held in savings accounts with a reputable bank. As of June 30, 2025, the fund is expected to be utilized within the next 12 months.

Short-term investments pertain to escrow funds held in compliance with the regulatory requirements for issuance of license to sell, and are restricted for use in the Group's operations. The escrow funds are significantly comprised of investments in treasury bills with maturity dates of up to 12 months.

Prepaid expenses include advance payment for insurance and rent.

**9. INVESTMENTS IN ASSOCIATES AND A JOINT VENTURE/  
NON-CURRENT ASSET HELD FOR SALE (NCAHFS)**

**9.1 Breakdown of Carrying Amounts**

An analysis of the carrying amount of the Parent Company's investments in associates and a joint venture as at June 30, 2025 and December 31, 2024 is shown in below.

<i>(Amounts in PHP)</i>	<u>IGCC</u>	<u>Associates Magspeak</u>	<u>ICOM</u>	<u>Joint Venture CLI NUD</u>	<u>Total</u>
June 30, 2025 (Unaudited)					
Cost					
Balance at beginning and end of the period	8,500,000	30,735,096	140,300,934	635,274,769	814,810,799
Accumulated equity in net losses					
Balance at beginning of period	(1,231,930)	(4,517,832)	(21,280,229)	(2,895,787)	(29,925,778)
Share in net profit (loss) during the period	125,917	(323,583)	-	21,980	(175,686)
Balance at end of the period	(1,106,013)	(4,841,415)	(21,280,229)	(2,873,807)	(30,101,464)
Carrying amount	<b>7,393,987</b>	<b>25,893,681</b>	<b>119,020,705</b>	<b>632,400,962</b>	<b>784,709,335</b>
December 31, 2024 (Audited)					
Cost					
Balance at beginning of year	8,500,000	30,735,096	130,300,934	-	169,536,030
Additional investments	-	-	10,000,000	873,107,116	883,107,116
Reclassification to NCAHFS	-	-	-	(237,832,347)	(237,832,347)
Balance at end of the year	8,500,000	30,735,096	140,300,934	635,274,769	814,810,799
Accumulated equity in net losses					
Balance at beginning of year	-	(3,820,692)	(23,225,906)	-	(27,046,598)
Share in net profit (loss) during the year	(1,231,930)	(697,140)	1,945,677	(2,895,787)	(2,879,180)
Balance at end of the year	(1,231,930)	(4,517,832)	(21,280,229)	(2,895,787)	(29,925,778)
Carrying amount	<b>7,268,070</b>	<b>26,217,264</b>	<b>119,020,705</b>	<b>632,378,982</b>	<b>784,885,021</b>

Shares in net loss of associates and a joint venture totaling P175,686 and P8,192,073 were recognized in 2025 and 2024, respectively, in the condensed consolidated interim statements of profit or loss. There were no dividends received from the Group's associates and joint venture in 2025 and 2024.

**9.2 Non-current Asset Held for Sale**

On November 21, 2024, the BOD approved the Parent Company's intent to sell its 30% shares in CLI NUD to ABS to share the risks and significant capital commitment involved in the joint venture, as permitted under the joint arrangement. The sale of shares is expected to be completed in 2025 at the original subscription price.

Following this decision, management assessed that the 30% interest in CLI NUD will be recovered through a sale transaction rather than continuing use. Accordingly, the carrying amount of P237,832,347 was reclassified as Non-current Asset Held for Sale in the condensed consolidated interim statement of financial position, in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*. The carrying amount of the investment is presented in the condensed consolidated interim statements of financial position and was presented under the Real Estate segment in Note 3. No gain or loss was recognized in relation to this transaction for the six months ended June 30, 2025.

## 10. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of the reporting periods are shown below.

<i>(Amounts in PHP)</i>	<u>Land</u>	<u>Building and Parking Units</u>	<u>Office Equipment</u>	<u>Transportation Equipment</u>	<u>Furniture and Fixtures</u>	<u>Leasehold Improvements</u>	<u>Construction in Progress</u>	<u>Total</u>
June 30, 2025 (Unaudited)								
Cost	359,058,133	1,014,787,984	152,201,320	79,424,304	51,834,430	16,803,275	8,978,412,227	10,652,521,673
Accumulated depreciation and amortization	-	(188,023,708)	(96,932,119)	(52,869,217)	(41,547,968)	(14,519,480)	-	(393,892,492)
Net carrying amount	<b>359,058,133</b>	<b>826,764,276</b>	<b>55,269,201</b>	<b>26,555,087</b>	<b>10,286,462</b>	<b>2,283,795</b>	<b>8,978,412,227</b>	<b>10,258,629,181</b>
December 31, 2024 (As Restated - see Note 2)								
Cost	359,058,133	871,995,374	139,391,197	72,666,172	50,423,434	16,842,695	8,297,124,208	9,807,501,213
Accumulated depreciation and amortization	-	(166,872,520)	(87,424,493)	(50,595,646)	(38,794,942)	(13,537,852)	-	(357,225,453)
Net carrying amount	<b>359,058,133</b>	<b>705,122,854</b>	<b>51,966,704</b>	<b>22,070,526</b>	<b>11,628,492</b>	<b>3,304,843</b>	<b>8,297,124,208</b>	<b>9,450,275,760</b>

A reconciliation of the carrying amounts of property and equipment at the beginning and end of the reporting periods is as follows:

<i>(Amounts in PPHP)</i>	<u>Land</u>	<u>Building and Parking Units</u>	<u>Office Equipment</u>	<u>Transportation Equipment</u>	<u>Furniture and Fixtures</u>	<u>Leasehold Improvements</u>	<u>Construction in Progress</u>	<u>Total</u>
Balance at January 1, 2025, net of accumulated depreciation and amortization	359,058,133	705,122,854	51,966,704	22,070,526	11,628,492	3,304,843	8,297,124,208	9,450,275,760
Additions	-	139,535,683	13,087,426	6,758,132	1,371,576	-	681,288,019	842,040,836
Reclassifications	-	17,391,363	-	-	39,420	(39,420)	-	17,391,363
Disposals	-	-	(10,045)	-	-	-	-	(10,045)
Depreciation and amortization for the period	-	(35,285,624)	(9,774,884)	(2,273,571)	(2,753,026)	(981,628)	-	(51,068,733)
Balance at June 30, 2025, net of accumulated depreciation and amortization	<b>359,058,133</b>	<b>826,764,276</b>	<b>55,269,201</b>	<b>26,555,087</b>	<b>10,286,462</b>	<b>2,283,795</b>	<b>8,978,412,227</b>	<b>10,258,629,181</b>
Balance at January 1, 2024, net of accumulated depreciation and amortization	359,058,133	370,574,327	55,383,602	13,060,778	17,347,612	5,996,885	6,420,474,335	7,241,895,672
Additions	-	324,884,744	13,907,311	16,872,820	784,664	-	1,910,794,440	2,267,243,979
Reclassifications	-	36,680,110	807,220	334	(829,996)	-	(34,144,567)	2,513,101
Disposals	-	-	(26,008)	(1,345,690)	-	-	-	(1,371,698)
Depreciation and amortization for the year	-	(27,016,327)	(18,105,421)	(6,517,716)	(5,673,788)	(2,692,042)	-	(60,005,294)
Balance at December 31, 2024, net of accumulated depreciation and amortization (As Restated - see Note 2)	<b>359,058,133</b>	<b>705,122,854</b>	<b>51,966,704</b>	<b>22,070,526</b>	<b>11,628,492</b>	<b>3,304,843</b>	<b>8,297,124,208</b>	<b>9,450,275,760</b>

Construction in progress pertains to costs incurred by the Group, including applicable borrowing costs, in relation to its ongoing development of its hotels and resorts which are expected to be completed on dates ranging from 2025 to 2027. These assets are not depreciated until such time they are completed and available for use.

Depreciation and amortization expense on property and equipment is presented as part of Operating Expenses in the condensed consolidated interim statements of profit or loss (see Note 20).

The Group reclassified a certain property from investment property to Building with carrying amount of P17,391,363 and P312,500 in 2025 and 2024, respectively, and real estate inventory to Building amounting to P2,200,601 in 2024. These properties are being used as parking units and staff houses for the Group's employees.

Borrowing costs that are capitalized as part of property and equipment amounted to P406,512,279 for the six months ended June 30, 2025, and P814,000,895 for the year ended December 31, 2024, which represents the allocated costs incurred on loans, corporate notes, and bonds obtained to fund the construction projects (see Notes 14 and 15).

Certain land, building, office equipment, furniture and fixtures and construction in progress with an aggregate carrying amount of P9,012,009,389 and P8,192,601,799 as at June 30, 2025 and December 31, 2024, respectively, are used as collateral for certain interest-bearing loans of the Group (see Note 14.1).

As at June 30, 2025 and December 31, 2024, the cost of the Group's fully-depreciated property and equipment that are still used in operations amounted to P147,171,813 and P128,005,577, respectively.

## 11. LEASES

### 11.1 Right-of-use Assets

The carrying amounts of the Group's right-of-use assets as at June 30, 2025 and December 31, 2024 and the movements during the period are shown as follows:

<i>(Amounts in PHP)</i>	<u>Land</u>	<u>Office Space</u>	<u>Total</u>
June 30, 2025 (Unaudited)			
Cost	<u>1,268,208,672</u>	<u>15,877,921</u>	<u>1,284,086,593</u>
Accumulated amortization			
Balance at beginning of period	174,997,465	14,585,971	189,583,436
Amortization for the period	<u>18,208,171</u>	<u>861,300</u>	<u>19,069,471</u>
Balance at end of period	<u>193,205,636</u>	<u>15,447,271</u>	<u>208,652,907</u>
Carrying amount at end of period	<b><u>1,075,003,036</u></b>	<b><u>430,650</u></b>	<b><u>1,075,433,686</u></b>
December 31, 2024 (Audited)			
Cost			
Balance at beginning of year	1,263,032,633	15,877,921	1,278,910,554
Additions	<u>5,176,039</u>	<u>-</u>	<u>5,176,039</u>
Balance at end of year	<u>1,268,208,672</u>	<u>15,877,921</u>	<u>1,284,086,593</u>
Accumulated amortization			
Balance at beginning of year	137,528,364	11,776,783	149,305,147
Amortization for the year	<u>37,469,101</u>	<u>2,809,188</u>	<u>40,278,289</u>
Balance at end of year	<u>174,997,465</u>	<u>14,585,971</u>	<u>189,583,436</u>
Carrying amount at end of year	<u>1,093,211,207</u>	<u>1,291,950</u>	<u>1,094,503,157</u>

### 11.2 Lease Liabilities

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

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Current	<b>58,320,585</b>	57,922,896
Non-current	<b><u>1,227,575,015</u></b>	<u>1,233,425,726</u>
	<b><u>1,285,895,600</u></b>	<u>1,291,328,622</u>

The carrying amounts of the Group's lease liabilities as at June 30, 2025 and December 31, 2024 and the movements during the period are shown as follows:

<i>(Amounts in PHP)</i>	Note	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of the period		<b>1,291,348,622</b>	1,262,856,055
Repayments		<b>(47,378,420)</b>	(53,505,133)
Interest amortization	22	<b>41,925,398</b>	81,977,700
Balance at end of the period		<b>1,285,895,600</b>	1,291,348,622

### ***11.3 Lease Payments Not Recognized as Liabilities***

The Group has elected not to recognize a lease liability for short-term leases or for leases of low-value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognized as lease liabilities and are expensed as incurred. The expense relating to short-term leases and low-value assets has an aggregate amount of P16,969,594 and P19,820,048 for the six months ended June 30, 2025 and 2024, respectively, and is presented as Rent under Operating Expenses in the condensed consolidated interim statements of profit or loss (see Note 20).

### ***11.4 Additional Profit or Loss and Cash Flow Information***

The total cash outflow in respect of leases amounted to P47,378,420 and P50,018,641 for the six months ended June 30, 2025 and 2024, respectively. In 2025 and 2024, finance costs amounting to P41,925,398 and P35,702,323, respectively, were recognized in the condensed consolidated interim statements of profit or loss (see Note 22).

## **12. INVESTMENT PROPERTIES**

The Group's investment properties include parcels of land held for development of properties, condominium units and retail building for lease. The gross carrying amounts and accumulated depreciation of investment properties at the beginning and end of the reporting periods are shown below.

<i>(Amounts in PHP)</i>	<u>Retail Building</u>	<u>Condominium Units</u>	<u>Parking Units</u>	<u>Land</u>	<u>Constructions in Progress</u>	<u>Total</u>
June 30, 2025 (Unaudited)						
Costs	1,345,910,148	1,264,884,422	119,341,334	2,558,442,658	16,640,433,659	21,929,012,221
Accumulated depreciation	<u>(200,720,543)</u>	<u>(202,088,982)</u>	<u>(25,028,034)</u>	-	-	<u>(427,837,559)</u>
Carrying amount	<b>1,145,189,605</b>	<b>1,062,795,440</b>	<b>94,313,300</b>	<b>2,558,442,658</b>	<b>16,640,433,659</b>	<b>21,501,174,662</b>
December 31, 2024 (As Restated - see Note 2)						
Costs	979,811,978	1,268,655,517	119,341,334	2,848,655,534	14,334,966,777	19,551,431,140
Accumulated depreciation	<u>(184,792,801)</u>	<u>(183,362,002)</u>	<u>(23,202,616)</u>	-	-	<u>(391,357,419)</u>
Carrying amount	<b>795,019,177</b>	<b>1,085,293,515</b>	<b>96,138,718</b>	<b>2,848,655,534</b>	<b>14,334,966,777</b>	<b>19,160,073,721</b>

A reconciliation of the carrying amounts of investment properties at the beginning and end of the reporting periods is shown below:

<i>(Amounts in PHP)</i>	<b>Retail Building</b>	<b>Condominium Units</b>	<b>Parking Units</b>	<b>Land</b>	<b>Constructions in Progress</b>	<b>Total</b>
Balance at January 1, 2025, net of accumulated depreciation	795,019,177	1,085,293,515	96,138,718	2,848,655,534	14,334,966,777	19,160,073,721
Additions	-	2,550,000	-	15,000,000	2,772,270,794	2,789,820,794
Disposals	-	(6,321,095)	-	(305,212,876)	(83,314,379)	(394,848,350)
Reclassifications	366,098,170	-	-	-	(383,489,533)	(17,391,363)
Depreciation during the period	<u>(15,927,742)</u>	<u>(18,726,980)</u>	<u>(1,825,418)</u>	<u>-</u>	<u>-</u>	<u>(36,480,140)</u>
Balance at June 30, 2025, net of accumulated depreciation	<b><u>1,145,189,605</u></b>	<b><u>1,062,795,440</u></b>	<b><u>94,313,300</u></b>	<b><u>2,558,442,658</u></b>	<b><u>16,640,433,659</u></b>	<b><u>21,501,174,662</u></b>
Balance at January 1, 2024, net of accumulated depreciation	822,600,328	1,138,048,038	101,790,301	2,682,185,384	13,589,390,602	18,334,014,653
Additions	-	-	-	166,470,150	1,292,445,081	1,458,915,231
Reclassifications	-	(6,525,624)	(1,948,652)	-	(75,967,980)	(84,442,256)
Disposals	-	(9,648,748)	-	-	(470,900,926)	(480,549,674)
Depreciation during the year	<u>(27,581,151)</u>	<u>(36,580,151)</u>	<u>(3,702,931)</u>	<u>-</u>	<u>-</u>	<u>(67,864,233)</u>
Balance at December 31, 2024, net of accumulated depreciation (As Restated - see Note 2)	<u>795,019,177</u>	<u>1,085,293,515</u>	<u>96,138,718</u>	<u>2,848,655,534</u>	<u>14,334,966,777</u>	<u>19,160,073,721</u>

In 2025, YHEST sold a parcel of land located in Davao to a third-party buyer for a total consideration of P1,535,800,000. The property had a carrying amount of P388,527,254, resulting in a gain of P1,147,272,745, which is presented as part of Gain on sale of investment properties under Other Operating Income in the condensed consolidated interim statement of profit or loss (see Note 21.1). The consideration was fully collected as of June 30, 2025.

In 2025, BL Ventures sold a certain unit in Latitude Corporate Center to a third-party buyer for a consideration of P20,638,957. The property had a carrying amount of P6,321,095, resulting in a gain of P14,317,862, which is presented as part of Gain on sale of investment properties under Other Operating Income in the condensed consolidated interim statement of profit or loss (see Note 21.1). As of June 30, 2025, total collections amounted to P590,536, resulting in an outstanding receivable balance of P20,048,421.

In 2025, the Group reclassified certain investment properties with aggregate carrying amount of P17,391,363 to property and equipment. These reclassifications reflect a change in use, specifically for parking units and staff houses designated for the Group's employees (see Notes 6 and 10). The Group determined that these assets were no longer intended to be leased. Instead, they are now designated for use in operations, as evidenced by their integration into the Group's business plans and operational activities.

Borrowing costs capitalized as part of investment property amounted to P504,346,806 for the six months ended June 30, 2025, and P764,496,562 for the year ended December 31, 2024, which represents the specific borrowing costs incurred on loans, corporate notes, and bonds obtained to fund the construction projects (see Notes 14 and 15).

Income and expenses from investment properties for the six months ended June 30, 2025 and 2024 are presented below.

<i>(Amounts in PHP)</i>	<u>Notes</u>	<b>June 30, 2025 (Unaudited)</b>	June 30, 2024 (Unaudited)
Rental income	18.1		
Retail building		<b>80,472,536</b>	60,182,083
Condominium units		<b>21,038,362</b>	6,677,173
Parking units		<b>2,861,248</b>	1,854,489
Others		<b>4,116,261</b>	2,205,264
		<b><u>108,488,407</u></b>	<u>70,919,009</u>
Cost on rental services	19		
Depreciation		<b><u>41,772,759</u></b>	<u>43,463,928</u>

Investment properties with a total carrying amount of P11,519,171,458 and P8,953,443,666 as at June 30, 2025 and December 31, 2024, respectively, are used as collateral for certain interest-bearing loans and borrowings of the Parent Company (see Note 14.1).

### 13. OTHER NON-CURRENT ASSETS

This account includes the following:

<i>(Amounts in PHP)</i>	<u>Note</u>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Deferred commissions	18.3	<b>1,117,261,123</b>	1,443,535,690
Advances to subcontractors		<b>315,215,331</b>	521,781,528
Refundable deposits		<b>175,011,011</b>	162,843,330
Computer software - net		<b>17,966,869</b>	21,390,595
Investment in equity securities		<b>9,375,002</b>	9,375,002
Others		<b>979,001</b>	979,001
		<b><u>1,635,808,337</u></b>	<u>2,159,905,146</u>

#### 14. INTEREST-BEARING LOANS AND BORROWINGS

The outstanding balance of interest-bearing loans and corporate notes are presented in the condensed consolidated interim statements of financial position as shown below:

<i>(Amounts in PHP)</i>	Note	June 30, 2025 <b>(Unaudited)</b>	December 31, 2024 <b>(Audited)</b>
Current:			
Bank loans	14.1	9,290,974,485	7,577,912,966
Corporate notes	14.2	<u>2,199,404,762</u>	<u>2,537,500,000</u>
		<b><u>11,490,379,247</u></b>	<b><u>10,115,412,966</u></b>
Non-current:			
Bank loans	14.1	27,849,313,230	27,299,331,139
Corporate notes	14.2	<u>6,841,858,252</u>	<u>7,237,335,826</u>
		<b><u>34,691,171,482</u></b>	<b><u>34,536,666,965</u></b>
		<b><u>46,181,550,729</u></b>	<b><u>44,652,079,931</u></b>

##### 14.1 Bank Loans

An analysis of the movements in the balance of interest-bearing loans is presented below.

<i>(Amounts in PHP)</i>	June 30, 2025 <b>(Unaudited)</b>	December 31, 2024 <b>(Audited)</b>
Balance at beginning of the period	34,877,244,105	30,947,135,232
Proceeds and drawdowns - net	13,759,049,515	17,475,143,091
Repayments	<b>(11,534,587,466)</b>	<b>(13,652,751,069)</b>
Amortization of debt issue costs	<u>38,581,561</u>	<u>107,716,851</u>
Balance at end of the period	<b><u>37,140,287,715</u></b>	<b><u>34,877,244,105</u></b>

A reconciliation of the unamortized debt issue cost at the beginning and end of 2025 and 2024 is shown below.

<i>(Amounts in PHP)</i>	June 30, 2025 <b>(Unaudited)</b>	December 31, 2024 <b>(Audited)</b>
Balance at beginning of the period	150,494,325	163,081,681
Debt issue costs from new loans	12,158,339	95,129,495
Amortization of debt issue cost	<b>(38,581,561)</b>	<b>(107,716,851)</b>
Balance at end of the period	<b><u>124,071,103</u></b>	<b><u>150,494,325</u></b>

The Group obtained new bank loans amounting to P13,759,049,515 for the six months ended June 30, 2025, and P17,475,143,091 for the year ended December 31, 2024, net of debt issue costs. These borrowings bear interest ranging from 5% to 9.50% and 5.25% to 9.25%, respectively, and have maturity dates ranging from 2024 to 2034.

The total interest incurred, including amortization of debt issuance cost, amounted to P1,592,898,735 and P1,681,063,305 for the six months ended June 30, 2025 and 2024, respectively. Of these amounts, P592,618,077 and P724,620,144, respectively, were capitalized as part of construction costs of investment property and property and equipment (see Notes 10 and 12). The remaining amount was recognized as part of Finance Costs in the condensed consolidated interim statements of profit or loss (see Note 22). The capitalization rate applied ranged from 5.00% to 9.50% in both periods.

In accordance with loan covenants, the Group is required to maintain the specifically defined consolidated financial ratios with respect to (a) maximum debt to equity ratio of 1.5:1; (b) minimum current ratio of 1:1; (c) minimum interest coverage ratio of 3:1; and (d) minimum debt service coverage ratio of 3:1. These ratios are assessed on an annual basis using the audited consolidated financial statements. As of December 31, 2024, the Group is compliant with the requirements. The Group continues to monitor its financial position closely and remains committed to fulfilling its obligations.

## 14.2 Corporate Notes

The Parent Company entered into a Notes Facility Agreement with various financial institutions for the issuance of long-term corporate notes totaling P13,000,000,000 and two short-dated notes amounting to P2,000,000,000 and P3,000,000,000.

An analysis of the movements in the balance of corporate notes is presented below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of period	<b>9,774,835,826</b>	11,241,710,504
Repayments	<b>(745,833,333)</b>	(1,491,666,667)
Amortization of debt issue cost	<b>12,260,521</b>	24,791,989
Balance at end of the period	<b><u>9,041,263,014</u></b>	<u>9,774,835,826</u>

The total interest incurred on corporate notes, including amortization of debt issuance cost, amounted to P287,607,048 and P314,215,488 for the six months ended June 30, 2025 and 2024, respectively. Of these amounts, P181,123,567 and P314,215,488, respectively, was capitalized as part of investment properties and property and equipment in 2025 and 2024, respectively (see Notes 10 and 12). The remaining amount was recognized as part of Finance Costs in the condensed consolidated interim statements of profit or loss (see Note 22). The capitalization rate ranged from 3.46% to 7.25% in both periods.

The amortization of debt issue costs from corporate notes amounting to P12,260,520 and P24,791,989 was capitalized as part of property and equipment and investment properties in 2025 and 2024, respectively.

Certain bank loans and corporate notes are collateralized by the specific projects and developments, including property and equipment. The aggregate carrying amount of these collateralized assets was P30,472,841,208 and P25,749,272,420 as at June 30, 2025 and December 31, 2024, respectively, are included in the Real Estate Inventories, Property and Equipment and Investment Properties accounts in the condensed consolidated interim statements of financial position (see Notes 6, 10 and 12).

The Group is required to maintain the financial ratios with respect to (a) maximum debt to equity ratio of 2.5:1; (b) minimum current ratio of 1:1; and (c) minimum interest coverage ratio of 3:1. As at June 30, 2025 and December 31, 2024, the Group is compliant with the requirements.

## 15. BONDS PAYABLE

On September 23, 2022, the Parent Company registered a P15,000,000,000 fixed-rate bond program with the SEC, to be issued in one or more tranches over a three-year period.

The first tranche, amounting to P5,000,000,000, was issued on October 7, 2022 and listed with the Philippine Dealing & Exchange Corp. (PDEX). The bonds have been rated “PRS Aa plus” with a stable outlook by PhilRatings and are comprised of the following tenors:

- Series A – maturity of 3.5 years and a coupon rate of 6.4222%;
- Series B – maturity of 5.5 years and a coupon rate of 6.9884%; and,
- Series C – maturity of 7 years and a coupon rate of 7.3649%.

On March 21, 2025, the Parent Company issued the second tranche of P5,000,000,000 in Sustainability-Linked Bonds (SLB), also listed on PDEX, and rated “PRS Aa plus” with a stable outlook. These are comprised of the following tenors:

- Series D – maturity of 3 years and a coupon rate of 6.6348%; and,
- Series E – maturity of 5 years and a coupon rate of 6.9157%.

Each SLB series carries a step-up feature: the applicable interest rate increases by 0.075% for each occurrence of a Trigger Event, which arises when a Sustainability Performance Target (SPT) is not met on the relevant observation date. The SPTs are as follows:

- Short-term SPT: Build 8,500 new Affordable Housing units by February 2027
- Medium-term SPT: Build 16,000 new Affordable Housing units by February 2029

The outstanding balance of bonds payable is presented in the condensed consolidated interim statements of financial position as shown below:

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Current	<b>2,757,378,221</b>	-
Non-current	<b>7,153,588,921</b>	4,964,768,926
	<b>9,910,967,142</b>	4,964,768,926

An analysis of the movement in the balance of bonds payable, as part of condensed consolidated interim statements of financial position, is presented below:

<i>(Amounts in PHP)</i>	Note	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of period		4,964,768,927	4,947,822,521
Net proceeds from issuance of bonds		4,932,678,949	-
Amortization of debt issue cost	22	<u>13,519,266</u>	<u>16,946,405</u>
Balance at end of the period		<u><b>9,910,967,142</b></u>	<u>4,964,768,926</u>

A reconciliation of the unamortized bond issue cost at the beginning and end of 2025 and 2024 is shown below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of the period	35,231,074	52,177,479
Debt issue costs from new bonds	67,321,050	-
Amortization of debt issue cost	<u>(13,519,266)</u>	<u>(16,946,405)</u>
Balance at end of the period	<u><b>89,032,858</b></u>	<u>35,231,074</u>

The total interest incurred on these bonds, including amortization of bond issuance cost, amounted to P274,128,970 and P95,179,503 for the six months ended June 30, 2025 and 2024. Of these amounts, P137,117,441 and P77,314,356, respectively, were capitalized as part of property and equipment and investment properties in 2025 and 2024, respectively (see Notes 10 and 12). The remaining interest was recognized as part of Finance Costs in the condensed consolidated interim statements of profit or loss (see Note 22). The capitalization rate applied ranged from 6.42% to 7.36% in 2025 and 2024.

The Group is required to maintain the financial ratios with respect to: (a) maximum debt to equity ratio of 2.5:1; (b) minimum current ratio of 1:1; and, (c) minimum interest coverage ratio of 3:1. As at December 31, 2024 and June 30, 2025, the Group is compliant with the requirements.

## 16. TRADE AND OTHER PAYABLES

The current and non-current portion of trade and other payables is composed of the following:

<i>(Amounts in PHP)</i>	<u>Note</u>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Current:			
Unbilled construction costs		<b>13,441,553,027</b>	10,217,417,458
Trade payables		<b>6,133,019,416</b>	4,528,283,824
Sales commissions payable		<b>4,262,058,861</b>	4,074,237,298
Retention payable		<b>1,233,995,099</b>	1,012,505,883
Accrued expenses		<b>347,969,210</b>	338,604,909
Output VAT		<b>252,446,692</b>	49,127,314
Dividends payable	25.2	<b>169,703,350</b>	339,406,706
Government-related obligations		<b>84,628,981</b>	56,138,657
Other payables		<b>598,456,799</b>	436,423,430
		<b><u>26,523,831,435</u></b>	<u>21,052,145,479</u>
Non-current:			
Retention payable		<b>479,428,612</b>	479,428,609
Advance rentals		<b>61,495,539</b>	46,444,768
Other payables		<b>16,239,206</b>	14,416,002
		<b><u>557,163,357</u></b>	<u>540,289,379</u>

## 17. REDEEMABLE PREFERRED SHARES

In 2025, NTTUDA subscribed to 796,500 non-voting redeemable preferred shares of CLVI at P2,000 per share, for a total subscription amount of P1,593,000,152. The proceeds were used to partially finance the acquisition of a property to be classified under real estate inventory. Under the terms of the agreement, CLVI shall redeem all the shares on December 31, 2025, at the same price of P2,000 per share. Accordingly, the redeemable preferred shares are presented under Current Liabilities in the condensed consolidated interim statement of financial position as at June 30, 2025.

## 18. REVENUE FROM CONTRACTS WITH CUSTOMERS AND CONTRACT BALANCES

### 18.1 Disaggregation of Contract Revenues

The Group derives revenue from the transfer of goods and services over time and at a point in time. Below is the revenue of its major product lines and in geographical areas for the six months ended June 30, 2025 and 2024:

	Cebu	Mindanao	Visayas	Luzon	Total
<b>June 30, 2025</b>					
<i>Sale of real estates*</i>					
Over time	2,666,576,590	3,994,089,816	1,693,423,136	702,107,982	9,056,197,524
At a point in time	237,760,998	610,127,243	60,128,346	1,880,000	909,896,587
	<u>2,904,337,588</u>	<u>4,604,217,059</u>	<u>1,753,551,482</u>	<u>703,987,982</u>	<u>9,966,094,111</u>
<i>Hotel operations</i>					
Over time	119,527,587	-	80,568,190	-	200,095,777
<i>Lease of properties</i>					
Over time	99,061,735	9,426,672	-	-	108,488,407
<i>Render of management services</i>					
Over time	40,618,777	-	-	-	40,618,777
	<u>3,163,545,687</u>	<u>4,613,643,731</u>	<u>1,834,119,672</u>	<u>703,987,982</u>	<u>10,315,297,072</u>
<b>June 30, 2024</b>					
<i>Sale of real estates*</i>					
Over time	3,364,483,380	2,733,610,308	1,757,758,091	575,951,685	8,431,803,464
At a point in time	2,044,239,480	637,793,305	(17,525,388)	4,820,000	2,669,327,397
	<u>5,408,722,860</u>	<u>3,371,403,613</u>	<u>1,740,232,703</u>	<u>580,771,685</u>	<u>11,101,130,861</u>
<i>Hotel operations</i>					
Over time	86,238,338	-	-	-	86,238,338
<i>Lease of properties</i>					
Over time	70,742,833	176,176	-	-	70,919,009
<i>Render of management services</i>					
Over time	17,233,570	8,156,250	5,436,723	-	30,826,543
	<u>5,582,937,601</u>	<u>3,379,736,039</u>	<u>1,745,669,426</u>	<u>580,771,685</u>	<u>11,289,114,751</u>

\*The sale of real estate units include significant financing component in accordance with PFRS 15, which was presented as Interest income from real estate sales in the condensed consolidated interim statements of the profit or loss.

### 18.2 Contract Balance

The Group's Contract Assets as at June 30, 2025 and December 31, 2024 are presented in the condensed consolidated interim statements of the financial position as follows:

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	<b>December 31, 2024 (Audited)</b>
Current	<u>27,166,785,193</u>	20,843,159,851
Non-current	<u>25,209,153,616</u>	<u>28,583,967,809</u>
Contract assets - net	<u>52,375,938,809</u>	<u>49,427,127,660</u>

A reconciliation of the opening and closing balance of Contract Assets is shown below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of period	49,427,127,660	45,093,986,410
Performance of property development	10,623,919,605	13,385,602,441
Collections	<b>(6,490,747,169)</b>	(6,227,744,009)
Transfers to contract receivables	<b>(2,225,677,081)</b>	(4,126,136,303)
Accretion of interest income	<b>1,041,315,794</b>	1,301,419,121
Balance at end of the period	<b><u>52,375,938,809</u></b>	<u>49,427,127,660</u>

The Group recognizes contract assets, due to timing difference of payment and satisfaction of performance obligation, to the extent of satisfied performance obligation on all open contracts as of the end of the reporting period. Its classification and presentation in the statement of financial position is based on the Group's estimate of project completion, hence, any change in estimated completion period affects transfers to contract receivables.

The Group assesses an ECL when the contract assets are initially recognized and updates the assessment at each reporting date based on the analysis determined by management (see Note 26).

A summary of the Group's contract liabilities and customers' deposits, as part of condensed consolidated interim statements of financial position, is presented below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Contract liabilities	362,028,139	296,265,114
Customers' deposits	<b>118,272,482</b>	90,223,203
	<b><u>480,300,621</u></b>	<u>386,488,317</u>

Contract liabilities pertain to collections from buyers that are ahead of the stage of completion of the real estate units sold.

Collections from buyers on sale of real estate units where the gating criteria for recognition of sales contract have not yet met are accounted for as Customers' Deposits in the condensed consolidated interim statements of financial position.

A reconciliation of the opening and closing balance of Contract Liabilities is shown in below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of period	296,265,114	449,338,207
Increase due to cash received excluding amount recognized as revenue during the period	291,057,917	36,444,509
Revenue recognized that was included in contract liability at the beginning of period	<u>(225,294,892)</u>	<u>(189,517,602)</u>
Balance at end of the period	<u>362,028,139</u>	<u>296,265,114</u>

### **18.3 Direct Contract Cost**

The Group incurs sales commissions upon execution of contracts to sell real properties to customers. Incremental costs of commission incurred to obtain contracts are capitalized and presented as Deferred commission presented under Prepayments and Other Current Assets, and Other Non-current Assets accounts in the condensed consolidated interim statements of financial position (see Notes 8 and 13). These are amortized over the expected construction period on the same basis as how the Group measures progress towards complete satisfaction of its performance obligation in its contracts. The total amount of amortization for 2025 and 2024 is presented as Commissions under Operating Expenses (see Note 20).

The Group's deferred commission are presented in the condensed consolidated interim statements of financial position as shown below.

<i>(Amounts in PHP)</i>	Notes	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Current	8	1,837,752,605	1,457,932,918
Non-current	13	<u>1,117,261,123</u>	<u>1,443,535,690</u>
		<u>2,955,013,728</u>	<u>2,901,468,608</u>

The movement in balances of deferred commission in 2025 and 2024 is presented below (see Notes 8 and 13):

<i>(Amounts in PHP)</i>	Note	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Balance at beginning of period		2,901,468,608	2,691,973,451
Additional capitalized cost		607,337,899	1,331,190,977
Amortization for the period	20	<u>(553,792,779)</u>	<u>(1,121,695,820)</u>
Balance at end of the period		<u>2,955,013,728</u>	<u>2,901,468,608</u>

**19. COST OF SALES AND SERVICES**

Components of costs of sales and services are analyzed below.

<i>(Amounts in PHP)</i>	<u>Note</u>	<b>June 30, 2025 (Unaudited)</b>	June 30, 2024 (As Restated – see Note 2)
Cost of real estate sales:			
Contracted services	20	<b>4,197,554,163</b>	3,595,017,645
Land	20	<b>654,015,486</b>	2,092,324,989
Other costs		<b>41,363,891</b>	52,754,346
		<b><u>4,892,933,540</u></b>	<u>5,740,096,980</u>
Cost of rental services –			
Depreciation		<b><u>41,772,759</u></b>	<u>43,463,928</u>
Cost of management services –			
Salaries and wages		<b><u>32,525,146</u></b>	<u>19,891,585</u>
Cost of hotel operations:			
Salaries and wages		<b>47,082,773</b>	10,344,887
Materials and supplies		<b>31,238,375</b>	10,995,758
Utilities		<b>27,455,869</b>	4,877,906
Depreciation		<b>16,257,842</b>	6,240,972
Others		<b>15,433,496</b>	9,470,580
		<b><u>137,468,355</u></b>	<u>41,930,103</u>
		<b><u>5,104,699,800</u></b>	<u>5,845,382,596</u>

## 20. COSTS AND EXPENSES BY NATURE

Details of costs and expenses by nature are shown below.

<i>(Amounts in PHP)</i>	Notes	June 30, 2025 <b>(Unaudited)</b>	June 30, 2024 (As Restated – see Note 2)
Contracted services	19	4,197,554,163	3,595,017,645
Land	19	654,015,486	2,092,324,989
Commissions	18.3	553,792,779	574,740,864
Salaries and employee benefits		473,012,659	365,261,260
Taxes and licenses		372,091,840	247,490,488
Depreciation and amortization	10, 11.1, 12, 13	110,042,732	90,285,721
Utilities		77,748,307	54,384,350
Advertising		77,226,815	50,735,669
Security services		53,120,204	31,883,672
Supplies		44,102,943	21,307,827
Repairs and maintenance		42,855,562	30,143,952
Insurance		34,094,155	31,980,608
Transportation and travel		28,346,124	22,272,335
Subscription and membership dues		20,801,881	17,131,407
Rent	11.3	16,969,594	19,820,048
Professional and legal fees		15,280,202	18,574,943
Association dues		14,503,923	18,347,450
Representation and entertainment		13,918,634	13,003,693
Move-in fee expenses		13,277,190	5,675,578
Donations		10,208,589	11,616,500
Communications		7,363,579	6,003,616
Management fee		3,778,948	743,690
Trainings and seminars		759,497	1,027,760
Others		204,197,006	143,068,632
		<b>7,039,062,812</b>	<b>7,462,842,697</b>

These costs and expenses are classified in the condensed consolidated interim statements of profit or loss as follows:

<i>(Amounts in PHP)</i>	Note	June 30, 2025 <b>(Unaudited)</b>	June 30, 2024 (As Restated see Note 2)
Cost of sales and services	19	5,104,699,800	5,845,382,596
Operating expenses		1,934,363,012	1,617,460,101
		<b>7,039,062,812</b>	<b>7,462,842,697</b>

## 21. OTHER OPERATING INCOME AND OTHER LOSSES

### 21.1 Other Operating Income

This account is composed of the following:

<i>(Amounts in PHP)</i>	Note	June 30, 2025 <b>(Unaudited)</b>	June 30, 2024 (As Restated – see Note 2)
Gain on sale of investment properties	12	1,161,590,607	16,282,895
Refund from cancelled units		82,482,019	89,695,395
Documentation fee		15,207,143	10,723,929
Water income		13,223,315	22,216,335
Insurance claims		12,338,366	-
Utilities charged to tenants		12,266,523	9,944,340
Move-in fee income		9,319,604	6,733,515
Administrative charges		6,045,521	11,379,222
Sponsorships		5,573,661	1,700,528
Late payment penalties charged to customers		4,495,270	4,119,135
Scrap sales		2,868,156	3,237,728
Referral incentive		2,464,304	268,990
Foreign exchange gains		1,522,185	925,660
Others		22,160,782	6,474,386
		<b>1,351,557,456</b>	<b>183,702,058</b>

Insurance claims pertain to reimbursements from insurance providers for losses incurred in relation to property damage sustained by the Group during typhoons. These are recognized when it is reasonably certain that the recovery will be received.

Move-in fee income pertains to excess fees charged to real estate buyers upon turn-over of their units over the cost of services to make the buyers' units habitable which include requisition of building insurance and fire extinguisher, processing of related taxes, utility connections and others.

Administrative charges include standard fees charged to the buyers and non-refundable portion of the buyers' payment upon withdrawal from sale.

### 21.2 Other Gains (Losses)

This account is composed of the following:

<i>(Amounts in PHP)</i>	June 30, 2025 <b>(Unaudited)</b>	June 30, 2024 (Unaudited)
Foreign exchange gains (losses)	692,073	(1,345,178)
Gain on sale of property and equipment	12,417	16,098
Other gains (losses)	4,668,457	(912,935)
	<b>5,372,947</b>	<b>(2,242,015)</b>

## 22. FINANCE COSTS

This is composed of the following:

<i>(Amounts in PHP)</i>	Notes	<b>June 30, 2025 (Unaudited)</b>	June 30, 2024 (Unaudited)
Interest expense on:			
Interest-bearing loans and borrowings	14.1	<b>1,106,764,140</b>	989,137,185
Bonds	15	<b>137,011,529</b>	17,865,147
Lease liabilities	11.3	<b>41,925,398</b>	35,702,323
Others		<b>1,209,588</b>	(2,358,565)
		<b><u>1,286,910,655</u></b>	<b><u>1,040,346,090</u></b>

Interest expense on loans and bonds are the portion not capitalized as part of property and equipment and investment properties (see Notes 10 and 12).

## 23. CURRENT AND DEFERRED TAXES

The Group is registered with the Board of Investments (BOI) as a developer of various economic and low-cost housing projects. Accordingly, the Group enjoys an income tax holiday on the BOI-registered projects within three to four taxable years from its registration.

The Group has nine and seven registered projects with BOI as of June 30, 2025 and December 31, 2024, respectively.

The components of tax expense relating to profit or loss and other comprehensive income or loss are as shown below.

<i>(Amounts in PHP)</i>	<b>June 30 2025 (Unaudited)</b>	June 30, 2024 (Unaudited)
<i>Reported in profit or loss:</i>		
Current tax expense:		
Regular corporate income tax (RCIT) at 25%	<b>431,805,844</b>	204,403,360
Final income tax	<b>6,542,420</b>	1,368,955
Minimum corporate income tax (MCIT)	<b>1,017,849</b>	383,301
	<b>439,366,113</b>	206,155,616
Deferred tax expense arising from origination and reversal of temporary differences	<b>454,126,848</b>	546,820,849
	<b><u>893,492,961</u></b>	<b><u>752,976,465</u></b>

As of June 30, 2025, the Parent Company, BL Ventures, CHR, CPH, MGR, YES, YHES, CHDI, CBLRV, SPE, and CLI-LITE are subject to MCIT which is computed at 2% of gross income net of allowable deductions, as defined under the tax regulations, or to RCIT, whichever is higher. Other components of the Group are not yet subject to MCIT as those have not operated beyond four taxable years. The Group reported MCIT amounting to P1,017,849 and P383,301 for the six months ended June 30, 2025 and 2024, respectively.

The Group opted to treat the capitalized borrowing costs as capital expenditure in accordance with Section 34(b) of the NIRC; hence, there are no deferred taxes related to the transaction. Furthermore, it opted to claim itemized deductions in computing its income tax due for the six-month periods ended June 30, 2025 and 2024.

## 24. RELATED PARTY TRANSACTIONS

The Group's related parties include its ultimate parent company, entities under common ownership, associates, joint venture, shareholders, the Group's key management personnel, and its retirement fund. A summary of the Group's transactions and outstanding balances with related parties is presented below.

<i>(Amounts in PHP)</i>	Note	Amount of Transaction		Outstanding Balance	
		June 30, 2025 (Unaudited)	June 30, 2024 (Unaudited)	June 30, 2025 (Unaudited)	December 31, 2024 (Audited)
<b>Ultimate Parent Company</b>					
Real estate sales	24.2	1,390,119	1,544,577	829,125,942	837,666,834
<b>Entities under Common Ownership</b>					
Advances (collections)	24.1	(1,518,331)	(8,584,603)	52,583,630	54,101,961
<b>Associates and Joint Venture</b>					
Real estate sales	24.4	-	2,044,110,637	-	246,068,950
Advances (collections)	24.1	849,826	(2,273,941)	173,213	(676,613)
<b>Key Management Personnel</b>					
Real estate sales	24.3	19,252,236	2,763,194	13,997,504	-
Compensation	24.5	57,913,779	52,354,052	-	-

Based on management's assessment, no impairment loss is required to be provided on the Group's receivables from related parties as at June 30, 2025 and December 31, 2024. In respect of contract receivables, it is fully secured by the units purchased, expected to be settled in cash and due based on the contract terms.

### 24.1 Advances to Related Parties

The Group grants cash advances to shareholders, entities under common ownership and associates. An analysis of such advances is presented below.

<i>(Amounts in PHP)</i>	Entities Under Common Ownership	Associates	Total
Balance at January 1, 2025	54,101,961	(676,613)	53,425,348
Additional advances (collections)	(1,518,331)	849,826	(668,505)
Balance at June 30, 2025	<u>52,583,630</u>	<u>173,213</u>	<u>52,756,843</u>
Balance at January 1, 2024	46,236,770	2,359,997	48,596,767
Additional advances (collections)	7,865,191	(3,036,610)	4,828,581
Balance at December 31, 2024	<u>54,101,961</u>	<u>(676,613)</u>	<u>53,425,348</u>

#### ***24.2 Real Estate Sales to Ultimate Parent Company***

In 2025, the Company sold Casa Mira Beachtown Mactan lot to ABS amounting to P1,390,119 with a cost amounting to P808,769, resulting in a gross profit of P581,350. This was received in 2025. In 2024, the Company sold the Manresa lot to ABS amounting to P854,062,500 with a cost amounting to P470,900,926, resulting to a gross profit of P383,161,574. The outstanding balance as of June 30, 2025 is amounting to P829,125,942, is noninterest-bearing and due on demand related to this transaction and presented as part of Contract receivables under the Receivables account in the condensed consolidated interim statements of financial position (see Note 5).

#### ***24.3 Real Estate Sales to Key Management Personnel***

In 2025 and 2024, CLI sold condominium units to key management personnel. The outstanding balance related to these transactions are noninterest-bearing, collectible similarly to the sale of real estate units to customers, is presented as part of Contract receivables under the Receivables account in the 2025 and 2024 condensed consolidated interim statement of financial position (see Note 5).

#### ***24.4 Real Estate Sales to a Joint Venture***

On April 10, 2024, El Camino sold two parcels of land to CLI NUD amounting to P2,044,110,637. As of December 31, 2024, the outstanding balance related to the sale of land amounting to P246,068,950 is presented as part of Contract receivables under the Receivables account in the condensed consolidated interim statements of financial position (see Note 5). This was fully paid in 2025.

#### ***24.5 Key Management Personnel Compensation***

The composition of key management personnel compensation for the six months ended June 30, 2025 and 2024 is shown below.

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	June 30, 2024 (Unaudited)
Short-term benefits	<b>57,913,779</b>	52,354,052
Post-employment benefits	<b>724,023</b>	-
Share options	<b>531,630</b>	-
	<b><u>59,169,432</u></b>	<u>52,354,052</u>

The post-employment benefit expense recognized for the six months ended June 30, 2025 was based on management's estimate. A full actuarial valuation is typically conducted at year-end.

## 25. EQUITY

### 25.1 Capital Stock

Details of the Parent Company's authorized capital stock as of June 30, 2025 and December 31, 2024 are as follows:

	Shares		Amounts in PHP	
	2025	2024	2025	2024
Preferred shares				
Authorized				
Series A – P1.00 par value	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Series B – P0.10 par value	1,000,000,000	1,000,000,000	100,000,000	100,000,000
Total	2,000,000,000	2,000,000,000	1,100,000,000	1,100,000,000
Issued and outstanding:				
Balance at beginning of period	4,280,340	-	4,280,340	-
Issuance during the period:				
Preferred Shares – Series A-1 (CLIA1)	-	2,063,360	-	2,063,360
Preferred Shares – Series A-2 (CLIA2)	-	2,216,980	-	2,216,980
Balance at end of period	4,280,340	4,280,340	4,280,340	4,280,340
Common shares – P1.00 par value				
Authorized	9,000,000,000	9,000,000,000	9,000,000,000	9,000,000,000
Issued:				
Balance at beginning and end of year	3,623,451,997	3,623,451,997	3,623,451,997	3,623,451,997
Treasury shares	(158,250,530)	(158,250,530)	(732,664,604)	(732,664,604)
Issued and outstanding	3,465,201,467	3,465,201,467	2,890,787,393	2,890,787,393

On April 25, 2023, the BOD approved the amendment of the Articles of Incorporation (AOI) of CLI to reallocate the authorized capital stock of P10,100,000,000 to be divided as follows:

- 9,000,000,000 common shares with a par value of P1 per share;
- 1,000,000,000 Series A preferred shares with a par value of P1 per share; and,
- 1,000,000,000 Series B preferred shares with a par value of P0.10 per share.

The amendment to the AOI was later approved by the stockholders on June 1, 2023. On October 18, 2023, the SEC officially accepted CLI's application for the amendment of its AOI, which was later approved on December 29, 2023.

On April 12, 2024, CLI issued and listed perpetual, cumulative, non-voting, non-participating, non-convertible and redeemable Philippine Peso denominated Series "A" Preferred Shares categorized and offered in two subseries (Series A-1 and Series A-2) on the main board of the PSE. Issue price for Series A-1 and A-2 is at P1,000. The additional paid-in capital resulting in the issuance amounted to P4,276,059,660. The initial dividend rate of the shares shall be as follows: (a) in respect of the Series A-1 Preferred Shares, at fixed rate of 7.59% per annum of the Offer price, and (b) for the Series A-2 Preferred Shares, at the fixed rate of 8.25% per annum of the offer price. The BOD has full discretion over the declaration and payment of dividends, subject to conditions and to the extent allowed by law.

The share price of the Parent Company's common stock closed at P2.49 per share on June 30, 2025 and P2.65 per share on December 29, 2024, the last trading day in the PSEs. The Parent Company has no other listed equity securities as at June 30, 2025 and December 31, 2024.

## 25.2 Retained Earnings

### (a) Cash Dividends

The details of dividends declared by the Parent Company on its common and preferred shares for the six months ended June 30, 2025 and 2024 are presented below.

<u>Date of Declaration</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Total Cash Dividends</u>	<u>Dividend Per Share</u>
<u>2025</u>				
Common shares:				
March 17, 2025	April 11, 2025	April 16, 2025	519,780,220	0.15
March 17, 2025	April 11, 2025	April 16, 2025	103,956,045	0.03
			<u>623,736,265</u>	
<u>2024</u>				
Common shares:				
March 18, 2024	April 17, 2024	May 3, 2024	519,780,220	0.15
March 18, 2024	April 17, 2024	May 3, 2024	103,956,045	0.03
			<u>623,736,265</u>	
Preferred shares (CLIA1):				
June 14, 2024	July 2, 2024	July 12, 2024	39,126,462	18.96
June 14, 2024	October 2, 2024	October 12, 2024	39,126,462	18.96
			<u>78,252,924</u>	
Preferred shares (CLIA2):				
June 14, 2024	July 2, 2024	July 12, 2024	45,725,213	20.63
June 14, 2024	October 2, 2024	October 12, 2024	45,725,213	20.63
			<u>91,450,426</u>	
			<u>793,439,615</u>	

### (b) Appropriated Retained Earnings Releases

In 2025 and 2024, the Parent Company reversed certain appropriations made in previous years amounting to P1,116,407,802, and P1,433,019,792, respectively, to unrestricted retained earnings after partial fulfillment of its intended purpose. A portion of the Group's retained earnings, equivalent of the cost of treasury shares is legally restricted in accordance with Section 40 of the Revised Corporation Code.

The releases from the appropriated retained earnings for the six months ended June 30, 2025 and 2024 for the funding of CLI's projects which are expected to run until 2029.

(Amounts in PHP)

Purpose	January 1, 2025	Releases	June 30, 2025
Manresa Project	565,508,650	(84,605,990)	480,902,660
Mindara Residences	413,463,766	(20,815,422)	392,648,344
Mactan Lowaii Project/ Costa Mira			
Beachtown Mactan	332,515,012	(329,996,309)	2,518,703
The East Village (JV investment)	281,000,000	(281,000,000)	-
Mindara Residences	269,414,232	-	269,414,232
Casa Mira Magtuod	242,161,223	(27,175,744)	214,985,479
Velmiro Ormoc	237,105,466		237,105,466
Casa Mira Towers Bacolod	230,743,324	(83,119,314)	147,624,010
Gensan Project	188,169,254	(2,361,322)	185,807,932
Casa Mira Homes Danao	121,057,790	(35,559,940)	85,497,850
Velmiro Homes Consolacion	101,806,358	(81,721,742)	20,084,616
Velmiro Homes CDO	95,465,874	(67,455,375)	28,010,499
Casa Mira Towers Palawan	91,085,315	(48,373,600)	42,711,715
Casa Mira Towers CDO	30,853,163	(30,853,163)	-
Abaca Resort Mactan	23,369,881	(23,369,881)	-
Balance at end of period	<b><u>3,223,719,308</u></b>	<b><u>(1,116,407,802)</u></b>	<b><u>2,107,311,506</u></b>

Purpose	January 1, 2024	Releases	June 30, 2024
Masters Tower	970,730,863	(511,159,716)	459,571,147
Manresa Project	733,675,000	(21,951,236)	711,723,764
The East Village (JV investment)	616,000,000	(50,000,000)	566,000,000
Mactan Lowaii Project/ Costa	581,160,881	(47,602,265)	533,558,616
Abaca Resort Mactan	483,251,483	(241,541,533)	241,709,950
Casa Mira Magtuod	435,365,130	(48,117,784)	387,247,346
Mindara Residences	414,691,716	(518,474)	414,173,242
Casa Mira Towers Palawan	412,497,419	(75,933,756)	336,563,663
Casa Mira Towers Bacolod	385,480,436	(68,064,270)	317,416,166
Casa Mira Towers CDO	289,009,813	(84,085,606)	204,924,207
Casa Mira Homes CamSur	269,414,232	-	269,414,232
Velmiro Ormoc	238,040,000	(934,534)	237,105,466
Casa Mira Homes Danao	236,652,714	(60,174,713)	176,478,001
Velmiro Homes Consolacion	225,278,123	(21,304,069)	203,974,054
Velmiro Heights CDO	221,824,954	(59,142,634)	162,682,320
Gensan Project	195,833,700	(4,092)	195,829,608
Patria de Cebu	176,553,263	(113,141,831)	63,411,432
Mivela Garden Residences	29,343,279	(29,343,279)	-
Balance at end of period	<b><u>6,914,803,006</u></b>	<b><u>(1,433,019,792)</u></b>	<b><u>5,481,783,214</u></b>

### 25.3 Non-controlling Interests

The subsidiaries of the Group with significant NCI as at June 30, 2025 and December 31, 2024 are as follows.

Subsidiaries	NCI Ownership %		NCI Equity in Subsidiaries	
	2025	2024	2025	2025
YHEST	50%	50%	4,953,618,703	4,718,648,818
CHDI	50%	50%	1,904,371,686	1,775,597,220
El Camino	65%	65%	990,824,888	1,050,993,312
YHES	50%	50%	822,233,493	867,863,915
CBLRV	50%	50%	536,172,394	527,272,087
GGTT	50%	50%	459,930,923	417,651,149
CLI-LITE	12%	12%	219,006,432	201,875,060
CCLI	50%	50%	105,017,509	130,574,877
YES	50%	50%	97,249,814	93,744,663
MDC	22%	22%	79,783,426	79,727,650
MGR	55%	55%	42,852,436	40,279,331
SPE	36%	36%	30,661,929	40,218,586
BL Ventures	50%	50%	8,399,069	16,096,350
CLI MAC	40%	-	(2,199,382)	-
			<b>10,247,923,320</b>	<b>9,960,543,018</b>

The analysis of the movement of NCI as at June 30, 2025 and December 31, 2024 are as follows:

(Amounts in PHP)	June 30, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of period, as previously reported	9,960,543,018	9,345,354,263
Effect of restatement	-	(124,500,734)
Balance at beginning of year, as restated	9,960,543,018	9,220,853,529
Share in net profit during the period	839,380,302	987,939,489
Dividends	(552,000,000)	(280,750,000)
Additional investments	-	32,500,000
Balance at end of period	<b>10,247,923,320</b>	<b>9,960,543,018</b>

There are no new additional investments for 2025, while the new investments came from the non-controlling shareholders of CHDI and CCLI in 2024.

The dividends came from YHEST and El Camino in 2025, while from El Camino, MGR, and YHEST in 2024.

### 25.4 Employee Share Option

On October 6, 2021, the BOD of the Parent Company approved the Executive Stock Option Plan (ESOP) for its qualified officers. The ESOP grants options to purchase the shares of the Parent Company at a price of P2.25 or current market price with a 15% discount, whichever is higher. Shares bought under the ESOP cannot be sold, assigned, or transferred in any manner for at least six months from the exercise date. Voting and dividend rights vest upon the issuance of the shares to the employees.

Share option benefits expense, which is included as part of Salaries and employee benefits under the Operating Expenses account, amounting to P545,986 was recognized in 2025, while the corresponding credit to Share Options Outstanding account is presented under the Equity section of the condensed consolidated interim statements of financial position. No similar transaction was recognized for the six months ended June 30, 2024, as the expense related to share options is typically recorded at year-end.

## 26. EARNINGS PER SHARE

EPS is computed as follows:

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	June 30, 2024 (Unaudited)
Net profit attributable to Parent	<b>1,651,819,727</b>	1,702,140,345
Preferred dividends – see Note 25.2	<b>(169,703,350)</b>	(84,851,675)
Income available to common stockholders	<b>1,482,116,377</b>	1,617,288,670
Divided by weighted average number of outstanding common shares	<b>3,465,201,467</b>	3,469,481,807
Basic and diluted EPS	<b>0.43</b>	0.47

The dilutive effects of potential common shares from the employee share options are negligible for the periods presented. Aside from the employee share options, there were no instruments that could potentially dilute the basic EPS; hence, the basic and diluted EPS are the same.

## 27. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to risk in relation to its operating, investing, and financing activities, and the business environment in which it operates. Generally, the Group's objectives in risk management are to ensure that it identifies, measure, monitors, and controls the various risks that arise from its business activities and that it adheres strictly to the policies, procedures, and control system which are establish to address these risks. In managing financial instruments, the Group is exposed to financial risks such as market risk (including foreign currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), liquidity risk and credit risk.

The condensed consolidated interim financial statements do not include all financial risk management information and disclosure required in the annual consolidated financial statements; hence, they should be read in conjunction with the Group's annual financial statements as of and for the year ended December 31, 2024.

There have been no significant changes in the risk management structure of the Group or in any risk management policies since the previous annual period.

## 28. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES AND FAIR VALUE MEASUREMENTS AND DISCLOSURES

### 28.1 Carrying Amounts and Fair Values by Category

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

	Notes	June 30, 2025 (Unaudited)		December 31, 2024 (Audited)	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets</b>					
At amortized cost:					
Cash and cash equivalents	4	4,262,220,164	4,262,220,164	1,583,238,995	1,583,238,995
Receivables - net <sup>1</sup>	5	5,683,925,538	5,683,925,538	4,559,580,864	4,559,580,864
Due from related parties	24.1	52,756,843	52,756,843	53,425,348	53,425,348
Restricted escrow funds	8	457,990,579	457,990,579	-	-
Short-term investments	8	323,744,736	323,744,736	344,058,432	344,058,432
Refundable deposits	13	175,011,011	175,011,011	162,843,330	162,843,330
		<u>10,955,648,871</u>	<u>10,955,648,871</u>	<u>6,703,146,969</u>	<u>6,703,146,969</u>
<b>Financial Liabilities</b>					
At amortized cost:					
Interest-bearing loans and borrowings	14	46,181,550,729	48,431,427,317	44,652,079,931	46,603,897,194
Redeemable preferred shares	17	1,593,000,152	1,593,000,152	-	-
Bonds payable	15	9,910,967,142	10,429,041,799	4,964,768,926	5,102,082,489
Trade and other payables <sup>2</sup>	16	26,682,423,580	26,682,423,580	21,440,724,120	21,440,724,120
		<u>84,367,941,603</u>	<u>87,135,892,848</u>	<u>71,057,572,977</u>	<u>73,146,703,803</u>

<sup>1</sup> Receivables - net excludes advances to officers and employees.

<sup>2</sup> Trade and other payables excludes output VAT, government-related obligations and advance rental.

### 28.2 Fair Value Measurements and Disclosures

#### (a) Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The table presented below and in the succeeding page summarizes the fair value hierarchy of the Group's financial assets and financial liabilities, which are not measured at fair value in the condensed consolidated interim statements of financial position as of June 30, 2025 and December 31, 2024, but for which fair value is disclosed.

(Amounts in PHP)	June 30, 2025 (Unaudited)			
	Level 1	Level 2	Level 3	Total
<b>Financial assets:</b>				
Cash and cash equivalents	4,262,220,164	-	-	4,262,220,164
Receivables - net <sup>1</sup>	-	-	5,683,925,538	5,683,925,538
Due from related parties	-	-	52,756,843	52,756,843
Restricted escrow funds	457,990,579	-	-	457,990,579
Short-term investments	323,744,736	-	-	323,744,736
Refundable deposits	-	-	175,011,011	175,011,011
	<u>5,043,955,479</u>	<u>-</u>	<u>5,911,693,392</u>	<u>10,955,648,871</u>
<b>Financial liabilities:</b>				
Interest-bearing loans	-	-	48,431,427,317	48,431,427,317
Redeemable preferred shares	-	-	1,593,000,152	1,593,000,152
Bonds payable	-	-	10,429,041,799	10,429,041,799
Trade and other payables	-	-	26,682,423,580	26,682,423,580
	<u>-</u>	<u>-</u>	<u>87,135,892,848</u>	<u>87,135,892,849</u>

	December 31, 2024 (Audited)			Total
	Level 1	Level 2	Level 3	
<i>Financial assets:</i>				
Cash and cash equivalents	1,583,238,995	-	-	1,583,238,995
Receivables – net <sup>1</sup>	-	-	4,559,580,864	4,559,580,864
Due from related parties	-	-	53,425,348	53,425,348
Short-term investments	344,058,432	-	-	344,058,432
Refundable deposits	-	-	162,843,330	162,843,330
	<u>1,927,297,427</u>	<u>-</u>	<u>4,775,849,542</u>	<u>6,703,146,969</u>
<i>Financial liabilities:</i>				
Interest-bearing loans	-	-	46,603,897,194	46,603,897,194
Bonds payable	-	-	5,102,082,489	5,102,082,489
Trade and other payables	-	-	21,440,724,120	21,440,724,120
	<u>-</u>	<u>-</u>	<u>73,146,703,803</u>	<u>73,146,703,803</u>

<sup>1</sup> Receivables excludes advances to officers and employees.

<sup>2</sup> Trade and other payables excludes output VAT, government-related obligations and advance rental.

For the Group's financial assets and financial liabilities, which are measured at amortized cost, management has determined that their carrying amounts are equal to or approximate their fair values, except for interest-bearing loans and borrowings, because of their short-term nature.

(b) *Fair Value Measurement for Non-financial Assets*

The Group has no non-financial assets measured at fair value as at June 30, 2025

The table below shows the Levels within the hierarchy of investment property, which are not carried at fair value but whose fair value are required to be disclosed on a recurring basis as at June 30, 2025 and December 31, 2024. However, the fair values of its investment properties are required to be disclosed.

<i>(Amounts in PHP)</i>	Level 1	Level 2	Level 3	Total
June 30, 2025 (Unaudited)	<u>-</u>	<u>-</u>	<u>24,243,995,077</u>	<u>24,243,995,077</u>
December 31, 2024 (Audited)	<u>-</u>	<u>-</u>	<u>22,139,376,787</u>	<u>22,139,376,787</u>

In 2025, the fair value of the Group's Investment Properties is determined on the basis of the appraisals performed by an independent external appraiser with appropriate qualifications and recent experience in the valuation of similar properties in the relevant locations.

To some extent, the valuation process was conducted by the appraiser in discussion with the Group's management with respect to the determination of the inputs such as the size, age, and condition of the parcels of land and buildings, and the comparable prices in the corresponding property location.

The fair value of these parcels of land, condominium units, parking units, construction-in-progress and retail building were determined based on the following approaches:

(i) *Fair Value Measurement for Land, Condominium Units, Parking units and Retail Buildings*

The Level 3 fair value of the parcels of land, condominium units, retail building and parking slots under Investment Properties account was determined using the market approach, adjusted for differences in key attributes such as properties size, zoning and accessibility.

Under the market approach, when comparable lease offerings of similar properties and sales prices of comparable land properties in close proximity are used in the valuation of the subject property with insignificant adjustment on the price, fair value is included in Level 2.

Consequently, if the observable recent prices of the reference properties were adjusted significantly for differences in key attributes such as properties size, zoning and accessibility, the fair value is included in Level 3.

The most significant input into this valuation approach is the price per square foot; hence, the higher the price per square foot, the higher the fair value.

(ii) *Fair Value Measurement for Improvements under Retail Buildings*

The Level 3 fair value of building improvements presented as part of retail buildings under Investment Properties account was determined using the cost approach that reflects the cost to a market participant to construct an asset of comparable usage, construction standards, design and layout, adjusted for obsolescence. The more significant inputs used in the valuation include direct and indirect costs of construction such as but not limited to, labor and contractor's profit, materials and equipment, surveying and permit costs, electricity and utility costs, architectural and engineering fees, insurance and legal fees. These inputs were derived from various suppliers and contractor's quotes, price catalogues, and construction price indices. Under this approach, higher estimated costs used in the valuation will result in higher fair value of the properties.

There has been no change on the valuation techniques used by the Group, except as indicated above, during the period for its investment properties. There were no transfers into or out of Level 2 fair value hierarchy for the quarter ended June 30, 2025.

## 29. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders by pricing products and services commensurate with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented in the condensed consolidated interim statements of financial position. Capital for the reporting periods under review is summarized as follows:

<i>(Amounts in PHP)</i>	<b>June 30, 2025 (Unaudited)</b>	December 31, 2024 (Audited)
Total interest-bearing loans and borrowings and bonds payable	<b>56,092,517,871</b>	49,616,848,857
Total equity	<b>31,622,129,155</b>	30,306,119,405
Debt-to-equity ratio	<b>1.77:1.00</b>	1.64:1.00

The Group's goal in capital management is to limit a maximum debt-to-equity structure ratio of 75:25 on a monthly basis. The Group is required to maintain certain financial ratios in relation with its borrowings (see Note 14). The Group has complied with its covenant obligations for both years ended June 30,2025 and December 31,2024.

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

## **30. COMMITMENTS AND CONTINGENCIES**

### ***30.1 Capital Commitments for Construction Cost***

As at June 30, 2025 and December 31, 2024, the Group has capital commitments of about P7,480,051,916 and P9,884,073,424, respectively, for the construction of real estate inventories, property and equipment and investment properties.

### ***30.2 Completion of Sold Units***

The Group is obligated to finish the sold units that are at a certain stage of completion at the time of sale. The Group recognized a contract liability, which amounts to P362,028,139 and P296,265,114 as at June 30, 2025 and December 31, 2024, respectively, when it collects more than it is entitled to, based on the stage of completion of the project development.

### ***30.3 Capital Commitments to Joint Venture***

As at June 30, 2025 and December 31, 2024, the Parent Company has total commitment to contribute capital to CLI NUD amounting to P3,847,604,762, of which P873,107,116 has been paid, involved in the joint venture, as permitted in the joint arrangement.

### ***30.4 Others***

There are other commitments and contingent liabilities that arise in the normal course of the Group's operations that are not reflected in the condensed consolidated interim financial statements because the possible outflow of economic resource as a result of present obligations is considered improbable or remote or the amount to be provided cannot be measured reliably. As at June 30,2025 and December 31, 2024, management is of the opinion that losses, if any, from these items will not have a material effect on the Group's condensed consolidated interim financial statements.

## 31. EVENTS AFTER THE REPORTING PERIOD

### *31.1 Sustainability-linked Notes for Long-term Development*

On August 7, 2025, the Group signed a P3,000,000,000 Sustainability-Linked Notes facility agreement with BPI Asset Management Trust Corporation and Sunlife Investment Management and Trust Corporation. The notes have tenors of seven (7) and ten (10) years from initial issue date. The proceeds will be used for real estate development and general corporate purposes aligned with the Group's sustainability-linked framework.

### *31.2 Property Acquisition through CHDI*

On September 8, 2025, the Group acquired a 78.8-hectare property in Liloan, Cebu through its subsidiary, CHDI. This investment signifies the expansion of its landbank and fortifies its pipeline of future developments.

## 32. SUPPLEMENTAL INFORMATION ON NON-CASH INVESTING AND FINANCING ACTIVITIES

Discussed below are the supplemental information on non-cash investing and financing activities relative to the Group's condensed consolidated interim statements of cash flows.

- (a) In 2025, the Group reclassified investment properties to property and equipment amounting to P17,391,363. There was no similar transaction in 2024.
- (b) In 2025 and 2024, borrowing costs that were capitalized as part of Property and Equipment and Investment Properties totaled to P910,859,085 and P1,152,371,744, respectively (see Notes 10 and 12).
- (c) In 2024, the Group recognized right-of-use assets and lease liabilities amounting to P5,176,039 (see Note 11). There was no similar transaction in 2025.
- (d) As at June 30, 2025 and December 31, 2024, the unpaid dividends amounted to P169,703,350 and P339,406,706, and are presented as Dividends payable under Trade and Other Payables account in the condensed consolidated interim statement of financial position (see Note 16).
- (e) In 2025 and 2024, the Group incurred unpaid construction costs of P1,101,034,189 and P1,597,110,016, respectively, included in additions to Property and Equipment and Investment Properties (see Notes 10 and 12).