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### Miscellaneous

\* Asterisks denote mandatory information

Name of Announcer *	CITY DEVELOPMENTS LIMITED
Company Registration No.	196300316Z
Announcement submitted on behalf of	CITY DEVELOPMENTS LIMITED
Announcement is submitted with respect to *	CITY DEVELOPMENTS LIMITED
Announcement is submitted by *	Enid Ling Peek Fong
Designation *	Company Secretary
Date & Time of Broadcast	31-Jul-2013 17:24:37
Announcement No.	00094

### >> Announcement Details

The details of the announcement start here ...

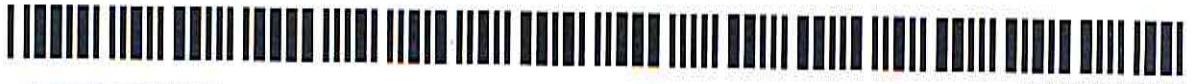
Announcement Title \* Announcement by Subsidiary Company, Grand Plaza Hotel Corporation on Quarterly Report for Second Quarter and Six Months Ended 30 June 2013

Description Please see the attached announcement released by Grand Plaza Hotel Corporation on 31 July 2013.

#### Attachments

 [31072013\\_GPHC\\_2Q2013Results.pdf](#)  
 Total size = **533K**  
 (2048K size limit recommended)

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107312013002046



# SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines  
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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## Company Representative

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## Company Information

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SEC Registration No. 0000166878  
Company Name GRAND PLAZA HOTEL CORPORATION DOING BUSINESS UNDER THE NAME OF THE HERITAGE HOTEL MANILA  
Industry Classification  
Company Type Stock Corporation

## Document Information

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Document ID 107312013002046  
Document Type 17-Q (FORM 11-Q: QUARTERLY REPORT/FS)  
Document Code 17-Q  
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# COVER SHEET

1 6 6 8 7 8

S.E.C. Registration Number

G R A N D P L A Z A H O T E L C O R P

(Company's Full Name)

10 F T H E H E R I T A G E H O T E L R O X A S  
B L V D C O R E D S A P A S A Y C I T Y

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

Y A M K I T S U N G  
Contact Person

8 5 4 8 8 3 8  
Company Telephone Number

1 2    3 1  
Month    Day  
Fiscal Year

S E C 1 7 Q  
FORM TYPE

0 5    1 5  
Month    Day  
Annual Meeting

Secondary Licensa Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic      Foreign

To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_  
LCU

Document I.D.

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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, 2013
2. Commission identification number 000-460-602-000 3. BIR Tax Identification No. \_\_\_\_\_

4. GRAND PLAZA HOTEL CORPORATION  
Exact name of issuer as specified in its charter

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

6. Industry Classification Code: \_\_\_\_\_ (SEC Use Only)

10F, The Heritage Hotel Manila, Roxas Blvd, cor. EDSA, Pasay City 1300  
7. Address of issuer's principal office

Tel. No. (632) 854-8838 Fax No. (632) 854-8825  
8. Issuer's telephone number, including area code

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

10. Securities registered pursuant to Sections 8 & 12 of the Code, or Sections 4 & 8 of the RSA

Title of each Class	Number of shares of common Stock outstanding and amount Of debt outstanding
<u>COMMON SHARES</u>	<u>87,318,270*</u>
<u>*includes 29,766,718 treasury shares</u>	

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

Yes [  ] No [  ]

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

PHILIPPINE STOCK EXCHANGE, INC.

COMMON

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 twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [ X ]      No [   ]

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

Yes [ X ]      No [   ]

#### PART I – FINANCIAL INFORMATION

##### Item 1 Financial Statements

Financial Statements and, if applicable, Pro-forma Financial Statements meeting the requirements of SRC Rule 68, Form and Content of Financial Statements, shall be furnished as specified therein.

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

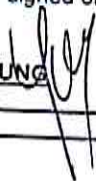
Furnish the information required by Part III, Paragraph (A)(2)(b) of "Annex C"

#### PART II – OTHER INFORMATION

The issuer may, at its option, report under this item any information not previously reported in a report in SEC Form 17-C. If disclosure of such information is made under this Part II, it need not be repeated in a report on Form 17-C which would otherwise be required to be filed with respect to such information or in a subsequent report on Form 17-Q.

#### SIGNATURES

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

Issuer YAM KIT SUNG  
Signature and Title  General Manager & Chief Financial Officer  
Date \_\_\_\_\_

## **PART I – FINANCIAL INFORMATION**

### **Item 1. Financial Statements Required Under SRC Rule 68.1**

- Please see attached financial statements for interim Balance Sheets, Statements of Income, Statements of Changes in Equity and Statements of Cash flows.

#### Notes to Financial Statements

##### *Summary of significant accounting policies*

The financial statements of the Company have been prepared in accordance with Philippine generally accepted accounting principles (GAAP) and are denominated in Philippine pesos. The preparation of financial statements in accordance with Philippine GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. The financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the significant accounting policies.

The same accounting policies and methods of computation are followed in the interim financial statements for the year 2013 as compared with the most recent annual financial statements.

##### *Seasonality or Cyclicity of Interim Operations*

All segments of the business are in its normal trading pattern.

##### *Material Items*

There are no material items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size or incidents.

##### *Estimates*

There are no changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years that have a material effect in the current interim period.

##### *Issuances of Debts and Equity*

There are no issuances, repurchases and repayments of debts and equity securities.

##### *Dividends*

There were no dividends declared in the current interim period.

### *Segment Revenue and Results*

Statement of Financial Accounting Standard No. 31, “Segment Reporting”, which becomes effective for financial statements covering periods beginning on or after January 1, 2001, requires that a public business enterprise report financial and descriptive information about its reportable segments. Operating segments are components of an enterprise about which separate financial information is available that is evaluated regularly by the chief operating decision-maker in deciding how to allocate resources and in assessing performance.

The Company organized its business into 3 main segments:

- Room Division – Business derived from the sale of guestrooms.
- Food and Beverage Division – Business derived from the sale of food and beverage at various restaurants.
- Other Operated Departments and rental – Business derived from telephone department, business center, carparking, laundry and rental of space.

The segment revenues and results are as follows:

	YTD 2nd Quarter Revenue – Peso ‘000	YTD 2 <sup>nd</sup> Department Profit – Peso ‘000
Room	186,303	155,680
Food and Beverage	85,703	85,704
Other Operated Departments and rental	77,429	74,803

### *Subsequent Events*

None

### *Composition of Company*

There are no changes in the composition of the Company during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinuing operations.

### *Contingent assets or liabilities*

There are no changes in contingent assets or liabilities since the last annual balance sheet date.

### *Contingencies*

There are no material contingencies and any other events or transactions that are material to an understanding of the current interim period.

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

The top 5 Key Performance Indicators of the Company are as follows:

<i>Balance Sheet Analysis</i>	<b>30 June 2013</b>	30 June 2012	31 December 2012
Current ratio (Solvency ratio)	<b>1.85</b>	1.54	1.60
Debt/Equity	<b>0.34</b>	0.45	0.59
Assets/Equity	<b>1.34</b>	1.45	1.37
Profit before tax margin ratio	<b>34.37%</b>	34.56%	34.06%
EBITDA	<b>127.8m</b>	139.1m	260.5m

*Note: The Company has no loans due to third party or related parties.*

Current ratio is derived by dividing the current assets with the current liabilities. This indicator measures the liquidity of the Company in the short-term. The current ratio has improved during the period of review compared to end of last fiscal year mainly due to higher cash balance and lesser liabilities.

Debt to equity ratio measures a company financial leverage. It is derived by dividing total liabilities over equity. There is a decrease in this ratio for the quarter due to lower accounts payable balance and higher equity.

Assets/Equity ratio measures the proportion of equity used to finance assets of the company and it is derived by dividing total assets to equity.

Profit before tax margin ratio is computed by dividing the profit before tax against the total revenue. This ratio measures whether the Company is able to contain its expenses in relation to the revenue. This ratio has maintained around 34%.

EBITDA represents earnings before interest, tax, depreciation and amortization. This indicator measures the operating cash flow of a company. For the quarter under review, EBITDA dropped by PhP11.3m due to lower revenue.



### **Balance Sheets Analysis:**

Total assets increased by about PhP86 million or 6% as compared to the end of last fiscal year. The increase is due to higher cash balance and accounts receivables. As compared to the same period of last year, total assets decreased by PhP59 million or 3.7% due to lower cash balances.

#### *Cash and short term notes:*

This balance includes short-term fixed deposits with banks. This balance increased by PhP75 million (26%) relative to end of last fiscal year. This is due to collection from a tenant for advance rental. Relative to the same period of last year, there is a drop of PhP67 million due to the share buyback exercise and dividend payment in second half of year 2012.

#### *Accounts receivable – trades:*

There is an increase of PhP12 million (4%) against the end of last fiscal year due to unpaid VAT.

#### *Accounts receivable- others:*

The increase against last fiscal year is due to unpaid utilities charges from Pagcor which is being reconciled and resolved.

#### *Deferred tax assets:*

This is the recognition of the deferred tax on the advance rental paid by Pagcor which will be amortized monthly. Relative to the end of last fiscal year, this balance decreased by PhP3.2 million due to the amortization of the advance rental.

#### *Advances to associated/related companies:*

The Company, in its normal course of business, has entered into transactions with its related parties, principally consisting of cash advances.

The Company leases its hotel site from an associated company. The Company has also entered into a management agreement with Elite Hotel Management Services Pte. Ltd., a related company, for the latter to operate the Hotel.

Under the terms and conditions of the agreement, the Company has to pay monthly basic management and incentive fees based on a percentage of the hotel's revenue and gross operating profit.

As compared with the end of last fiscal year, there is an increase of about PhP4.7 million (32%) as the companies have repaid their balances outstanding during the year.

#### *Inventories:*

Inventories have reduced by PhP0.79million as compared to end of last fiscal which is consistent with the lower food and beverage revenue.

*Prepaid expenses:*

This balance mainly represents prepayment for insurance. This balance increased by PhP3.1 million (74%) relative to end of last fiscal year due to prepayment of insurance premium in the second quarter of this year which will be amortized over 12 months.

*Other current assets:*

The increase against the same period of last year is mainly due to deposits and billings with contractors for some capital expenditure projects.

*Property and Equipment:*

Property and equipment are carried at cost. Depreciation is provided under the straight-line method over the estimated useful lives of the assets ranging from 5 to 50 years. Major improvements are charged to property accounts while maintenance and repairs which do not improve the lives of the assets are expensed as incurred.

The decrease in balance is due to depreciation charges for the year.

*Rental payable:*

As compared with the end of last fiscal year, there is an increase PhP1.8 million as the Company has not settle its rental to a related company in the first half of the year.

*Due to associated/related company:*

This balance increased by PhP12.5 million as the Company has not repaid its outstanding payables to related company.

*Dividend payable:*

There is a decrease of PhP105 million in dividend payable as compared to the same period of last year as the Company has paid the dividend in the second half of last year.

*Income Tax Payable:*

Income tax payable decreased by PhP9.9 million as compared to the end of last year as the Company has paid its income tax and also lower taxable income.

*Reserves:*

Reserves increased by PhP2.8 million compared to end of last fiscal year due to the provision made during the first half of the year.

## **Income Statement Analysis For the 6 Months Ended 30 June 2013**

### *Revenue:*

Total revenue decreased by PhP7.2 million (2%) versus same period last year. The main reason for the fall is due to lower Food and Beverage (F&B) revenue and other operated departments but offset by the higher rental income.

Rooms division recorded an improvement in occupancy rate from 67% to 71% but average room rate fell slightly by 2%. The overall Revenue Per Available room increased by 2.5%.

F&B business recorded a fall of PhP15 million or 15% as compared to the same period of last year. Total covers dropped from 192,746 in year 2012 to 176,994 in year 2013. This unfavorable variance is mainly due to the fall in revenue from Riviera and Casino outlets. Both Riviera and Casino revenue fell by 17% and 39% respectively versus the same period of last year. However, Banquet showed a significant improvement by registering an increase in revenue of PhP2.6 million or 14% from the prior year.

Rental income increase by PhP5.6 million or 8% due to increase in rental rate for a major tenant.

### *Cost of Sales:*

Cost of sales for F&B registered a decrease of PhP3.1 million or 10% as compared to last year which is consistent with the lower food and beverage revenue

### *Gross Profit:*

Gross profit is derived after deducting cost of sales from gross revenue. Gross profit as compared to last year is lower due to lower revenue.

### *Operating Expenses:*

Operating expenses include among others, payroll and related expenses, utilities, depreciation charges, rental and other fixed expenses. There is an increase in operating expenses of PhP6.3 million or 3% as compared to the same period of last year. The main increase is due to increase in the payroll and related expenses of Sales and Marketing Division and higher electricity cost.

### *Net Operating Income:*

This is derived after deducting operating expenses from gross operating profit.

### *Non-operating income:*

This indicator increased by PhP7.3 million due to an exchange gain of PhP6.1 million as a result of restating the US dollars to Peso at period end as Peso has weakened against US dollars.

*Profit after tax:*

As a result of lower revenue, profit after tax fell by PhP2.5 million against the same period of last year.

**Income Statement Analysis For the 3 Months (2<sup>nd</sup> Quarter) Ended 30 June 2013**

*Revenue:*

Total revenue decreased by PhP4 million (2%) versus same period last year. The main reason for the fall is due to Food and Beverage (F&B) revenue and other operated departments but offset by the higher rental income.

F&B business recorded a fall of PhP6 million or 13% as compared to the same period of last year. This unfavorable variance is mainly due to the fall in revenue from Riviera and Casino outlets.

Rental income increase by PhP2.8 million or 8% due to increase in rental rate for a major tenant.

*Cost of Sales:*

Cost of sales for F&B registered a decrease of PhP1.3 million or 10% as compared to last year which is consistent with the lower food and beverage revenue

*Gross Profit:*

Gross profit is derived after deducting cost of sales from gross revenue. Gross profit as compared to last year is lower due to lower revenue.

*Operating Expenses:*

Operating expenses include among others, payroll and related expenses, utilities, depreciation charges, rental and other fixed expenses. There is an increase in operating expenses of PhP2 million or 2% as compared to the same period of last year. The main increase is due to increase in the payroll and related expenses of Sales and Marketing Division and higher electricity cost.

*Net Operating Income:*

This is derived after deducting operating expenses from gross operating profit.

*Non-operating income:*

This indicator increased by PhP7.3 million due to an exchange gain of PhP6.1 million as a result of restating the US dollars to Peso at period end as Peso has weakened against US dollars.

*Profit after tax:*

As a result of higher non-operating income, profit after tax increased by PhP1.7 million against the same period of last year.

There are no material event(s) and uncertainties known to management that would address the past and would have an impact on the future operations of the following:

- Any known trends, demands, commitments, events or uncertainties that will have a material impact on the Company's liquidity.
- Any material commitments for capital expenditures, the general purpose of such commitments and the expected sources of funds for such expenditures.
- Any known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations.
- Any significant elements of income or loss that did not arise from the Company's continuing operations.
- The causes for any material change(s) (5% or more) from period to period in one or more line items (vertical and horizontal) of the Company's financial statements.
- Any seasonal aspects that had a material effect on the financial condition or results of operations.

Management is not aware of any event that may trigger direct or contingent financial obligations that is material to the Company, including any default or acceleration of an obligation. Management is not aware of any material off-balance sheet transaction, arrangement, obligation (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons that were created during the first 3 months of 2013.

## **PART II – OTHER INFORMATION**

### Tax matter:

In the middle of 2008, the Company received from the Bureau of Internal Revenue ("BIR") a Final Decision on Disputed Assessment finding the Company liable for deficiency value added tax ("VAT") with respect to the years 1996 to 2002 in total amount of Php228.94 million, inclusive of penalty and interest from January 2003 to December 2006. The Company subsequently filed a petition for review with the Court of Tax Appeal ("CTA") to contest such Final Decision on Disputed Assessment.

The BIR further issued a Warrant of Distraint and/or Levy and Warrant of Garnishment against the Company and its assets. On 12 September 2008, the Company filed a surety bond with the CTA, and the CTA issued a Temporary Restraining Order enjoining the BIR from further efforts at collection of taxes, particularly the implementation of the Warrant of Distraint and/or Levy and the Warrant of Garnishment.

In 2009, the Company moved to have a preliminary hearing conducted to first resolve the legal issue of whether or not the services rendered by the Company to PAGCOR is subject to VAT at 10% rate. The CTA granted the motion and hearings were subsequently conducted. On 18 February 2011, the CTA ruled in favor of the Company and cancelled the VAT deficiency assessment *in toto*.

As mentioned in the CTA Resolution, in line with the decision of the Supreme Court in *Philippine Amusement and Gaming Corporation (PAGCOR) vs. The Bureau of Internal Revenue, et al.*, the CTA, in its decision dated 18 February 2011, cancelled the BIR's assessment against the Company for deficiency VAT in the amount of PHP228,943,589.15 for taxable years 1996 to 2001. In its resolution dated 17 May 2011, the CTA denied the Commissioner of Internal Revenue's Motion for Reconsideration of the CTA's decision rendered on 18 February 2011. According to the CTA, considering that the assessment against the Company for deficiency VAT has been cancelled, the CTA deemed it proper that the surety bond posted by the Company be discharged. The BIR shortly filed an appeal with the CTA En Banc.

On 1 September 2011, the CTA En Banc resolved to give course to BIR's appeal. The Company filed its Memorandum in October 2011. On 27<sup>th</sup> July 2012, the CTA En Banc resolved that consistent with the pronouncement of the Supreme Court in the cases of *CIR vs. Acesite Hotel Corporation* and *PAGCOR vs. CIR*, that services rendered to PAGCOR are exempt from VAT, CIR's petition has no leg to stand on and must necessarily fall. The BIR filed a Motion for Reconsideration.

On 8<sup>th</sup> October 2012, the CTA En Banc resolved that BIR's Motion for Reconsideration is denied and the earlier decision of the CTA promulgated on 17<sup>th</sup> May 2011 is affirmed. On 5<sup>th</sup> December 2012, BIR filed with the Supreme Court a Petition for Review. As at the date of this report, the Petition for Review is still pending with the Supreme Court.

The Company will continue to pursue its case with the Supreme Court and will file the necessary disclosure on the outcome thereof following the issuance of the judgment of the Supreme Court.

Other than the above tax case, to the best knowledge and/or information of the Company, neither itself nor any of its affiliates and subsidiaries have been involved during the past five (5) years in any material legal proceedings affecting/involving the Company, its affiliates or subsidiaries, or any material or substantial portion of their property before any court of law or administrative body in the Philippines or elsewhere.

#### Financial Risk Exposure:

In the context of the current global financial condition, the Securities and Exchange Commission sent us a memorandum to companies on 29 October 2008, which requires companies to make a self-assessment or evaluation to determine whether any of the items below are applicable. If applicable, these items must be disclosed in the interim financial report on SEC Form 17-Q ("Quarterly Report"):

1. The qualitative and quantitative impact of any changes in the financial risk exposures of GPHC, particularly on currency, interest, credit, market and liquidity risks, that would materially affect its financial condition and results of operation, and a description of any enhancement in the Company's risk management policies to address the same.



2. A description of the financial instruments of the Company and the classification and measurements applied for each. If material in amount, provide detailed explanation or complex securities particularly on derivatives and their impact on the financial condition of the Company.
3. The amount and description of the Company's investments in foreign securities.
4. The significant judgments made in classifying a particular financial instrument in the fair value hierarchy.
5. An explanation of how risk is incorporated and considered in the valuation of assets or liabilities.
6. A comparison of the fair values as of date of the recent interim financial report and as date of the preceding interim period, and the amount of gain or loss recognized for each of the said periods.
7. The criteria used to determine whether the market for a financial instrument is active or inactive, as defined under Philippine Accounting Standard 39 – Financial Instruments.

The Board of Directors (BOD) has overall responsibility for the establishment and oversight of the Company's risk management framework. The BOD has established the Executive Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee identifies all issues affecting the operations of the Company and reports regularly to the BOD on its activities.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. All risks faced by the Company are incorporated in the annual operating budget. Mitigating strategies and procedures are also devised to address the risks that inevitably occur so as not to affect the Company's operations and detriment forecasted results. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee directly interfaces with the internal audit function, which undertakes reviews of risk management controls and procedures and ensures the integrity of internal control activities which affect the financial management

system of the Company. The results of procedures performed by Internal Audit are reported to the Audit Committee.

### Credit Risk

Credit risk represents the risk of loss the Company would incur if credit customers and counterparties fail to perform their contractual obligations. The Company's credit risk arises principally from the Company's trade receivables.

Exposure to credit risk is monitored on an ongoing basis, credit checks being performed on all clients requesting credit over certain amounts. Credit is not extended beyond authorized limits, established where appropriate through consultation with a professional credit vetting organization. Credit granted is subject to regular review, to ensure it remains consistent with the clients' current credit worthiness and appropriate to the anticipated volume of business.

The investment of the Company's cash resources is managed so as to minimize risk while seeking to enhance yield. The Company's holding of cash and money market placements expose the Company's to credit risk of the counterparty if the counterparty is unwilling or unable to fulfill its obligations and the Company consequently suffers financial loss. Credit risk management involves entering into financial transactions only with counterparties with acceptable credit rating. The treasury policy sets aggregate credit limits of any one counterparty and annually reviews the exposure limits and credit ratings of the counterparties.

Receivables balance is being monitored on a regular basis to ensure timely execution of necessary intervention efforts. As of balance sheet date, there were no significant concentrations of credit risk.

### Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by forecasting projected cash flows and maintaining a balance between continuity of funding and flexibility. Treasury controls and procedures are in place to ensure that sufficient cash is maintained to cover daily operational and working capital requirements. Management closely monitors the Company's future and contingent obligations and sets up required cash reserves as necessary in accordance with internal requirements.

### Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other market prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Company is subject to various market risks, including risks from changes in room rates, interest rates and currency exchange rates.

#### *Room Rates*

The risk from room rate changes relates to the Company's ability to recover higher operating costs through price increases to customers, which may be limited due to the competitive pricing environment that exists in the Philippine hotel industry and the willingness of customers to avail of hotel rooms at higher prices.

The Company minimizes its exposure to risks in changes in room rates by signing contracts with short period of expiry so this gives the Company the flexibility to adjust its room rates in accordance to market conditions.

#### *Interest Rate Risk*

The Company has no interest-bearing debt obligations to third parties. As such, the Company has minimal interest rate risk.

#### *Foreign Currency Risk*

Foreign assets and financing facilities extended to the Company were mainly denominated in Philippine Peso. As such, the Company's foreign currency risk is minimal.

The Company functional currency is Philippines peso. As at 30 June 2013, it holds bulk of its cash and cash equivalent in Philippines peso. The United States dollars are used to settle foreign obligations. As such, the Company does not have currency risk exposure.

The Company does not have any third party loans so it has no interest rate risk. The Company in the ordinary course of business extends credit to its customers. Exposure to credit risk is monitored on an ongoing basis, credit review being performed for clients requesting for credit limit. The total exposure to trade receivables as at 31 March 2013 is Peso51million.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by forecasting projected cash flows and maintaining a balance between continuity of funding and flexibility. As at 30 June 2013, the Company has Peso729 million current assets and Peso393 million liabilities so the current assets are able to cover its liability.

The Company does not invest in any other financial instruments. Any surplus funds are placed in short-term fixed deposits with local bank like Metropolitan Bank and Trust Co. and foreign bank like Australian and New Zealand Bank (ANZ), Standard Chartered Bank and United Overseas Bank Singapore

The Company also does not invest in foreign securities.

The fair values together with the carrying amounts of the financial assets and liabilities shown in the balance sheet date are as follows:

	<b>30 June 2013</b>	<b>30 June 2013</b>	31 December 2012	31 December 2012
	<b>Carrying amount</b>	<b>Fair value</b>	Carrying amount	Fair value
Cash and cash equivalents	<b>358,361,904</b>	<b>358,361,904</b>	282,627,393	282,627,393
Receivables net	<b>297,665,245</b>	<b>297,665,245</b>	304,042,397	304,042,397
Due from/(to) related party net	<b>20,841,575</b>	<b>20,841,575</b>	2,128,022	2,128,022
Loan receivable	<b>15,500,000</b>	<b>15,500,000</b>	15,500,000	15,500,000
Lease deposit	<b>78,000,000</b>	<b>78,000,000</b>	78,000,000	78,000,000
Accounts payable & accrued expenses	<b>328,467,624</b>	<b>328,467,624</b>	332,211,741	332,211,741

The following summarizes the methods and assumptions used in estimating the fair values of financial instruments reflected in the above table:

Cash and cash equivalent – the carrying amount approximates the fair value due to its short maturity.

Receivables/ due from related party/ loan receivable/ lease deposit/ accounts payable and accrued expenses/ due to related party – current receivables are reported at their net realizable values, at total amount less allowances for uncollectible amounts. Current liabilities are stated at amounts reasonably expected to be paid within the next 12 months or operating cycle. Due from/to related party and loan receivable are payable on demand. In the case of lease deposit, the fair value approximates the carrying amount.

**GRAND PLAZA HOTEL CORPORATION**

**Balance Sheets**

**June 30, 2013 and 2012**

*(With comparative figures for the year ended December 31, 2012)*

**(In Philippine Pesos)**

<b>ASSETS</b>	<b>Unaudited June 30, 2013</b>	<b>Unaudited June 30, 2012</b>	<b>Audited Dec. 31, 2012</b>
<b>Current Assets</b>			
Cash and short-term notes	358,361,904.23	425,793,822.00	282,627,393.57
Accrued interest receivable	118,983.75	166,759.99	167,961.86
Accounts receivable - trade	283,224,953.09	266,852,494.99	271,280,215.88
Accounts receivable - others	14,513,348.16	11,265,317.64	7,667,332.24
Provision for bad debts	(192,039.00)	(196,361.00)	(128,361.00)
Deferred tax assets/(liabilities)	8,729,955.52	11,449,948.35	11,931,345.42
Input tax	-		
Advances to associated/related companies	19,453,478.25	18,031,770.14	14,654,780.26
Advances to immediate holding company	1,388,097.63	705,276.50	995,679.36
Inventories	13,766,556.08	17,239,640.05	14,560,700.95
Prepaid expenses	7,301,909.36	3,977,767.23	4,186,243.37
Creditable withholding tax		-	-
Other current assets	22,993,857.54	12,484,544.69	22,050,396.59
Advances to/from THHM	-	-	-
<i>Total Current Assets</i>	<u>729,661,004.61</u>	<u>767,770,980.58</u>	<u>629,993,688.50</u>
<b>Property and Equipment</b>	657,188,894.24	679,066,479.19	670,837,987.05
<b>Investment in Stock of Associated Company</b>	48,143,881.82	47,627,855.67	47,856,099.02
<b>Deposit on Lease Contract</b>	78,000,000.00	78,000,000.00	78,000,000.00
<b>Loans Receivable</b>	15,500,000.00	15,500,000.00	15,500,000.00
<b>Other Assets</b>			
Miscellaneous investments and deposits	5,085,790.50	5,085,790.50	5,085,790.50
Others	1,010,000.00	1,010,000.00	1,010,000.00
<i>Total Other Assets</i>	<u>6,095,790.50</u>	<u>6,095,790.50</u>	<u>6,095,790.50</u>
<b>Total Assets</b>	<u><u>1,534,589,571.17</u></u>	<u><u>1,594,061,105.94</u></u>	<u><u>1,448,283,565.07</u></u>

**GRAND PLAZA HOTEL CORPORATION****Balance Sheets****June 30, 2013 and 2012***(With comparative figures for the year ended December 31, 2012)***(In Philippine Pesos)**

<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>Unaudited June 30, 2013</b>	<b>Unaudited June 30, 2012</b>	<b>Dec. 31, 2012</b>
<b><i>Current Liabilities</i></b>			
Accounts payable	256,058,952.41	256,750,375.44	259,482,105.48
Accrued liabilities	72,408,672.31	62,399,053.13	70,825,293.79
Rental payable	3,765,011.60	6,665,201.20	1,904,343.20
Due to associated/related companies	17,529,792.25	17,517,592.52	4,939,143.19
Advances from immediate holding company - net	-	-	-
Refundable deposit	30,170,632.42	31,356,636.22	31,231,875.05
Deferred rental	1,923,227.70	5,073,129.66	5,073,129.65
Dividend payable	-	105,044,884.00	-
Income tax payable	4,753,542.93	7,259,683.08	14,731,883.86
Other current liabilities	4,224,248.65	3,949,450.74	3,948,229.31
Reserves	2,902,079.41	1,348,103.16	12,231.99
<i>Total Current Liabilities</i>	<u>393,736,159.68</u>	<u>497,364,109.15</u>	<u>392,148,235.52</u>
<b><i>Long - Term Liabilities</i></b>			
<i>Total Long - Term Liabilities</i>	<u>-</u>	<u>-</u>	<u>-</u>
<b><i>Capital Stock</i></b>			
Authorized - 115,000,000 shares in March 31, 2009 and December 31, 2008 at P10.00 par value per share			
Capital stock	873,182,699.00	873,182,699.00	873,182,699.00
Premium on capital stock	11,965,903.78	11,965,903.78	11,965,903.78
Paid-in capital in excess of par - Warrants	2,691,613.81	2,691,613.81	2,691,613.81
Treasury stock	(1,488,311,220.00)	(1,369,513,270.00)	(1,488,311,220.00)
Retained earnings/(deficit) - beginning	1,656,606,332.94	1,610,984,561.36	1,610,984,561.36
Retained profit/(loss) for the period	84,718,081.96	87,240,510.84	165,476,793.60
Dividend declared	-	(119,855,022.00)	(119,855,022.00)
<i>Total Stockholders' Equity</i>	<u>1,140,853,411.49</u>	<u>1,096,696,996.79</u>	<u>1,056,135,329.55</u>
<b><i>Total Liabilities and Stockholders' Equity</i></b>	<u><b>1,534,589,571.17</b></u>	<u><b>1,594,061,105.94</b></u>	<u><b>1,448,283,565.07</b></u>



**GRAND PLAZA HOTEL CORPORATION**

**Income Statements**

**For the years ended June 30, 2013 and 2012**

*(With comparative figures for the year ended December 31, 2012)*

**(In Philippine Pesos)**

	<b>Unaudited Year-to-date June 30, 2013</b>	<b>Unaudited Year-to-date June 30, 2012</b>	<b>Audited Full Year Dec. 31, 2012</b>
<b>Revenue</b>			
Rooms	186,303,606.98	182,723,091.65	353,134,536.22
Food & Beverage	85,703,817.88	100,775,234.08	183,057,050.72
Other Operated Depts.	3,717,843.57	5,141,812.42	9,233,265.24
Rental Income/Others	73,711,292.70	68,093,769.79	141,901,873.22
<b>Total Revenue</b>	<b>349,436,561.13</b>	<b>356,733,907.94</b>	<b>687,326,725.40</b>
<b>Cost of Sales</b>			
Food & Beverage	27,859,317.96	30,994,434.57	60,798,661.51
Other Operated Depts.	1,849,653.24	1,854,368.82	4,336,261.82
<b>Total Cost of Sales</b>	<b>29,708,971.20</b>	<b>32,848,803.39</b>	<b>65,134,923.33</b>
<b>Gross Profit</b>	<b>319,727,589.93</b>	<b>323,885,104.55</b>	<b>622,191,802.07</b>
<b>Operating Expenses</b>	<b>210,242,903.89</b>	<b>203,930,207.81</b>	<b>399,551,624.11</b>
<b>Net Operating Income</b>	<b>109,484,686.04</b>	<b>119,954,896.74</b>	<b>222,640,177.96</b>
<b>Non-operating Income/(Loss)</b>			
Interest Income	4,144,171.34	5,228,115.67	9,567,316.35
Dividend Income	-	10,750.00	10,750.00
Gain/(Loss) on Disposal of Fixed Assets	37,500.00	14,000.00	(433,175.00)
Exchange Gain/(Loss)	6,173,518.79	(2,141,567.13)	1,855,237.39
Share in Net Income/(Loss) of Associated Co.	287,782.80	227,014.45	455,257.80
Other Income	-	-	-
<b>Total Non-Operating Income</b>	<b>10,642,972.93</b>	<b>3,338,312.99</b>	<b>11,455,386.54</b>
<b>Net Income/(Loss) Before Tax</b>	<b>120,127,658.97</b>	<b>123,293,209.73</b>	<b>234,095,564.50</b>
<b>Provision for Income Tax</b>	<b>35,409,577.01</b>	<b>36,052,698.89</b>	<b>68,618,770.91</b>
<b>Net Income/(Loss) After Tax</b>	<b>84,718,081.96</b>	<b>87,240,510.84</b>	<b>165,476,793.59</b>
<b>Earnings per share</b>	<b>1.47</b>	<b>1.46</b>	<b>2.65</b>
<b>Dilluted earnings per share</b>	<b>1.47</b>	<b>1.46</b>	<b>2.65</b>

**Notes:**

In June 30, 2013 total shares outstanding is 57,551,552 net of 29,766,718 treasury shares

In June 30, 2012 total shares outstanding is 59,927,511 net of 27,390,759 treasury shares

**GRAND PLAZA HOTEL CORPORATION**  
**Income Statements**  
**For the 2nd quarters ended June 30, 2013 and 2012**  
**(In Philippine Pesos)**

	<b>Unaudited 2nd Quarter June 30, 2013</b>	<b>Unaudited 2nd Quarter June 30, 2012</b>
<b>Revenue</b>		
Rooms	86,777,705.12	86,794,141.40
Food & Beverage	39,566,590.39	45,697,467.89
Other Operated Depts.	1,609,651.37	2,394,216.17
Rental Income/Others	36,929,888.98	34,046,136.22
	<u>164,883,835.86</u>	<u>168,931,961.68</u>
<b>Cost of Sales</b>		
Food & Beverage	12,779,591.67	14,126,601.51
Other Operated Depts.	926,031.29	910,836.77
	<u>13,705,622.96</u>	<u>15,037,438.28</u>
<b>Gross Profit</b>	151,178,212.90	153,894,523.40
<b>Operating Expenses</b>	<u>102,740,484.10</u>	<u>100,721,150.70</u>
<b>Net Operating Income</b>	<u>48,437,728.80</u>	<u>53,173,372.70</u>
<b>Non-operating Income/(Loss)</b>		
Interest Income	2,044,238.93	2,515,079.24
Dividend Income	-	-
Gain/(Loss) on Disposal of Fixed Assets	37,500.00	-
Exchange Gain/(Loss)	7,265,812.98	(483,459.34)
Share in Net Income/(Loss) of Associated Co.	194,394.67	144,140.74
	<u>9,541,946.58</u>	<u>2,175,760.64</u>
<b>Net Income/(Loss) Before Tax</b>	57,979,675.38	55,349,133.34
<b>Provision for Income Tax</b>	<u>17,078,204.05</u>	<u>16,157,598.70</u>
<b>Net Income/(Loss) After Tax</b>	<u><u>40,901,471.33</u></u>	<u><u>39,191,534.64</u></u>

**GRAND PLAZA HOTEL CORPORATION**  
**Statements of Changes in Equity**  
**For the years ended June 30, 2013 and 2012**  
*(With comparative figures for the year ended December 31, 2012)*  
**(In Philippine Pesos)**

	<u>Unaudited June 30, 2013</u>	<u>Unaudited June 30, 2012</u>	<u>Audited Dec. 31, 2012</u>
<b>Balance - beginning</b>	<b>1,056,135,329.55</b>	<b>1,129,311,507.95</b>	<b>1,129,311,507.95</b>
Prior period adjustment	-	-	-
<b>Balance - as adjusted</b>	<b>1,056,135,329.55</b>	<b>1,129,311,507.95</b>	<b>1,129,311,507.95</b>
Net income for the period	84,718,081.96	87,240,510.84	165,476,793.59
Dividends	-	(119,855,022.00)	(119,855,022.00)
Retirement of shares	-	-	-
Buyback of shares	-	-	(118,797,950.00)
<b>Balance - end</b>	<b><u>1,140,853,411.51</u></b>	<b><u>1,096,696,996.79</u></b>	<b><u>1,056,135,329.54</u></b>

**GRAND PLAZA HOTEL CORPORATION**

**Cash Flow Statements**

**For the years ended June 30, 2013 and 2012**

*(With comparative figures for the year ended December 31, 2012)*

**(In Philippine Pesos)**

	<b>Unaudited Year-to-date June 30, 2013</b>	<b>Unaudited Year-to-date June 30, 2012</b>	<b>Audited Full Year Dec. 31, 2012</b>
<b>Cash flows from operating activities</b>			
Net income	84,718,081.96	87,240,510.84	165,476,793.59
Adjustments to reconcile net income to net cash provided by operating activities			
Prior period adjustments	-		-
Depreciation and amortization	18,398,953.81	19,190,997.58	37,563,272.54
Equity in net income of associated company	(287,782.80)	(227,014.45)	(455,257.80)
Provision for bad debts	192,039.00	196,361.00	128,361.00
Changes in operating assets and liabilities			
(Increase) decrease in			
Accrued interest receivable	48,978.11	3,497.53	2,295.66
Accounts receivable - trade	(12,073,098.21)	(1,635,936.39)	(6,063,657.28)
Accounts receivable - others	(6,846,015.92)	(5,398,426.28)	(1,800,440.88)
Deferred income tax	3,201,389.90	(1,367,336.83)	(1,848,733.90)
Input tax	-	-	-
Advances to associated company	(4,798,697.99)	937,755.30	4,314,745.18
Advances to immediate holding company	(392,418.27)	(260,925.44)	(551,328.30)
Inventories	794,144.87	(4,649,587.99)	(1,970,648.89)
Prepaid expenses	(3,115,665.99)	(298,932.90)	(507,409.04)
Creditable withholding tax	-	5,249.98	5,249.98
Other current assets	(943,460.95)	(718,238.51)	(10,284,090.41)
Advances to/from THHM	-	-	-
Increase (decrease) in			
Accounts payable	(3,423,153.07)	(19,937,466.08)	(17,205,736.04)
Accrued liabilities	1,583,378.52	1,930,431.70	10,356,672.36
Notes payable	-	-	-
Rental payable	1,860,668.40	5,713,029.60	952,171.60
Due to associated company	12,590,649.06	14,602,106.57	2,023,657.24
Advances from immediate holding company - net	-	-	-
Advances from intermediate holding company	-	-	-
Refundable deposit	(1,061,242.63)	3,701,580.73	3,576,819.56
Deferred rental - Pagcor	(3,149,901.95)	176,968.79	176,968.78
Due to City e-Solutions Limited (formerly CHIL)	-	-	-
Due to Byron	-	-	-
Dividend payable	-	105,044,884.00	-
Output tax	-	-	-
Income tax payable	(9,978,340.93)	(12,858,051.92)	(5,385,851.14)
Other current liabilities	276,019.34	335,437.73	334,216.30
Reserves	2,889,847.42	1,335,603.16	(268.01)
	<u>80,484,371.68</u>	<u>193,062,497.72</u>	<u>178,837,802.10</u>
<b>Cash flows from investing activities</b>			
Acquisition of property and equipment - net	(4,749,861.00)	(1,760,292.54)	(11,904,075.36)
Dividend (declared)/received	-	(119,855,022.00)	(119,855,022.00)
(Receipts)/Refund of deposit on lease contract	-	-	-
(Receipts)/Payments relating to other assets	-	-	-
Buyback of shares - net	-	-	(118,797,950.00)
	<u>(4,749,861.00)</u>	<u>(121,615,314.54)</u>	<u>(250,557,047.36)</u>
<b>Cash flows from financing activities</b>			
Increase/(Decrease) in reserves	-	-	-
	-	-	-
<b>Net increase in cash and short-term notes</b>	75,734,510.68	71,447,183.18	(71,719,245.26)
<b>Cash and short-term notes, Beginning</b>	<u>282,627,393.57</u>	<u>354,346,638.82</u>	<u>354,346,638.82</u>
<b>Cash and short-term notes, Ending</b>	<u><b>358,361,904.25</b></u>	<u><b>425,793,822.00</b></u>	<u><b>282,627,393.56</b></u>

**GRAND PLAZA HOTEL CORPORATION**  
**Cash Flow Statements**  
**For the 2nd quarters ended June 30, 2013 and 2012**  
**(In Philippine Pesos)**

	<b>Unaudited 2nd quarter June 30, 2013</b>	<b>Unaudited 2nd quarter June 30, 2012</b>
<b>Cash flows from operating activities</b>		
Net income	40,901,471.33	39,191,534.64
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	9,181,154.20	9,623,442.68
Equity in net income of associated company	(194,394.67)	(144,140.74)
Provision for bad debts	192,039.00	196,361.00
Changes in operating assets and liabilities		
(Increase) decrease in		
Accrued interest receivable	75,215.02	34,482.88
Accounts receivable - trade	(5,564,831.38)	9,278,999.16
Accounts receivable - others	985,273.51	1,227,140.57
Deferred income tax	10,205,607.00	6,744,806.88
Input tax	-	-
Advances to associated company	(2,076,694.57)	(3,014,199.92)
Advances to immediate holding company	(129,341.56)	-
Inventories	232,071.71	(1,319,569.99)
Prepaid expenses	(1,415,123.57)	400,326.40
Creditable withholding tax	-	-
Other current assets	1,335,767.18	(521,933.84)
Advances to/from THHM	-	-
Increase (decrease) in		
Accounts payable	(15,436,432.90)	(1,196,405.47)
Accrued liabilities	5,710,262.56	(2,678,840.33)
Notes payable	-	-
Rental payable	(995,846.40)	2,856,514.80
Due to associated company	4,962,981.14	2,927,266.86
Advances from immediate holding company - ne	-	-
Advances from intermediate holding company	-	-
Refundable deposit	(868,228.49)	1,634,900.20
Deferred rental - Pagcor	(27,632,337.18)	(23,139,663.93)
Due to City e-Solutions Limited ( <i>formerly CHIL</i> )	-	-
Due to Byron	-	-
Dividend payable	-	105,044,884.00
Output tax	-	-
Income tax payable	(16,346,684.98)	(16,546,125.34)
Other current liabilities	546,841.94	161,384.64
Reserves	1,169,615.95	759,180.78
	<u>4,838,384.84</u>	<u>131,520,345.93</u>
<b>Cash flows from investing activities</b>		
Acquisition of property and equipment - net	0.00	(347,321.42)
(Receipts)/Payments relating to other assets	-	-
Retirement of treasury stocks	-	-
Buyback of shares	-	-
	<u>0.00</u>	<u>(120,202,343.42)</u>
<b>Cash flows from financing activities</b>		
Increase/(Decrease) in reserves	-	-
	<u>-</u>	<u>-</u>
<b>Net increase in cash and short-term notes</b>	4,838,384.84	11,318,002.51
<b>Cash and short-term notes, Beginning</b>	<u>353,523,519.40</u>	<u>414,475,819.48</u>
<b>Cash and short-term notes, Ending</b>	<u><u>358,361,904.24</u></u>	<u><u>425,793,822.00</u></u>

**Grand Plaza Hotel Corporation**  
**Aging Report As At 30 June 2013**

<b>Customer Type</b>	<b>0 to 8 days</b>	<b>9 to 30 days</b>	<b>31 to 60 days</b>	<b>61 to 90 days</b>	<b>91 to 120 days</b>	<b>Over 120 days</b>	<b>Total</b>	<b>%</b>
Airlines	801,235	1,694,711	2,810,255	38,365	78,540	1,502,523	6,925,629	13.52%
Credit card	1,675,482						1,675,482	3.27%
PAGCOR	1,868,351	4,097,470	5,296,707	2,395,290	792,382		14,450,200	28.21%
Company - local	19,859,477	1,954,426	1,136,792	644,610	173,424	293,183	24,061,912	46.97%
Overpayment	(32,580)	(879)	(2,005)	(13,980)	(10,080)	(384,622)	(444,146)	-0.87%
Permanent accounts	20,234	17,838	18,448		2,610		59,130	0.12%
Embassy & government	98,399	222,166	(94,801)			166,261	392,025	0.77%
Travel Agent - Local	112,805	505,462	947,741	23,480			1,589,488	3.10%
Temporary credit	63,599	68,182	303,119	450,242			885,142	1.73%
Travel Agent - Foreign	1,165,444	356,259	106,912				1,628,615	3.18%
<b>TOTAL</b>	<b>25,632,446</b>	<b>8,915,635</b>	<b>10,523,168</b>	<b>3,538,007</b>	<b>1,036,876</b>	<b>1,577,345</b>	<b>51,223,477</b>	<b>100.00%</b>
<b>%</b>	<b>50.04%</b>	<b>17.41%</b>	<b>20.54%</b>	<b>6.91%</b>	<b>2.02%</b>	<b>3.08%</b>	<b>100.00%</b>	