

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
Sep 30, 2021
2. SEC Identification Number
12942
3. BIR Tax Identification No.
000-104-320-000
4. Exact name of issuer as specified in its charter
Marcventures Holdings Inc.
5. Province, country or other jurisdiction of incorporation or organization
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
h Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati
City
Postal Code
1227
8. Issuer's telephone number, including area code
632-88314479
9. Former name or former address, and former fiscal year, if changed since last report
-
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	3,014,820,305

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
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.

Marcventures Holdings, Inc. MARC

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	Sep 30, 2021
Currency (indicate units, if applicable)	PHP

Balance Sheet

	Period Ended	
	Sep 30, 2021	Fiscal Year Ended (Audited) Dec 31, 2020
Current Assets	2,549,243,101	1,084,222,184
Total Assets	7,595,881,836	6,163,695,628
Current Liabilities	1,713,615,948	1,026,488,783
Total Liabilities	2,508,994,941	1,867,116,716
Retained Earnings/(Deficit)	1,770,981,964	980,673,981
Stockholders' Equity	5,086,886,895	4,296,578,912
Stockholders' Equity - Parent	3,807,587,490	3,872,793,076
Book Value per Share	1.68	1.43

Income Statement

	Current Year (3 Months)	Previous Year (3 Months)	Current Year-To-Date	Previous Year-To-Date
Gross Revenue	2,551,467,812	601,453,184	2,851,321,263	1,762,750,522
Gross Expense	1,262,585,077	530,266,903	1,747,664,005	1,451,704,271
Non-Operating Income	11,343,662	809,204	11,287,248	2,832,999
Non-Operating Expense	9,146,255	12,793,809	32,725,147	32,850,484
Income/(Loss) Before Tax	1,291,080,142	59,201,676	1,082,219,359	281,028,766
Income Tax Expense	334,457,512	33,542,009	291,911,375	117,849,481
Net Income/(Loss) After Tax	956,622,629	25,659,667	790,307,983	163,179,285
Net Income Attributable to Parent Equity Holder	956,622,629	25,659,667	790,307,983	163,179,285
Earnings/(Loss) Per Share (Basic)	0.32	0.01	0.26	0.05
Earnings/(Loss) Per Share (Diluted)	0.32	0.01	0.26	0.05

	Current Year (Trailing 12 months)	Previous Year (Trailing 12 months)
Earnings/(Loss) Per Share (Basic)	0.26	0.05
Earnings/(Loss) Per Share (Diluted)	0.26	0.05

Other Relevant Information

SEE ATTACHED SEC FORM 17Q

Filed on behalf by:

Name	Maila Lourdes De Castro
Designation	VP Legal

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: **September 30, 2021**
2. Commission identification number **12942**
3. BIR Tax Identification No. **470-000-104-320**
4. Exact name of registrant as specified in its charter: **MARCVENTURES HOLDINGS INC.**
5. Province, country or other jurisdiction of incorporation or organization: **PHILIPPINES**
6. Industry Classification Code: (SEC Use Only)
7. Address of registrant's principal office:
Unit 4-3 4th Floor BDO Towers Paseo, 8741 Paseo de Roxas, Makati City
8. Registrant's telephone number, including area code: **(63 2) 8831-4479**
9. Former name, former address and former fiscal year, if changed since last report. **N A.**
10. Securities registered pursuant to Sections 4 and 8 of the RSA

<u>Title of each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding</u>
Common Stock (₱1.00 par value)	3,014,820,305 shares

11. Are any or all of the securities listed on the Philippine Stock Exchange?
Yes. The common shares are listed on the Philippine Stock Exchange.
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 the registrant was required to file such reports)
Yes
 - (b) has been subject to such filing requirements for the past 90 days.
Yes

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PART I - FINANCIAL INFORMATION

Item 1- Financial Statements

The unaudited Consolidated Financial Statement of Marcventures Holdings Inc. (the “Company”) and its Subsidiaries as of September 30, 2021 (with comparative Audited Consolidated Statements of Financial Position as of December 31, 2020) and for the three-month and nine-month period ended September 30, 2021 and 2020 are in compliance with generally accepted accounting principles and there were no changes made in accounting policies and methods of computation in the preparation of the interim financial statements.

Summary of Consolidated Balance Sheet As of September 30, 2021 and December 31, 2020

	September 30, 2021 Unaudited	Dec. 31, 2020 Audited	September 30, 2021 vs. Dec. 31, 2020	
	(₱'000)	(₱'000)	Amount Increase (Decrease) (₱'000)	Percentage Increase (Decrease)
Current assets	₱2,549,243	₱1,084,222	₱1,465,021	135.12%
Noncurrent assets	5,046,639	5,079,473	(32,835)	(0.65%)
Total Assets	₱7,595,882	₱ 6,163,696	₱1,432,186	23.24%
Current liabilities	₱1,713,616	₱1,026,489	₱687,127	66.94%
Noncurrent liabilities	795,379	840,628	(45,249)	(5.38%)
Equity	5,086,887	4,296,579	790,308	18.39%
Total Liabilities and Equity	₱7,595,882	₱ 6,163,696	₱1,432,186	23.24%

Summary of Consolidated Statement of Income For the three-month period ending September 30, 2021 and 2020

	Amounts in ₱'000			
	For Three Months Ending September 30		Increase (Decrease)	
	2021	2020	Amount	Percentage
Revenues	₱2,551,468	₱601,453	₱1,950,015	324.2%
Cost of Sales	(1,094,256)	(311,972)	782,283	250.8%
Gross Profit	1,457,212	289,481	1,167,731	403.4%
Operating expenses	(168,329)	(218,294)	(49,965)	(22.9%)
Income from operations	1,288,883	71,186	1,217,696	1710.6%
Other income (expenses)	2,197	(11,985)	14,182	(118.3%)
Net income before tax	1,291,080	59,202	1,231,878	2,080.8%
Income tax expense	(334,458)	(33,542)	300,916	897.1%
Net income for the period	₱956,623	₱25,660	₱930,963	3,628.1%

For the nine-month period ending September 30, 2021 and 2020

	Amounts in ₱'000			
	For Nine Months Ending September 30		Increase (Decrease)	
	2021	2020	Amount	Percentage
Revenues	₱2,851,321	₱1,762,751	₱1,088,571	61.8%
Cost of Sales	(1,372,963)	(1,031,210)	341,753	33.1%
Gross Profit	1,478,359	731,541	746,818	102.1%
Operating expenses	(374,701)	(420,495)	(45,793)	(10.9%)
Income from operations	1,103,657	311,046	792,611	254.8%
Other income (expenses)	(21,438)	(30,017)	(8,580)	(28.6%)
Net income for the period	1,082,219	281,029	801,191	285.1%
Income tax expense	(291,911)	(117,849)	174,062	147.7%
Net income for the period	₱790,308	₱163,179	₱627,129	384.3%

Summary of Consolidated Statement of Cash Flows

For the nine-month period ending September 30, 2021 and 2020

	For Nine Months Ending September 30	
	2021 (₱'000)	2020 (₱'000)
Cash provided by (used in) operating activities	₱473,799	₱241,598
Cash provided by (used in) investing activities	174,407	(23,136)
Cash provided by (used in) financing activities	65,558	(57,611)
Net increase in cash and cash equivalent	713,764	160,851
Cash - beginning	475,428	314,441
Cash - ending	₱1,189,191	₱475,428

Item 2. - Management's Discussion and Analysis of Financial Condition and Results of Operation

The following discussion is based on the unaudited interim consolidated financial statements for the second quarter period ended September 30, 2021, with comparative figures for the corresponding periods in 2021 and audited consolidated financial statements as of December 31, 2020, prepared in conformity with Philippine Accounting Standards 34, Interim Financial Reporting and included herein, and should be read in conjunction with those unaudited interim consolidated financial statements.

Financial Condition and Results of Operation:

Nine-month period ended September 30, 2021 compared with nine-month period ended September 30, 2020

Revenues

For the nine-month period ended September 30, 2021, total revenues amounted to ₱2,851.3 million, higher by ₱1,088.6 million or 61.8% as compared with ₱1,762.8 million reported in the same period of prior year. It was attributable to a higher prices and volume of nickel ore sold during the period which led to an increase in total revenue as compared to last year of the same period.

Cost of Sales

Cost of sales went up to ₱1,373.0 million or an increase of ₱341.8 million (equivalent to 33.1% increase) as compared to ₱1,031.2 million last year and it was due to higher volume of nickel ore sold and produced during the period.

- **Contracted Services** increased by ₱338.3 million or equivalent to 45.6% increase.
- **Production Overhead** increased by ₱123.1 million or equivalent to 131.97% increase.
- **Depletion** decreased by ₱4.5 million or equivalent to 5.5% decrease.
- **Excise tax** increased by ₱43.5 million or equivalent to 61.8% increase.

Operating Expenses

Operating expenses decreased by 10.9% or ₱45.8 million from ₱420.5 million of the same period of last year down to ₱374.7 million this year. The decrease in operating expenses was the effect of the following:

- **Decrease in Depreciation** by ₱7.1 million or equivalent to 27.5% due to full depreciation of most of the service and mining equipment during the covered period.
- **Decrease in Outside Services** by ₱0.6 million or equivalent to 8.7% which pertains to lower outsourced manpower and security services engaged during the period.
- **Decrease in Social Development Program Expenses** by ₱17.0 million or equivalent to 68.7% due to the pandemic situation and unfavorable weather condition in the covered period where the Company correspondingly slowed down and/or temporarily put on hold its implementation of its health, livelihood and educational programs in compliance with the Department of Environment and Natural Resources (DENR).
- **Decrease in Salaries and Wages** by ₱21.0 million or 17.28% due to restructuring and reorganization program that was implemented to promote efficiency and align with Company needs.
- **Decrease in Environmental Expenses** by ₱72.6 million or equivalent to 48.8% due to the pandemic situation and unfavorable weather condition in the covered period where the Company was not able to implement projects on the Environmental Protection and Enhancement Program (EPEP), including the protection and rehabilitation of the affected mined areas in compliance with the Department of Environment and Natural Resources (DENR).

The above cost decreases were partly offset by the following:

- **Increase in Taxes and Licenses** by ₱12.8 million or equivalent to 28.6% due to higher assessment of LGU business tax on the gross revenue in 2020 as basis for payment of business permits and licenses.
- **Increase in Community Relations** by ₱4.9 million or equivalent to 77.1%; Aside from Social Development and Management Program (SDMP), the Company also provides livelihood to the community, public utilities and socio-cultural preservation.
- **Increase in Professional Fees** by ₱9.2 million or equivalent to 38.4% due to higher consultancy and professional engagements.
- **Increase in Other Expenses** by ₱38.6 million or equivalent to 130.5% due to the depletion of the Investment in Subsidiaries and this substantially contributed to the increase in operating expenses.
- **Increase in Royalties** by ₱11.4 million or equivalent to 61.5% due to the higher revenue generated this year as compared to last year of the same period.

Statement of Financial Position

September 30, 2021 vs. December 31, 2020

Assets

The consolidated total assets of the Company increased by ₱1,432.2 million from ₱6,163.7 million as of December 31, 2020 to ₱7,595.9 million as of September 30, 2021. The 23.2% increase was mainly due to the net effect of the following:

- Cash increased by ₱947.2 million or 391.5% mainly due to the higher proceeds from the sale of nickel ore.
- Trade and Other Receivables increased from ₱542.26 million to ₱652.0 million. The increase of ₱109.8 million or 20.2% was due to the uncollected trade receivables during the period covered.
- Ore inventory increased by ₱294.2 million or 231.3% from ₱127.22 million in 2020 to ₱421.4 million in 2021. The increase was mainly due to higher production towards the third (3rd) quarter of the year as compared to last year of the same period.
- Other current assets increased by ₱131.9 million or 98.7% mainly due to advances to contractors for the mining operations.

Liabilities

As at September 30, 2021, the total liabilities of the Company increased by ₱641.9 million or 34.4% from ₱1,867.12 million as of December 31, 2020 to ₱2,509.0 million as of September 30, 2021. The increase was due to the net effect of the following:

- Trade and other payables increased by ₱572.0 million or 139.7% primarily due to the unpaid balance of contractors' services and purchases from suppliers.
- Advances from related parties increased by ₱31.4 million or 22.4% due to additional funding for company's working capital requirements.
- Loan payable decreased by ₱93.8 million or 27.9% due to partial payment of the loan principal.
- Income tax payable increased by ₱177.6 million or 130.5% due to higher net taxable income.

Equity

The stockholders' equity of the Company increased by ₱790.3 million or 18.4% from ₱4,296.6 million as of December 31, 2020 to ₱5,086.9 million as of September 30, 2021 due to increase of net income for the period.

Statement of Cash Flows

September 30, 2021 vs. September 30, 2020

The net cash generated in operating activities increased by ₱232.2 million from ₱241.6 in 2020 to ₱473.8 in 2021 due to higher sales proceeds.

Net cash provided in investing activities in the amount of ₱174.4 million was for the development of mine and mining properties and contributed in the decrease in other noncurrent assets.

Net cash provided in financing activities in the amount of ₱65.6 million was mainly from the advances from related parties and was offset with the payment of interest and partial settlement of loans

payable.

The net effects of the foregoing operating, investing and financing activities were increases in cash of ₱713.8 million and ₱161.0 million in September 30, 2021 and 2020, respectively. The cash balances at the end of the period were ₱1,189.2 million and ₱475.4 million as of September 30, 2021 and 2020 respectively.

Horizontal and Vertical Analysis:

	Consolidated		Increase (Decrease)	
	Sep. 30, 2021	Dec. 31, 2020	Amount	%
ASSETS				
Current Assets				
Cash	₱1,189,191,362	₱241,951,074	₱947,240,288	391.50%
Trade and other receivables	652,027,539	542,258,519	109,769,020	20.24%
Inventories	21,072,175	39,179,557	(18,107,382)	(46.22%)
Advances to related parties	421,449,344	127,217,784	294,231,560	231.28%
Other current assets	265,502,681	133,615,250	131,887,431	98.71%
Total Current Assets	₱2,549,243,101	₱1,084,222,184	₱1,465,020,917	135.12%
Noncurrent Assets				
Property and equipment	197,339,255	209,369,331	(12,030,076)	(5.75%)
Mining rights on explored resources	4,412,459,660	4,435,089,769	(22,630,109)	(0.51%)
Net deferred tax assets	36,193,214	36,193,214	-	0.00%
Other noncurrent assets	400,646,606	398,821,130	1,825,476	0.46%
Total Noncurrent Assets	₱5,046,638,735	₱5,079,473,444	(₱32,834,709)	(0.65%)
TOTAL ASSETS	₱7,595,881,836	₱6,163,695,628	₱1,432,186,208	23.24%
LIABILITIES AND EQUITY				
Current Liabilities				
Trade and other payables	₱981,419,369	₱409,425,087	₱571,994,282	139.71%
Current portion of loans payable	242,147,852	335,975,945	(93,828,093)	(27.93%)
Advances from related parties	171,647,989	140,272,674	31,375,315	22.37%
Dividends payable	4,707,885	4,707,886	-	0.00%
Income tax payable	313,692,853	136,107,191	177,585,662	130.47%
Total Current Liabilities	₱1,713,615,948	₱1,026,488,783	₱687,127,165	66.94%
Noncurrent Liabilities				
Long-term debt - net of current portion	243,672,480	286,529,622	(42,857,142)	(14.96%)
Provision for mine rehabilitation and decommissioning	55,675,285	55,675,292	(7)	0.00%
Retirement benefit liability	30,768,468	33,160,260	(2,391,792)	(7.21%)
Deferred tax liability	465,262,760	465,262,759	-	0.00%
Total Noncurrent Liabilities	₱795,378,993	₱840,627,933	(₱45,248,940)	(5.38%)
Total Liabilities	₱2,508,994,941	₱1,867,116,716	₱641,878,225	34.38%
Equity				
Capital stock	₱3,014,820,305	₱3,014,820,305	-	0.00%
Additional paid-in capital	269,199,788	269,199,788	-	0.00%
Retained earnings	1,770,981,964	980,673,981	790,307,983	80.59%
Remeasurement gain on retirement benefit liability - net of deferred tax	31,884,838	31,884,838	-	0.00%
Total Equity	₱5,086,886,895	₱4,296,578,912	₱790,307,983	18.39%
TOTAL LIABILITIES AND EQUITY	₱7,595,881,836	₱6,163,695,628	₱1,432,186,208	23.24%

OTHER INFORMATION

- a. There are no known trends or any known demands, commitments, events, or uncertainties that will result in or that are reasonably likely to result in the registrant's liquidity increasing or decreasing in any material way.
- b. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
- c. There are no 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.
- d. Aside from the volatile prices of ore in the market and USD exchange rate, there are no other known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations
- e. The causes for the material changes from period to period in the financial accounts were explained in the Management's discussion and analysis of financial condition and results of operation.
- f. There are no significant elements of income or loss that did not arise from the registrant's continuing operations.
- g. There are no items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidents.
- h. There are no new Issuances, repurchases, and repayments of debt and equity securities.
- i. There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.
- j. There are no 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.
- k. There are no contingent liabilities or contingent assets since the last annual balance sheet date.
- l. There are no material contingencies and other material events or transactions during the interim period.
- m. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

Key Performance Indicators (KPIs)

Marcventures' Management uses the following KPIs for the Company and its subsidiaries:

	September 30, 2021	September 30, 2020
Net Income	₱790,307,983	₱163,179,285
Quick assets	2,033,497,420	1,611,837,764
Current assets	2,549,243,101	2,220,913,285

Total assets	7,595,881,836	7,439,366,373
Current liabilities	1,713,615,948	2,620,709,058
Total liabilities	2,508,994,941	3,352,496,632
Stockholders' Equity	5,055,002,057	4,086,869,739
Number of common shares outstanding	3,014,820,305	3,014,820,305

	September 30, 2021	September 30, 2020
Liquidity ratios:		
Current ratio ⁽¹⁾	1.49:1	0.85:1
Quick ratio ⁽²⁾	1.19:1	0.73:1
Solvency Ratios:		
Debt ratio ⁽³⁾	0.33:1	0.35:1
Debt to Equity ratio ⁽⁴⁾	0.50:1	0.82:1
Profitability ratios:		
Earnings (Loss) per share ⁽⁵⁾	0.26	0.05
Book value per share ⁽⁶⁾	1.68	1.36

Note:

1. Current Assets / Current liabilities
2. Quick Assets / Current liabilities
3. Total Liabilities / Total assets
4. Total Liabilities / Shareholders' equity
5. Net Income (Loss) / Common shares outstanding
6. Stockholders' Equity / Common shares outstanding

PART II - OTHER INFORMATION

Any information not previously reported in a report on SEC Form 17-C

NONE

PART III - FINANCIAL SOUNDNESS INDICATORS

Liquidity Ratio

- a. Current Ratio
Total Current Assets/ Total Current Liabilities = 1.49:1
- b. Quick Ratio
Quick asset / Total Current Liabilities = 1.19:1

Solvency Ratio

- a. Debt Ratio
Total liabilities / Total assets = 0.33:1
- b. Debt to Equity Ratio
Total liabilities / Shareholder's Equity = 0.50:1

Profitability Ratio

- a. Return on Equity Ratio
Net Income (Loss) / Average shareholder's equity = 0.17:1
- b. Return on Assets
Net Income (Loss)/ Average Total assets = 0.11:1
- c. Fixed Assets Turnover Ratio:
Revenue/Property Plant and Equipment = 14.45:1
- d. Asset to Equity Ratio:
Total Assets / Stockholders' Equity = 1.50:1
- e. Asset Turnover
Revenue/Total Assets = 0.38

Interest Coverage Ratio

Net Income (Loss) / Interest expense = 24.15:1

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: **MARCVENTURES HOLDINGS INC.**



Signature and Title: **ROLANDO S. SANTOS**
Officer-in-Charge / SVP-Finance and Administration

Date: November 8, 2021



Signature and Title: **DALE A. TONGCO**
VP - Controller

Date: November 8, 2021

MARCVENTURES HOLDINGS, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
ASSETS			
Current Assets			
Cash	5	₱1,189,191,362	₱241,951,074
Trade and other receivables	6	652,027,539	542,258,519
Inventories	7	21,072,175	39,179,557
Advances to related parties	20	421,449,344	127,217,784
Other current assets	8	265,502,681	133,615,250
Total Current Assets		2,549,243,101	1,084,222,184
Noncurrent Assets			
Property and equipment	9	197,339,255	209,369,331
Mining rights and other mining assets	10	4,412,459,660	4,435,089,769
Net deferred tax assets		36,193,214	36,193,214
Other noncurrent assets	11	400,646,606	398,821,130
Total Noncurrent Assets		5,046,638,735	5,079,473,444
		₱7,595,881,836	₱6,163,695,628
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	12	₱981,419,369	₱409,425,087
Current portion of loans payable	14	242,147,852	335,975,945
Advances from related parties	20	171,647,989	140,272,674
Dividends payable	15	4,707,885	4,707,886
Income tax payable		313,692,853	136,107,191
Total Current Liabilities		1,713,615,948	1,026,488,783
Noncurrent Liabilities			
Long-term debt - net of current portion	14	243,672,480	286,529,622
Provision for mine rehabilitation and decommissioning	13	55,675,285	55,675,292
Retirement benefit liability	19	30,768,468	33,160,260
Deferred tax liability	4	465,262,760	465,262,759
Total Noncurrent Liabilities		795,378,993	840,627,933
Total Liabilities		2,508,994,941	1,867,116,716
Equity			
Capital stock	15	3,014,820,305	3,014,820,305
Additional paid-in capital	15	269,199,788	269,199,788
Retained earnings		1,770,981,964	980,673,981
Remeasurement gain on retirement benefit liability - net of deferred tax		31,884,838	31,884,838
Total Equity		5,086,886,895	4,296,578,912
		₱7,595,881,836	₱6,163,695,628

See accompanying Notes to Consolidated Financial Statements.

MARVENTURES HOLDINGS, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Three Months Ended September 30			Nine Months Ended September 30	
	Note	2021	2020	2021	2020
REVENUE		₱2,551,467,812	₱601,453,184	₱2,851,321,263	₱1,762,750,522
COST OF SALES	16	(1,094,255,687)	(311,972,407)	(1,372,962,540)	(1,031,209,672)
GROSS INCOME		1,457,212,125	289,480,777	1,478,358,723	731,540,850
OPERATING EXPENSES	17	(168,329,390)	(218,294,496)	(374,701,465)	(420,494,599)
INCOME FROM OPERATIONS		1,288,882,735	71,186,281	1,103,657,258	311,046,251
INTEREST EXPENSE		(9,146,255)	(12,793,809)	(32,725,147)	(32,850,484)
INTEREST INCOME	5	63,328	154,806	115,268	177,044
OTHER INCOME (CHARGES) - Net	18	11,280,334	654,398	11,171,980	2,655,955
INCOME BEFORE INCOME TAX		1,291,080,142	59,201,676	1,082,219,359	281,028,766
PROVISION FOR INCOME TAX		(334,457,512)	(33,542,009)	(291,911,375)	(117,849,481)
NET INCOME		956,622,629	₱25,659,667	₱790,307,983	₱163,179,285
Basic and diluted earnings (loss) per share	23	₱0.32	₱0.01	₱0.26	₱0.05

See accompanying Notes to Consolidated Financial Statements.

MARCVENTURES HOLDINGS, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Note	Nine Months Ended September 30,	
		2021	2020
CAPITAL STOCK - ₱1 par value	15		
Authorized - 4,000,000,000 shares			
Issued and outstanding:			
Balance at beginning of year		₱3,014,820,305	₱3,014,820,305
Issuance		-	-
Balance at end of year		3,014,820,305	3,014,820,305
ADDITIONAL PAID-IN CAPITAL	15	269,199,788	269,199,788
RETAINED EARNINGS			
Balance at beginning of year		980,673,981	605,626,516
Transition adjustment on initial application of PFRS 9 - net of deferred tax		-	-
Balance at beginning of year		980,673,981	605,626,516
Net income (loss)		790,307,983	163,179,285
Balance at end of year		1,770,981,964	768,805,801
REMEASUREMENT GAIN ON RETIREMENT BENEFIT LIABILITY - net of deferred tax		31,884,838	34,043,845
		₱5,086,886,895	₱4,086,869,739

See accompanying Notes to Consolidated Financial Statements.

MARVENTURES HOLDINGS, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Note	For the Nine Months Ended September 30,	
		2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income before income tax		₱1,082,219,358	₱281,028,766
Adjustments for:			
Depreciation	9	23,216,630	35,176,198
Depletion	10	6,243,747	82,450,556
Interest expense		32,725,147	32,850,484
Interest income	5	(115,268)	(177,044)
Operating income (loss) before working capital changes		1,144,289,614	431,328,960
Decrease (increase) in:			
Trade and other receivables		484,382,682	(931,946,434)
Advances to related parties		149,384,696	4,451,593
Inventories		(374,534,182)	(93,522,511)
Other current assets		126,200,809	(259,618,233)
Increase (decrease) in:			
Trade and other payables		(908,545,283)	1,187,398,527
Advances from related parties		77,390,236	(16,589,067)
Net cash generated from operations		698,568,572	321,468,783
Interest received	5	115,268	177,044
Income tax paid		(163,702,267)	(79,911,968)
Net cash provided by operating activities		₱473,798,993	₱241,733,859
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to:			
Property and equipment	9	58,318,897	(14,955,015)
Mining rights and other mining assets	10	19,134,837	(9,631,934)
Decreased in other noncurrent assets		96,952,857	1,451,209
Net cash provided(used) in investing activities		₱174,406,591	(₱23,135,740)
CASH FLOWS FROM FINANCING ACTIVITIES			
Availments (Payments) of:			
Interest		(32,725,147)	(32,850,484)
Loans		98,283,384	(24,760,890)
Net cash provided(used) in financing activities		₱65,558,237	(₱57,611,374)
NET INCREASE IN CASH		₱713,763,821	₱160,986,745
CASH AT BEGINNING OF YEAR		475,427,541	314,440,796
CASH AT END OF YEAR		₱1,189,191,362	₱475,427,541

See accompanying Notes to Consolidated Financial Statements.

MARCVENTURES HOLDINGS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

General Information

Marcventures Holdings, Inc. (the Parent Company), singly and collectively with its subsidiaries, is referred herein as “the Company”.

The Parent Company was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 7, 1957. Its primary purpose is to deal with properties of every kind and description to the extent permitted by law without engaging in the business of an investment company as defined in the Investment Company Act (Republic Act 2629), or act as a securities broker or dealer. On August 7, 2007, the SEC approved the extension of the Parent Company’s corporate life for another 50 years.

The Parent Company’s shares of stocks were initially listed in the Philippine Stock Exchange, Inc. (PSE) on January 10, 1958. As at September 30, 2021 and 2020, 3,014,820,305 shares of the Parent Company’s shares of stocks are listed in The Philippine Stock Exchange, Inc. (PSE).

The registered address of the Parent Company is 4th Floor, BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City.

Information about the Subsidiaries

All of the subsidiaries of the Parent Company are wholly owned.

Marcventures Mining and Development Corporation (MMDC).

MMDC was incorporated and registered with the SEC on January 18, 1995 primarily to engage and/or carry on the business of extracting, mining, smelting, refining and converting mineral ores such as, but not limited to nickel, chromites, copper, gold, manganese and other similar ores and/natural metallic or non-metallic resource.

MMDC has been granted by the Department of Environment and Natural Resources (DENR) Mineral Production Sharing Agreement (MPSA) No. 016-93-X (SMR) covering an area of approximately 4,799 hectares located in the municipalities of Carrascal, Cantilan and Madrid, Surigao Del Sur.

Originally, the MPSA was granted to Ventura Timber Corporation (VTC) on September 19, 1992. In January 1995, VTC executed a deed of assignment (the Deed) to transfer to MMDC all its rights and interest in and title to the MPSA. On January 15, 2008, the Deed was approved by the Mines and Geosciences Bureau (MGB).

On September 24, 2016, the DENR issued an order approving the extension of MMDC’s MPSA for a period of nine (9) years starting from the expiration of the first twenty-five (25)-year term.

On February 13, 2017, MMDC received an order dated February 8, 2017 from the DENR cancelling its MPSA. Management and its legal counsel believe that the order has no basis and the outcome of legal actions taken will not have a material adverse effect on the Company’s operations (see Note 24). Accordingly, MMDC has continued its mining operations in areas covered by the MPSA.

BrightGreen Resources Corporation (BRC).

BRC was incorporated and registered with the SEC on July 20, 1989 to engage in the mining business. The Parent Company acquired BRC from its merger with Brightgreen Resources Holdings, Inc. (BHI) in 2017.

On July 1, 1993, the DENR approved BRC's application for MPSA No. 015-93-XI (SMR) covering an area of approximately 4,860 hectares located in the municipalities of Carrascal and Cantilan, Surigao del Sur. BRC is undertaking its continuous exploratory drilling program to block mineral resources at indicated and measured category.

Alumina Mining Philippines, Inc. (AMPI)

AMPI was incorporated and registered with the SEC on August 31, 2001 to engage in the mining business.

On December 5, 2002, the DENR approved AMPI's application for MPSA No. 179-2002-VIII-SBMR covering 6,694 hectares in the municipalities of San Jose de Buan and Paranas Samar in Eastern Visayas (Region VIII), valid for 25 years and renewable for another 25 years.

Bauxite Resources, Inc. (BARI)

BARI was incorporated and registered with the SEC on August 31, 2001 to engage in the mining business.

On December 5, 2002, the DENR approved BARI's application for MPSA No. 180-2002-VIII-SBMR covering 5,519 hectares in the Municipalities of Gandara, San Jose de Buan, Matuguinao, and San Jorge, Province of Samar (formerly known as Western Samar) in Eastern Visayas (Region VIII), valid for 25 years and renewable for another 25 years.

BRC, AMPI and BARI received a Show-Cause Order dated February 13, 2017 from the DENR to explain why their MPSA should not be cancelled pursuant to an alleged violation. The Company submitted a reply explaining that BRC, AMPI and BARI have prior legal right.

Subsequently, AMPI and BARI obtained certifications from the Forest Management Bureau that its mining tenement is outside officially designated proclaimed watersheds. This was further confirmed by the MGB in its letter dated August 10, 2017.

2. Summary of Significant Accounting Policies

Basis of Preparation and Statement of Compliance

The consolidated financial statements have been prepared in compliance with the Philippine Financial Reporting Standards (PFRS). This financial reporting framework includes PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretations from International Financial Reporting Interpretations Committee (IFRIC) issued by the Philippine Financial Reporting Standards Council and adopted by the SEC, including SEC pronouncements.

Measurement Bases

The consolidated financial statements are presented in Philippine Peso, which is the Company's functional currency. All values are in absolute amounts, unless otherwise indicated.

The consolidated financial statements of the Company have been prepared on a historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for an asset and fair value of the consideration received in exchange for incurring a liability.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the transaction date.

The Company uses market observable data to a possible extent when measuring the fair value of an asset or a liability. Fair values are categorized into different levels in a fair value hierarchy based on inputs used in the valuation techniques as follows:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

If the inputs used to measure the fair value of an asset or a liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further disclosures are included in Note 25, *Financial Risk Management Objectives and Policies and Fair Value Measurement*.

Adoption of New and Amended PFRS

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following relevant new and amended PFRS which the Company adopted effective for annual periods beginning January 1, 2020:

- Amendments to PFRS 3 - *Definition of a Business* – This amendment provides a new definition of a “business” which emphasizes that the output of a business is to provide goods and services to customers, whereas the previous definition focused on returns in the form of dividends, lower costs or other economic benefits to investors and others. To be considered a business, an integrated set of activities and assets must now include ‘an input and a substantive process that together significantly contribute to the ability to create an output’. The distinction is important because an acquirer may recognize goodwill (or a bargain purchase) when acquiring a business but not a group of assets. An optional simplified assessment (the concentration test) has been introduced to help companies determine whether an acquisition is of a business or a group of assets.
- Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Material* – The amendments clarify the definition of “material” and how it should be applied by companies in making materiality judgments. The amendments ensure that the new definition is consistent across all PFRS standards. Based on the new definition, an information is “material” if omitting, misstating, or obscuring it could reasonably be expected to influence the decisions that the primary users of general-purpose financial statements make on the basis of those financial statements.

The adoption of the foregoing amended PFRS does not have any material effect on the consolidated financial statements of the Company.

Amended PFRS Issued But Not Yet Effective

Relevant amended PFRS, which are not yet effective as at December 31, 2020 and have not been applied in preparing the consolidated financial statements, are summarized below.

Effective for annual periods beginning on or after September 1, 2020:

- Amendments to PFRS 16, *Leases – Covid-19-related Rent Concessions* – The changes amend PFRS 16 to (1) provide lessees with an exemption from assessing whether Covid-19-related rent concession is a lease modification; (2) require lessees that apply the exemption to account for Covid-19-related rent concessions as if they were not lease modifications; (3) require lessees that apply exemption to disclose this fact; and (4) require lessees to apply the exemption retrospectively in accordance with PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*, but not require them to restate prior period figures.

Effective for annual periods beginning on or after January 1, 2022:

- Amendments to PFRS 3, *References to the Conceptual Framework* – The amendments include a new chapter on measurement; guidance on reporting financial performance; improved definitions and guidance-in particular the definition of a liability; and clarifications in important areas, such as the roles of stewardship, prudence and measurements uncertainty in financial reporting. The amendments should be applied retrospectively unless retrospective application would be impracticable or involve undue cost or effort.
- Annual Improvements to PFRS 2018 to 2020 Cycle:
 - Amendment to PFRS 9, *Financial Instruments* – The amendment clarifies which fees an entity includes when it applies the “10% test” in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other’s behalf.
 - Amendment to PFRS 16, *Lease Incentives* – The amendment to Illustrative Example 13 accompanying PFRS 16 removes from the example the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example.
- Amendments to PAS 16, *Property, Plant and Equipment - Proceeds before Intended Use* – The amendments prohibit deducting from the cost of an item of property, plant, and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.
- Amendments to PAS 37, *Onerous Contracts – Cost of Fulfilling a Contract* – The amendments specify that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (e.g. direct labor and direct materials) or an allocation of other costs that relate directly to fulfilling contracts (e.g. allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

Deferred effectivity -

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28 - *Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a conflicting provision under the two standards. It clarifies that a gain or loss shall be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.

Under prevailing circumstances, the adoption of the foregoing amended PFRS is not expected to have any material effect on the consolidated financial statements of the Company. Additional disclosures will be included in the consolidated financial statements, as applicable.

Basis of Consolidation

The consolidated financial statements include the accounts of the Parent Company and its wholly owned subsidiaries as at September 30, 2021 and December 31, 2020 and for the quarters ended September 30, 2021 and 2020.

Subsidiaries

A subsidiary is an entity that is controlled by the Parent Company and is consolidated from the date on which control is transferred to the Parent Company directly or through the holding companies. Control is achieved when the Company is exposed or has rights to variable returns from its investment with the investee and has the ability to affect those returns through its power over the investee. A subsidiary is deconsolidated from the date on which control ceases.

The financial statements of the subsidiaries are prepared for the same reporting year as that of the Company using uniform accounting policies. Significant intercompany transactions and balances, including intercompany profits and unrealized profits and losses, are eliminated in full.

A change in ownership interest in a subsidiary, without a change in control, is accounted for as an equity transaction.

If the Parent Company loses control over a subsidiary, the Company: (a) derecognizes the assets and liabilities of the subsidiary; (b) derecognizes the carrying amounts of any non-controlling interest; (c) derecognizes the cumulative translation differences recorded in equity; (d) recognizes the fair value of consideration received; (e) recognizes the fair value of any investment retained; (f) recognizes any surplus or deficit in profit or loss; and (g) reclassifies the Company's share of components previously recognized in Other Comprehensive Income (OCI) to profit or loss.

Financial Assets and Liabilities

a. Recognition

The Company recognizes a financial asset or a financial liability in the consolidated statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, are done using trade date accounting.

Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at fair value through profit and loss (FVPL), includes transaction cost.

“Day 1” Difference. Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Company recognizes the difference between the transaction price and fair value (a “Day 1” difference) in profit or loss. In cases where there is no observable data on inception, the Company deems the transaction price as the best estimate of fair value and recognizes “Day 1” difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the “Day 1” difference.

b. Classification and Subsequent Measurement Policies

The Company classifies its financial assets at initial recognition under the following categories: (a) financial assets at FVPL, (b) financial assets at amortized cost and (c) financial assets at fair value through other comprehensive income (FVOCI). Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or financial liabilities at amortized cost. The classification of a financial instrument largely depends on the Company’s business model and its contractual cash flow characteristics.

As at September 30, 2021 and December 31, 2020, the Company does not have financial assets and liabilities at FVPL and financial assets at FVOCI.

Financial Assets at Amortized Cost. Financial assets shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized and through amortization process. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

As at September 30, 2021 and December 31, 2020, the Company’s cash, trade and other receivables (excluding advances to officers and employees), advances to related parties and Rehabilitation Cash Fund (RCF), rental deposit and Monitoring Trust Fund (MTF) (included under “Other noncurrent assets”) account are classified under this category (see Notes 6, 8, and 11).

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Company having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured

at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

As at September 30, 2021 and December 31, 2020, the Company's trade and other payables (excluding advances from customers and excise tax and other statutory payables), loans payable, advances from related parties, dividends payable and long-term debt are classified under this category (see Notes 12, 14 and 20).

c. Reclassification

The Company reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in OCI.

d. Impairment Policy on Financial Assets at Amortized Cost

The Company records an allowance for "expected credit loss" (ECL). ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For trade receivables, the Company has applied the simplified approach and has calculated ECL based on the lifetime ECL. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial instruments measured at amortized cost, the ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

e. Derecognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- the right to receive cash flows from the asset has expired;

- the Company retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; or
- the Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Company’s continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled, or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statements of comprehensive income.

A modification is considered substantial if the present value of the cash flows under the new terms, including net fees paid or received and discounted using the original effective interest rate, is different by at least 10% from the discounted present value of remaining cash flows of the original liability.

The fair value of the modified financial liability is determined based on its expected cash flows, discounted using the interest rate at which the Company could raise debt with similar terms and conditions in the market. The difference between the carrying value of the original liability and fair value of the new liability is recognized in the consolidated statements of comprehensive income.

On the other hand, if the difference does not meet the 10% threshold, the original debt is not extinguished but merely modified. In such case, the carrying amount is adjusted by the costs or fees paid or received in the restructuring.

f. Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset, and the net amount reported in the consolidated statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the consolidated statements of financial position.

g. Classification of Financial Instrument between Liability and Equity

A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;
- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or
- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Company does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Cash

Cash in the consolidated statements of financial position comprise cash on hand and in banks, excluding any restricted cash. Restricted cash, which includes RCF and MTF, is not available for use by the Company and therefore is not considered highly liquid.

Inventories

Inventories, which consist of ore stockpiles, are physically measured or estimated and valued at the lower of cost and net realizable value (NRV). Cost consists of contractual services, personnel costs, depletion, depreciation and other costs that are directly attributable in bringing the ore in its saleable conditions. Cost is determined using the moving average method. NRV is the estimated selling price in the ordinary course of business, less the estimated cost necessary to make the sale.

Other Current Assets

Other current assets include prepaid income tax, advances to contractors and suppliers, mining and office supplies and prepaid expenses.

Prepaid Income Tax. Prepaid income tax represents creditable withholding tax and other tax credits of the Parent Company.

Advances to Contractors and Suppliers. Advances to contractors and suppliers represent advance payments on goods or services to be purchased in connection with the mining operation. These are reclassified to proper asset account in the consolidated statements of financial position or charged to expense in the consolidated statements of comprehensive income upon actual receipt of goods or services, which is normally within twelve (12) months or within the normal operating cycle. Otherwise, these are classified as noncurrent assets.

Mining and Office Supplies. Mining and office supplies comprise all costs of purchase and other costs incurred in bringing the mining and office supplies to their present location and condition. The purchase cost is determined on a moving average method. These are charged to expense in the consolidated statements of comprehensive income upon use.

Prepaid Expenses. Prepaid expenses represent expenses not yet incurred but paid in advance and are apportioned over the period covered by the payment and charged to profit or loss when incurred. Prepaid expenses that are expected to be realized for no more than twelve (12) months after the financial reporting period are classified as current assets. Otherwise, these are classified as noncurrent assets.

Property and Equipment

Property and equipment, except for land, are initially measured at cost less accumulated depreciation and amortization and any impairment in value. The cost of an asset consists of its purchase price and

costs directly attributable to bringing the asset to its working condition for its intended use. Cost also includes any asset retirement obligation and capitalized interest on borrowed funds used in the case of a qualifying asset. Land is stated at cost less any impairment in value.

Subsequent expenditures relating to an item of property and equipment that have already been recognized are added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Company. All other subsequent expenditures are recognized as expense in the period in which these are incurred.

Each part of an item of property and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately.

Depreciation and amortization are calculated on a straight-line basis over the following estimated useful lives of the property and equipment:

	Number of Years
Building and improvements	5-20
Office furniture, fixtures, and equipment	2-5
Heavy and transportation equipment	4-10

The estimated useful lives and depreciation and amortization method are reviewed periodically to ensure that these are consistent with the expected pattern of economic benefits from items of property and equipment.

Construction-in-progress is included in property and equipment and stated at cost which includes cost of construction and other direct costs. Construction-in-progress is not depreciated until such time the relevant assets are ready for operational use.

Fully depreciated property and equipment are retained in the accounts until they are no longer in use and no further depreciation are credited or charged to current operations.

When assets are retired or otherwise disposed of, the cost and the related accumulated depreciation and any impairment in value are removed from the accounts. Any resulting gain or loss is recognized in profit or loss.

Mining Rights and Other Mining Assets

Mining Rights. Mining rights include costs incurred in connection with the acquisition of rights over mineral reserves. Rights over mineral reserves, which are measured, indicated, or inferred, are capitalized as part of mining rights on explored resources if the reserves are commercially producible and that geological data demonstrate with a specified degree of certainty that recovery in future years is probable.

Mining rights are subject to amortization or depletion from the commencement of production on a unit-of-production method, based on proven and probable reserves. Costs used in the unit of production calculation comprise the net book value of capitalized costs plus the estimated future development costs. Changes in the estimates of mineral reserves or future development costs are accounted for prospectively.

Deferred Exploration Costs. Deferred exploration costs include costs incurred in connection with exploration activities. Deferred exploration cost is carried at cost less accumulated impairment losses.

Exploration and evaluation activities involve the search for mineral resources, the determination of technical feasibility, and the assessment of commercial viability of the mineral resource.

Exploration and evaluation activities include:

- Gathering exploration data through geological studies;
- Exploratory drilling and sampling; and
- Evaluating the technical feasibility and commercial viability of extracting the mineral resource. Once the reserves are established and development is sanctioned, deferred exploration costs are tested for impairment and reclassified to mine development costs.

Mine and Mining Properties. Upon start of commercial operations, mine development costs are reclassified as part of mine and mining properties. These costs are subject to depletion, which is computed using the units-of-production method based on proven and probable reserves, which is reviewed periodically to ensure that the estimated depletion is consistent with the expected pattern of economic benefits from the mine and mining properties.

Deferred exploration costs and construction-in-progress related to an already operating mine are reclassified to mine and mining properties and stated at cost. Such costs pertain to expenses incurred in sourcing new resources and converting these into reserves, which are not depleted or amortized until the development has been completed and become available for use.

Impairment of Nonfinancial Assets

The Company assesses at each reporting date whether there is an indication that nonfinancial assets may be impaired when events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and if the carrying amount exceeds the estimated recoverable amount, the asset or cash-generating unit (CGU) is written down to its recoverable amount, which is the greater of fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's-length transaction. In assessing value in use, the estimated future cash flows are discounted to present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Impairment losses are recognized in profit or loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. In such instance, the carrying amount of the asset is increased to its recoverable amount. However, that increased amount cannot exceed the carrying amount that would have been determined, net of any depreciation and depletion, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. After such reversal, the depreciation and depletion charges are adjusted in future years to allocate the asset's revised carrying amount, on a systematic basis over its remaining useful life.

Employee Benefits

Short-term Benefits. The Company provides short-term benefits to its employees in the form of basic and 13th month pay, bonuses, employer's share on government contribution and other short-term benefits.

Retirement Benefits. The Company has an unfunded, non-contributory defined benefit plan covering all qualified employees. The retirement benefits expense is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Company recognizes service costs, comprising of current service costs, past service costs, gains and losses on curtailments and non-routine settlements, and interest cost in profit or loss. Interest cost is calculated by applying the discount rate to the retirement benefit liability.

Current service costs are the increase in the present value of the defined benefit obligation resulting from employee service and are recognized in profit or loss.

Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment, and the date that the Company recognizes restructuring related costs.

Remeasurements comprising actuarial gains and losses are recognized immediately in OCI in the period in which they arise. Remeasurements are directly recognized in equity or in OCI and are not reclassified to profit or loss in subsequent periods.

The retirement benefit liability is the present value of the defined benefit obligation which is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement benefit liability.

Actuarial valuations are made with sufficient regularity so that the amounts recognized in the consolidated financial statements do not differ materially from the amounts that would be determined at the reporting date.

Equity

Capital Stock. Capital stock is measured at par value for all shares issued and outstanding. Incremental costs directly attributable to the issuances of capital stock are recognized as a deduction from equity.

Additional Paid-In Capital (APIC). APIC is the excess over par value of consideration received for the subscription and issuance of shares of stock.

Retained Earnings. Retained earnings represent the cumulative balance of the Company's operating results, dividend distributions and effect of change in accounting policy.

OCI. OCI comprises of items of income and expenses that are not recognized in profit or loss for the year in accordance with PFRS. OCI pertains to remeasurement gain or loss on retirement benefit liability.

Deposit for Future Stock Subscription

Deposit for future subscription represents funds received from existing or potential stockholders to be applied as payment for future issuance of capital stock. Deposit for future stock subscription is recognized as equity if and only if, all of the following elements set forth by the SEC are present as of end of the reporting period:

- The unissued authorized capital stock of the entity is insufficient to cover the amount of shares indicated in the contract;
- There is Board of Director (BOD) and stockholders' approval on the proposed increase in authorized capital stock (for which a deposit was received by the corporation); and
- The application for the approval of the proposed increase has been presented for filing or has been filed with the SEC.

If any or all of the foregoing elements are not present, the deposit for future stock subscription shall be recognized as a liability.

Revenue Recognition

Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Company performs its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

The Company also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Company has assessed that it acts as a principal in all of its revenue sources.

The following specific recognition criteria must also be met before revenue is recognized.

Sale of Ore. Sale of ore is recognized upon delivery of goods to and acceptance by customers.

Reservation Fee for Ore Allocation. Revenue is recognized when the grant of right to ore to be provided in the future is established.

Interest Income. Interest income is recognized in profit or loss as it accrues, taking into account the effective yield on the asset.

Other Income. Income from other sources is recognized when earned.

Cost and Expense Recognition

Costs and expenses are recognized in profit or loss when there is a decrease in future economic benefits related to a decrease in an asset or an increase in a liability that can be measured reliably.

Cost of Sales. Cost of sales is recognized when the related goods are sold.

Operating Expenses. Operating expenses constitute costs of administering the business and costs incurred to sell and market goods and services. These are expensed as incurred.

Interest Expense. Interest expense is recognized in the consolidated statements of comprehensive income using the effective interest method.

Leases

A contract is, or contains, a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Company assesses whether, throughout the period of use, the customers have both of the following:

- The right to obtain substantially all of the economic benefits from use of the identified asset; and
- The right to direct the use of the identified asset.

If the Company has the right to control the use of an identified asset for only a portion of the term of the contract, the contract contains a lease for that portion of the term.

The Company also assesses whether a contract contains a lease for each potential separate lease component.

Company as Lessee

The Company has elected not to recognize ROU asset and lease liability for short-term lease. The Company recognized the lease payments associated with this lease as an expense on a straight-line basis over the lease term.

Foreign Currency-Denominated Transactions

Transactions in foreign currencies are recorded using the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the closing exchange rate at reporting date. Exchange rate differences arising from the translation or settlement of monetary items at rates different from those at which these were initially recorded during the period are recognized in the profit or loss in the period these arise.

Income Taxes

Current Tax. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate used to compute the amount is the one that has been enacted or substantively enacted at the reporting date.

Deferred Tax. Deferred tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of any unused tax credits from the excess of minimum corporate income tax (MCIT) over the regular corporate income tax (RCIT) and any unused net operating loss carryover (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and carryforward benefits of unused MCIT and unused NOLCO can be utilized. Deferred tax, however, is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rate and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognized in profit or loss except to the extent that it relates to a business combination, or items directly recognized in equity as OCI.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to offset current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Value Added Tax (VAT)

Revenues, expenses, and assets are recognized net of the amount of VAT, except:

- where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of tax included.

The net amount of tax recoverable from the taxation authority is included as part of “Other noncurrent assets” in the consolidated statements of financial position.

Related Party Transactions and Related Parties

Related party transactions consist of transfers of resources, services or obligations between the Company and its related parties.

Parties are considered to be related if one party has the ability to directly or indirectly, control or exercise significant influence over the other party in making financial and operating decisions. These include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled, or under common control with the Company; (b) associates; and (c) individuals owning directly or indirectly, an interest in the voting power of the Company that give them significant influence over the Company and close members of the family of any such individual; and (d) members of the key management personnel of the Company.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in profit or loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pretax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

Provision for Mine Rehabilitation and Decommissioning. The Company recognizes provision when there is partial fulfillment of obligation to restore operating locations at the end of the reporting period. The nature of these restoration activities includes dismantling and removing structures,

rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste site and restoration, reclamation and revegetation of affected areas. The obligation generally arises when the asset is installed, or the ground/environment is disturbed at the production location.

Where applicable, the Company recognizes a mine rehabilitation asset under the mine and mining properties related to the obligation arising from the mine rehabilitation and decommissioning. The cost of such asset corresponds to the present value of future cost of rehabilitation and decommissioning and amortized over expected settlement of the obligation using units of production method. The estimated future costs of rehabilitation and decommissioning are reviewed annually and adjusted prospectively. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset. Any amount deducted from the cost of asset shall not exceed its carrying amount. In case the decrease in the obligation exceeds the carrying amount of the asset, the excess shall be recognized immediately in profit or loss.

Contingencies

Contingent liabilities are not recognized in the consolidated financial statements. These are disclosed in the notes to consolidated financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but are disclosed in the notes to consolidated financial statements when an inflow of economic benefits is probable.

Earnings (Loss) Per Share

Basic. Basic earnings (loss) per share is calculated by dividing the net income (loss) by the weighted average number of common shares outstanding during the year, excluding common shares purchased by the Company and held as treasury shares, if any.

Diluted. Diluted earnings per share is calculated by adjusting the weighted average number of common shares outstanding to assume conversion of all potential dilutive common shares during the period.

Events After the Reporting Date

Post year-end events that provide additional information about the Company's financial position at the end of reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are non-adjusting events are disclosed in the notes to consolidated financial statements when material.

Segment Reporting

The Company has one operating segment which consists of mining exploration, development and production. The Company's asset producing revenues are located in the Philippines.

3. Significant Judgments, Accounting Estimates and Assumptions

PFRS requires Management to make judgments, accounting estimates, and assumptions that affect the amounts reported in the consolidated financial statements. The judgments and accounting estimates used in the consolidated financial statements are based upon Management's evaluation of relevant facts and circumstances as at the reporting date. While the Company believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates.

Judgments

In the process of applying the Company's accounting policies, Management has made the following judgments, apart from those involving estimates, which have the most significant effects on the amounts recognized in the consolidated financial statements.

Assessing the Ability of the Company to Continue as a Going Concern. The Company received an order from the DENR for the cancellation of its MPSA. The Management and its legal counsel believe that the order has no basis and the outcome of the legal actions taken will not have a material adverse effect on the Company's operations (see Note 1). Accordingly, the Management assessed that the Company would continue as a going concern.

Establishing Control over the Subsidiaries. The Parent Company determined that it has control over the subsidiaries by considering, among others, its power over the investee, exposure, or rights to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect its returns.

Determining Functional Currency. Based on the economic substance of the underlying circumstances relevant to the Company, the functional currency of the Company has been determined to be the Philippine Peso, which is the currency of the primary economic environment in which the Company operates.

Determining Operating Segments. Determination of operating segments is based on the information about the components that Management uses to make decisions about the operating matters of the Company. Operating segments use internal reports that are regularly reviewed by the Company's chief operating decision maker, which is defined to be the Company's BOD, in order to allocate resources to the segment and assess its performance.

Management has assessed that the Company has only one operating segment which consists of mining exploration, development and production.

Defining Default and Credit-Impaired Financial Assets. Upon adoption of PFRS 9, the Company defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

- a. Quantitative Criteria - the borrower is more than thirty (30) days past due on its contractual payments, which is consistent with the Company's definition of default.
- b. Qualitative Criteria - The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:
 - The borrower is experiencing financial difficulty or is insolvent;
 - The borrower is in breach of financial covenants; and
 - It is probable that the borrower will enter bankruptcy or other financial reorganization.

The criteria above have been applied to all financial instruments held by the Company and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to the determination of ECL.

Accounting for Operating Lease - Company as Lessee. The Company has a lease agreement for its office space and it qualifies as a short-term lease with a lease term of less than twelve (12) months. The Company has elected not to recognize ROU asset and lease liability for these leases.

Rental expense recognized by the Company amounted to ₱1.8 million and ₱0.1 million in September 30, 2021 and 2020 respectively (see Note 17).

Accounting Estimates and Assumptions

The key estimates concerning the future and other key sources of estimation uncertainties at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Estimating Allowance for ECL on Trade and Other Receivables. The Company uses a provision matrix based on historical default rates for trade and other receivables (excluding advances to officers and employees). The provision matrix specifies provision rates depending on the number of days that receivable is past due. The Company then calibrates the provision matrix to adjust historical credit loss experience with forward-looking information such as forecasted economic conditions. The Company regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual experience.

Provision for ECL amounted to nil and ₱20.0 million September 30, 2021 and December 31, 2020, respectively. The allowance for ECL amounted to ₱86.6 million as at September 30, 2021 and December 31, 2020. The carrying amounts of trade and other receivables (excluding advances to officers and employees) are ₱623.8 million and ₱507.9 million as at September 30, 2021 and December 31, 2020, respectively (see Note 6).

Estimating Allowance for ECL on Other Financial Assets at Amortized Cost. The Company determines the allowance for ECL based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL are provided for credit losses that result from possible default events within the next twelve (12) months unless there has been a significant increase in credit risk since initial recognition in which case ECL are provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- actual or expected external and internal credit rating downgrade;
- existing or forecasted adverse changes in business, financial or economic conditions;
- actual or expected significant adverse changes in the operating results of the borrower; and
- significant changes in credit spread, rates or terms such as more stringent covenants and increased amount of collateral or guarantees.

For cash in banks and advances to related parties, the Company assessed that these financial assets have low credit risk because the counterparties are reputable banks and related parties which possess good credit standings. Thus, the ECL on these financial assets in 2021, 2020 and 2019 are not significant and not recognized.

The carrying amounts of the Company's other financial assets at amortized cost subjected to impairment testing are disclosed in Note 25, *Financial Risk Management Objectives and Policies*.

Estimating NRV of Inventories. The Company recognizes loss on inventories whenever NRV becomes

lower than costs due to damage, physical deterioration, obsolescence, changes in price levels or other causes. NRV is reviewed on a monthly basis to reflect the accurate valuation in the financial records.

No provision for inventory obsolescence was recognized as at September 30, 2021 and December 31, 2020. The carrying amount of inventories, which is measured at the lower of cost and NRV, amounted to ₱421.4 million and ₱127.2 million as at September 30, 2021 and December 31, 2020, respectively (see Note 7).

Estimating the Realizability of Input VAT. The Company assesses the realizability of input VAT based on its ability to utilize the asset. The assessment is made on a continuing basis year on year.

No provision for impairment loss was recognized as at September 30, 2021 and December 31, 2020. The carrying amount of input VAT, which is included as part of “Other noncurrent assets” account in the consolidated statements of financial position amounted to ₱309.8 million and ₱307.7 million as at September 30, 2021 and December 31, 2020, respectively (see Note 11).

Estimating Useful Lives of Property and Equipment. The Company estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The Company reviews annually the estimated useful lives of property and equipment based on factors that include asset utilization, internal technical evaluation, technological changes, environmental changes, and anticipated use of the assets.

There were no changes in estimated useful lives of property and equipment in 2021 and 2020. Property and equipment, net of accumulated depreciation, amounted to ₱197.3 million and ₱209.4 million as at September 30, 2021 and December 31, 2020, respectively (see Note 9).

Estimating Depletion Rate and Recoverable Reserves. Depletion rates used to amortize mine and mining properties and mining rights under “Mining rights and other mining assets” account presented in the consolidated statements of financial position are assessed on an annual basis based on the results of latest estimate of recoverable reserves, which is subject to future revisions. Recoverable reserves and resource estimates for development project are, to a large extent, based on the interpretation of geological data obtained from drill holes and other sampling techniques and feasibility studies which derive estimates of cost based upon anticipated tonnage and grades of ores to be mined and processed, the configuration of the ore body, expected recovery rates from the ore, estimated operating costs, estimated climatic conditions and other factors. Proven reserve estimates are attributed to future development projects only where there is a significant commitment to project funding and execution and for which applicable governmental and regulatory approvals have been secured or are reasonably certain to be secured. The Company’s reserves are estimated based on local regulatory guidelines provided under the Philippine Mineral Reporting Code and duly reviewed and verified by a competent person.

The carrying amounts of mining rights and other mining assets are as follows:

	Note	Sept. 30, 2021	Dec. 31, 2020
Mining rights	10	₱4,159,629,733	₱ 4,182,394,025
Mine and mining properties	10	252,829,927	252,695,746

Estimating Provision for Mine Rehabilitation and Decommissioning. The Company recognizes provision for its obligation to decommission and rehabilitate mine sites at the end of term of its MPSA. The provision represents the best estimate of the expenditures required to settle the present obligation at the current reporting date. The amount of provision depends on the completeness of rehabilitation and decommissioning activities performed by the Company during and immediately

after every mining operation. Changes in rehabilitation and decommissioning costs are recognized as additions or charges to the corresponding provision when these occur.

While the Company has made its best estimate in establishing the decommissioning and rehabilitation provision, because of potential changes in technology as well as safety and environmental requirements, plus the actual time scale to complete decommissioning and rehabilitation activities, the ultimate provision requirements could either increase or decrease significantly from the Company's current estimates. The obligation to rehabilitate and decommission a mine generally arises when the ground/environment is disturbed at the production location.

Mine rehabilitation asset, recognized under the mine and mining properties and presented as part of "Mining assets" in the consolidated statements of financial position, amounted to ₱4,412 million as at September 30, 2021 and 4,435 million as of December 31, 2020 (see Note 10).

Provision for mine site rehabilitation and decommissioning amounted to ₱55.6 million as at September 30, 2021 and December 31, 2020 (see Note 13).

Assessing Impairment of Nonfinancial Assets. The Company assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The factors that the Company considers important which could trigger an impairment review include the following:

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

No impairment loss was recognized in 2021 and 2020.

Estimating Retirement Benefit Liability. The determination of the Company's retirement benefit liability and costs is dependent on the selection by Management of assumptions used by the actuary in calculating such amounts. Those assumptions include, among others, discount rate, and salary increase rate.

Actual results that differ from the Company's assumptions are recorded as addition to or deduction from retirement benefit liability and recognized in profit or loss or OCI. One or more of the actuarial assumptions may differ significantly and as a result, the actuarial present value of the retirement benefit obligation estimated as at reporting date may differ significantly from the amount reported.

Retirement benefit liability amounted to ₱30.8 million and ₱33.2 million as at September 30, 2021 and December 31, 2020, respectively (see Note 19).

Recognizing Deferred Tax Assets. The Company reviews the carrying amount of deferred tax assets at each reporting date and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized.

The Company's recognized deferred tax assets amounted to ₱36.19 million as at September 30, 2021 and December 31, 2020.

Deferred tax assets were not recognized on NOLCO, MCIT, and retirement benefit liability of certain subsidiaries as at September 30, 2021 and December 31, 2020 because the Management assessed that there will be no sufficient future taxable profits against which the deferred tax asset can be

utilized.

Contingencies. The Company is currently involved in various legal proceedings and/or assessment or pending governmental investigation which the Company believes to have no material adverse effect on its financial position. It is not involved in any pending legal proceedings with respect to any of its properties. Apart from the foregoing, therefore, it is not involved in any claims or lawsuits involving damages, which may materially affect it or its subsidiaries. It is possible however, that changes in estimates relating to these proceedings may materially affect the results of operations of the Company.

4. Acquisition of Group of Assets

On December 29, 2017, the SEC approved the application for merger of the Parent Company, BHI and APMPC, with the Parent Company as surviving entity (see Note 1). As at the acquisition date, BHI's and APMPC's assets consist mainly of mining rights and deferred exploration costs. Management determined that based on the substance of the underlying circumstances at that date, BHI and APMPC did not constitute a business and, accordingly, was not accounted for as a business combination. The transaction was accounted for as an acquisition of a group of assets, wherein the acquisition cost was allocated among the individual identifiable assets net of liabilities assumed in the group based on their relative fair values.

Allocation of the acquisition cost of the group of assets and liabilities of BHI and APM are as follows:

	BHI	APM	Allocation
Assets			
Current assets	₱2,862,560	₱111,725	₱2,974,285
Mining rights	695,649,865	945,163,500	1,640,813,365
Deferred exploration costs	75,640,185	2,195,389	77,835,574
Property and equipment	2,062,499	–	2,062,499
	776,215,109	947,470,614	1,723,685,723
Liabilities			
Advances from related parties	111,856,563	14,897,589	126,754,152
Deferred tax liability	211,153,999	254,108,760	465,262,759
Loans payable	1,742,257	–	1,742,257
Other liabilities	1,462,290	3,464,265	4,926,555
	326,215,109	272,470,614	598,685,723
Net assets acquired	₱450,000,000	₱675,000,000	₱1,125,000,000

The consideration for the acquisition cost consists of 1,125,000,000 common shares of the Parent Company issued at ₱1 a share.

The assets of BRC, AMPI and BARI are among the assets acquired in the merger between MHI, APMPC and BHI (see Note 1). The merger was accounted by virtue of a tax-free exchange pursuant to Section 40(C)(2) in relation to Section 40(C)(6)(b) of the National Internal Revenue Code of 1997, as amended.

The fair value of the mining rights used as basis for allocating the acquisition cost are based on the report by Competent Persons (CP) dated September 30, 2017 and was arrived at using the Discounted Cash Flow method (DCF) under the income approach methodology. Under this approach, the value of an asset is determined by reference to the value of income, cash flow or cost savings generated by the asset. Under the DCF method, the forecasted cash flows are discounted back to the valuation

date, resulting in a present value of the asset.

The significant unobservable inputs used in the fair value measurement of the Company's mining rights categorized within Level 3 of the fair value hierarchy follows:

	BHI	APM
Mining life	10	20
Discount rate	12%	12%
Estimated mineral ore reserves (WMT):		
Nickel ore	9,513,459	–
Bauxite ore	–	28,904,888
Market price (per WMT)	₱850 to ₱1,550	₱1,350 to ₱1,550
Estimated annual shipment of mineral ore (WMT)	951,345	1,445,244
Production costs:		
Average variable cost	₱477 to ₱479	₱663
Fixed	₱448	₱490
Operating costs (percentage of gross revenue)	18%	19% to 33%
Estimated project costs	₱976,901,820	₱1,693,192,588
Exchange rate of Philippine Peso to US Dollar	₱50: \$1	₱50: \$1

Discount Rate. The risk inherent in the pre-feasibility study stage and scale of production was considered in determining the Risk Adjusted Discount Rate that was used to discount the net cash flows generated from shipments during the period of analysis.

Estimated Mineral Ore Reserves. Ore reserve estimation is performed by the CP in accordance with Philippine Mineral Reporting Code.

Market Prices. Market prices are based on the Bloomberg conservative Nickel ore price forecast and Shanghai metal market for the nickel and bauxite mineral ore, respectively.

Production Costs. Estimated costs incurred in extracting mineral ores that composed of variable and fixed costs.

Operating Cost. Estimated cost of administering the business and costs incurred to sell and market goods.

Estimated Project Costs. Project costs pertain to project-related capital expenditures such as mining equipment fleet, mine support services equipment and tools, mine development works and infrastructures, safety equipment, environmental facilities, exploration expenses, permits and licenses and final mine rehabilitation and decommissioning program.

Sensitivity Analysis

Significant increases (decreases) in estimated mineral ore reserves, market price and exchange rate in isolation would result in a significantly higher (lower) fair value measurement. Significant increases (decreases) in discount rate, production and operating costs and estimated project costs in isolation would result in a lower (higher) fair value measurement.

Information about the Absorbed Companies

BHI. BHI was incorporated and registered with the SEC on January 11, 2017 to deal with any and all properties of every kind and description to the extent permitted by law provided it shall not engage in the business of an investment company as defined in the Republic Act 2629, Investment Company

Act, or act as a securities broker or dealer. BHI owns 100% interest in BRC (see Note 1).

APMPC. APMPC was incorporated and registered with the SEC on August 14, 2013 to engage in mining activities. APM owns 100% interests in AMPI and BARI (see Note 1).

5. Cash

This account consists of:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Cash on hand	₱283,851	₱247,195
Cash in banks	1,188,907,511	241,703,879
	₱1,189,191,362	₱241,951,074

Cash in banks earn interest at prevailing bank deposit rates. Interest income of ₱115,268 and ₱766,044 was earned for the period ended September 30, 2021 and for the year ended December 31, 2020, respectively.

6. Trade and Other Receivables

This account consists of:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Trade receivables	₱701,434,967	₱586,334,701
Advances to officers and employees	28,169,216	34,346,965
Others	9,054,940	8,208,439
	738,659,123	628,890,105
Allowance for ECL	(86,631,584)	(86,631,586)
	₱652,027,539	₱542,258,519

Trade receivables are noninterest-bearing and usually collected within thirty (30) days.

Advances to officers and employees are unsecured, noninterest-bearing and subject to liquidation within one (1) year.

Movements in allowance for ECL are as follows:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Balance at beginning of year	₱86,631,586	₱66,631,586
Provision	–	20,000,000
Balance at end of year	₱86,631,586	₱66,631,586

7. Inventories

This account consists of beneficiated nickel ore amounting to ₱421.4 million and ₱127.2 million which is stated at cost as at September 30, 2021 and December 31, 2020. The cost of inventories is lower than its NRV.

8. Other Current Assets

This account consists of:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Prepaid income tax	₱49,492,733	₱49,492,733
Advances to contractors and suppliers	119,696,290	20,662,835
Mining and office supplies	20,473,204	17,957,398
Prepaid expenses	44,803,604	29,285,862
Others	31,036,850	16,216,422
	₱265,502,681	₱133,615,250

Prepaid income tax represents creditable withholding tax and other tax credits of the Parent Company.

Advances to contractors and suppliers include materials and fuel and oil to be supplied for the use of the heavy equipment and are deductible against contractors' future billings.

Mining and office supplies include mechanical, electrical, and other materials that will be used in the Company's mining operation.

Prepaid expenses pertain to insurance, excise tax, and rent.

Others pertain to advances made to National Commission of Indigenous People (NCIP).

9. Property and Equipment

The balances and movements of this account are as follows:

	Unaudited September 30, 2021					
	Land	Building and Improvements	Office Furniture, Fixtures and Equipment	Heavy and Transportation Equipment	Construction in-progress	Total
Cost						
Balances at beginning of year	₱58,597,484	₱174,195,640	₱111,457,281	₱390,490,844	-	₱734,741,249
Additions	-	-	-	-	-	-
Balances at end of year	58,597,484	174,195,640	111,457,281	390,490,844	-	734,741,249
Accumulated Depreciation and Amortization						
Balances at beginning of year	-	83,921,856	97,076,516	344,373,546	-	525,371,918
Depreciation and amortization	-	9,628,449	7,276,530	31,961,221	-	35,048,743
Disposal	-	-	-	-	-	-
Balances at end of year	-	93,550,305	104,353,046	376,334,767	-	560,420,661
Net Carrying Amount	₱58,597,484	₱81,147,394	₱18,452,924	₱25,323,996	-	₱197,339,255

Audited December 31, 2020						
	Land	Building and Improvements	Office Furniture, Fixtures and Equipment	Heavy and Transportation Equipment	Construction in-progress	Total
Cost						
Balances at beginning of year	₱58,597,484	₱169,768,530	₱100,108,592	₱378,846,725	₱45,063,720	₱752,385,051
Additions	–	502,059	11,348,689	11,167,919	–	23,018,667
Reclassification	–	3,925,051	–	476,200	(45,063,720)	(40,662,469)
Balances at end of year	58,597,484	174,195,640	111,457,281	390,490,844	–	734,741,249
Accumulated Depreciation and Amortization						
Balances at beginning of year	–	74,293,407	89,799,986	312,412,325	–	476,505,718
Depreciation and amortization	–	9,628,449	7,276,530	31,961,221	–	48,866,200
Balances at end of year	–	83,921,856	97,076,516	344,373,546	–	525,371,918
Net Carrying Amount	₱58,597,484	₱90,273,784	₱14,380,765	₱46,117,298	₱–	₱209,369,331

Heavy and transportation equipment with carrying amounts of ₱25.3 million and ₱46.1 million as at September 30, 2021 and December 31, 2020, respectively, are held as collaterals for loans payable.

In 2020, the Company completed the construction of road trails and bridges at its mine site in Surigao del Sur amounting to ₱40.7 million. Accordingly, the cost was transferred to mine development costs (see Note 10).

Fully depreciated property and equipment with cost of ₱191.2 million and ₱190.7 million as at December 31, 2020 and 2019, respectively, are still being used by the Company and retained in the accounts.

10. Mining Rights and Other Mining Assets

The balances and movements of this account are as follows:

2020						
	Mining Rights	Deferred Exploration Costs	Mine and Mining Properties			Total
			Mine Development Costs	Mine Rehabilitation Asset	Total Mine and Mining Properties	
Cost						
Balances at beginning of year	₱2,935,579,522	₱150,535,169	₱2,066,297,519	₱44,167,841	₱2,110,465,360	₱5,196,580,051
Additions	–	12,221,647	51,924,697	–	51,924,697	64,146,344
Reclassification	–	–	40,662,469	–	40,662,469	40,662,469
Balances at end of year	2,935,579,522	162,756,816	2,158,884,685	44,167,841	2,203,052,526	5,301,388,864
Accumulated Depletion						
Balances at beginning of year	352,778,732	–	331,442,381	7,945,819	339,388,200	692,166,932
Depletion	55,167,035	–	116,843,786	2,121,342	118,965,128	174,132,163
Balances at end of year	407,945,767	–	448,286,167	10,067,161	458,353,328	866,299,095
Net Carrying Amount	₱2,527,633,755	₱162,756,816	₱1,710,598,518	₱34,100,680	₱1,744,699,198	₱4,435,089,769

Mining Rights

Mining rights of the Company consist of:

	Note	Sep. 30, 2021	Dec. 31, 2020
Mining rights on explored resources		₱886,820,390	₱886,820,390
Mining rights of BRC, AMPI and BARI	4	1,640,813,365	1,640,813,365
		₱2,527,682,175	₱2,527,633,755

Mining Rights of MMDC. Mining rights of MMDC represent the excess of the fair value of shares issued by the Parent Company over the book value of the net assets of MMDC when the Parent

Company acquired 100% ownership in MMDC.

A third party was commissioned for a fairness opinion on the fair and reasonable value of MMDC, primarily for the explored mineral resources covered by MMDC's MPSA. The assumptions used on the valuation include, among others, discount rate of twenty-five percent (25%) and a constant nickel price of US\$11,000 per metric ton over a ten-year projection period.

Deferred Exploration Costs

Deferred exploration costs pertain to the capitalized expenditures associated with finding specific mineral resources such as acquisition of rights to explore, geological and geophysical studies and exploration drilling and sampling.

Mine and Mining Properties

Mine Development Costs. Mine development costs include the costs incurred on an already operating mine area. Such costs pertain to expenses incurred in sourcing new resources and converting these into reserves, road developments, and developing additional mine yards.

The additions in mine and mining properties include depreciation of heavy equipment used for developing additional mine yards and road improvements amounting to ₱1.4 million 2020. (see Note 10).

Mine Rehabilitation Asset. Mine rehabilitation asset is the estimated rehabilitation cost of MMDC's mine site upon termination of MMDC's ore activities, as required in MMDC's MPSA (see Note 13).

11. Other Noncurrent Assets

This account consists of:

	Note	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Input VAT		₱309,771,038	₱307,734,715
Rehabilitation Cash Fund (RCF)		5,545,217	5,545,217
Rental deposit	23	363,250	363,250
Monitoring Trust Fund (MTF)		166,342	166,342
Others		84,800,759	83,713,481
		₱400,646,606	₱398,821,130

RCF is reserved as part of the Company's compliance with the approved rehabilitation activities and schedules for specific mining project phase, including research programs as defined in the Environmental Protection and Enhancement Program (EPEP).

MTF is exclusively used in activities approved by the Mine Rehabilitation Fund Committee.

Others pertain to deposit in compliance with the requirements of regulatory agencies.

12. Trade and Other Payables

This account consists of:

	Note	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Trade payables		₱294,840,459	₱149,953,857
Advances from customers		572,720,222	206,249,090
Excise tax and other statutory payables		53,005,157	22,269,466
Accrued expenses:			
Interest		277,094	277,094
Others		52,834,042	21,484,479
Others		7,742,395	9,191,101
		₱981,419,369	₱409,425,087

Trade payables primarily consist of liabilities arising from transactions with contractors and suppliers related to the normal course of business and are generally noninterest bearing. Trade payables are generally on a ninety (90)-day credit term.

Advances from customers pertain to noninterest bearing advances and refundable deposit made by customers for future ore shipments.

Other statutory payables include other taxes payable and mandatory contributions. These are normally settled within one (1) month.

Other accrued expenses include accrual of expenditures for Social Development Management Program (SDMP) as required by the MGB.

13. Provision for Mine Rehabilitation and Decommissioning

Movements of this account are as follows:

	Note	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Balance at beginning of year		₱55,675,292	₱55,675,292
Accretion of interest		—	—
Balance at end of year		₱55,675,292	₱55,675,292

A provision is recognized for the estimated rehabilitation costs of the Company's mine site upon termination of the Company's ore extraction activities, which is about thirteen (13) years. The provision is calculated by the Company's engineers based on an estimate of the expected cost to be incurred to rehabilitate the mine site. The provision is presented at discounted value using the Philippine bond yield of 4.53% as the effective interest rate.

14. Loans Payable

This account consists of:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Short-term loan – MMDC	₱256,000,000	₱256,000,000
Long-term debt:		
AMPI	₱127,658,703	₱156,230,131
MMDC	116,013,777	210,275,436
	243,672,480	336,505,567
Less current portion	–	79,975,945
	₱243,672,480	₱286,529,622

Short-term Loan

MMDC obtained short-term loans from local banks to finance working capital requirements. The short-term loans bear interest rates ranging from 5.00% to 8.00% to be repriced normally every month and has maturity of not more than one (1) year.

On January 12, 2015, MMDC obtained a credit facility amounting to ₱200.0 million and domestic bills purchase line amounting to ₱5.0 million from a local bank. The credit facilities are secured by the interests and rights of the Parent Company over 647,692 shares of stocks of MMDC.

In 2018, MMDC obtained credit facilities limited to ₱400.0 million. The facilities will be used to finance MMDC's sales contracts or purchase order. The credit facility is secured by shares of the Parent Company in MMDC covering 150% of the credit facility limit.

Outstanding balance of these credit facilities are summarized below:

Classification	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
200.0 million credit facility	₱60,000,000	₱60,000,000
400.0 million credit facilities	170,000,000	170,000,000
	₱230,000,000	₱230,000,000

In 2018, MMDC obtained a short-term loan from a related party amounting to ₱26.0 million which will be utilized for MMDC's business operations and project development and bears an interest rate of 10% (see Note 22). This was not yet paid and renewed for another term.

Long-term Debt

AMPI

On September 21, 2018, AMPI obtained a five-year promissory note of ₱200.0 million which will be used to finance AMPI's ongoing development project. The loan is secured by a real estate mortgage on properties held by the Parent Company and a related party and bears annual interest of 9.5%. The principal is due on maturity.

Debt-Issue Costs

Movements of unamortized debt-issue costs are as follows:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Balance at beginning of year	₱156,230,131	₱157,142,857
Amortization	–	(912,726)
Balance at end of year	₱156,230,131	₱156,230,131

MMDC

On July 15, 2015, MMDC obtained a five (5)-year promissory note amounting to ₱100.0 million from a local financing company, which is covered by a chattel mortgage on transportation equipment and bears an annual interest rate of 6%. The principal payments and interest are payable monthly until maturity.

The carrying amount of heavy and transportation equipment held as collateral amounted to ₱6.8 million as at December 31, 2020 (see Note 9).

On July 11, 2017, MMDC obtained a five-year promissory note amounting to ₱1.6 million from a local bank, which is covered by a chattel mortgage on MMDC's transportation equipment and bears an annual interest rate of 10.34%.

The carrying amount of transportation equipment held as collateral amounted to nil as at December 31, 2020 (see Note 9).

BRC

On September 30, 2016, BRC obtained a four (4)-year promissory note from a local bank amounting to ₱2.6 million, which is covered by a chattel mortgage and bears an annual interest rate of 9.02%.

The carrying amount of transportation equipment held as collateral amounted to ₱0.3 million as at December 31, 2020 (see Note 9).

Interest expense of the Company was incurred from the following sources:

	Note	Audited Dec. 31, 2020
Loans payable		₱61,452,231
Provision for mine rehabilitation and decommissioning	13	3,040,465
		₱64,492,696

15. Equity

Movements of this account are as follows:

	Nine Months Ended September 30			
	2021		2020	
	Shares	Amount	Shares	Amount
Authorized Capital Stock at ₱1 par value	4,000,000,000	₱4,000,000,000	4,000,000,000	₱4,000,000,000
Capital Stock				
Balance at beginning of year	3,014,820,305	₱3,014,820,305	3,014,820,305	₱3,014,820,305
Issuance of shares	–	–	–	–
Balance at end of year	3,014,820,305	₱3,014,820,305	3,014,820,305	₱3,014,820,305
Additional Paid-in Capital		₱269,199,788		₱269,199,788

Cash dividends declared by the Company are as follows:

Date Approved	Per Share	Total Amount	Stockholders of Record Date	Payment Date
November 14, 2014	₱0.15	₱273,203,790	December 19, 2014	On or after January 16, 2015
September 19, 2014	0.15	273,203,790	October 1, 2014	October 22, 2014

Dividends payable amounted to ₱4.7 million as at September 30 2021 and December 31, 2020, respectively.

16. Cost of Sales

This account consists of:

	For the Nine Months ended September 30,	
	2021	2020
Contractual services	₱1,080,852,045	₱742,537,791
Production overhead	271,865,075	108,658,121
Personnel costs	117,962,759	110,547,412
Excise tax	114,052,851	70,510,021
Depletion	10	82,450,556
Depreciation	9	15,345,619
	1,667,194,101	1,124,732,183
Net movement in inventories	(294,231,561)	(93,522,511)
	₱1,372,962,540	₱1,031,209,672

Contractual services pertain to activities directly related to mining. The services include, among others, mine extraction, loading, hauling, barging, and stevedoring.

Production overhead consists of repairs and maintenance of heavy equipment, utilities, mining supplies used, among others.

17. Operating Expenses

This account consists of:

For the Nine Months ended September 30,			
	Note	2021	2020
Environmental expenses	21	₱76,283,447	₱148,920,705
Taxes and licenses		57,691,726	44,867,098
Salaries and allowances		50,620,012	71,622,500
Professional fees		33,050,116	23,888,301
Royalties		29,899,003	18,508,880
Depreciation and amortization	9	18,686,582	25,781,172
Community relations		11,377,603	6,422,980
Social development program	21	7,745,750	24,737,991
Advertisement		6,622,509	9,616,161
Outside services		6,349,905	6,952,744
Dues and subscriptions		2,497,750	2,701,417
Communication, light and water		2,214,155	4,235,904
Rent expense	21	1,755,515	94,762
Office supplies		980,908	909,645
Transportation and travel		818,921	1,680,406
Others		68,107,561	29,553,933
		₱374,701,465	₱420,494,599

Others include insurance, trainings and seminars, security services, among others.

18. Other Income (Charges) - Net

This account consists of:

For the Nine Months ended September 30,			
	Note	2021	2020
Foreign exchange loss		₱8,811,123	₱1,269,685
Others		2,360,857	1,386,270
		₱11,171,980	₱2,655,955

19. Retirement Benefit Liability

The Company has an unfunded, noncontributory defined benefit plan covering all its permanent employees. Under this plan, the employees are entitled to retirement benefits ranging from 50% to 200% of the final monthly salary for each year of credited service. This plan is in accordance with Republic Act No. 7641, which mandates a minimum retirement benefit equivalent to one-half month salary per year of service.

An independent actuary conducted a valuation of the retirement benefit obligation using the projected unit credit method. The latest actuarial valuation is for the year ended December 31, 2020.

The components of retirement benefit expense presented under “Operating expenses” account in profit or loss are as follows:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Current service cost	₱5,416,152	₱5,416,152
Net interest cost	1,820,256	1,820,256
Past service cost	1,356,180	1,356,180
Settlement gain	–	–
	₱8,592,588	₱8,592,588

The retirement benefit liability recognized in the consolidated statements of financial position as at December 31, 2020 and changes in the present value of defined benefit obligation are as follows:

	Unaudited Sept. 30, 2021	Audited Dec. 31, 2020
Balance at beginning of year	₱33,160,260	₱37,395,071
Retirement benefits expense recognized in profit or loss:		
Current service cost	–	5,416,152
Net interest cost	–	1,820,256
Past service cost	–	1,356,180
Remeasurement losses (gains) recognized in OCI arising from:		
Changes in financial assumptions	–	4,115,333
Deviations of experience from assumptions	–	(1,031,037)
Benefits paid	(2,360,000)	(15,911,695)
Balance at end of year	₱30,800,260	₱33,160,260

The principal actuarial assumptions used to determine retirement benefit liability for 2020 and 2019 are as follows:

	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Discount rates	3.53% - 3.64%	3.53% - 3.64%
Salary increases rates	3.00%	3.00%

The plan exposes the Company to actuarial risks, such as interest rate risk and salary risk.

Sensitivity analysis on defined benefit obligation as at December 31, 2020 is as follows:

	Change in basis points	Effect on defined benefit obligation
Discount rate	+1%	(₱3,302,601)
	-1%	3,982,497
Salary increase rate	+1%	3,960,989
	-1%	(3,380,066)

Each sensitivity analysis on the significant actuarial assumptions was prepared by remeasuring the defined benefit obligation at the end of each reporting date after adjusting one of the current

assumptions according to the applicable sensitivity increment or decrement (based on changes in the relevant assumption that were reasonably possible at the valuation date) while all other assumptions remained unchanged.

The changes assumed to be reasonably possible at the valuation date are open to subjectivity, and do not consider more complex scenarios in which changes other than those assumed may be deemed more responsive.

The cumulative remeasurement gain recognized in OCI as at December 31, 2020:

	Audited December 31, 2020		
	Accumulated	Deferred Tax	Net
	Remeasurement Gain	Liability	Remeasurement Gain
Balance at beginning of year	₱48,634,065	(₱14,590,220)	₱34,043,845
Actuarial loss	(3,084,296)	925,289	(2,159,007)
Balance at end of year	₱45,549,769	(₱13,664,931)	₱31,884,838

The average duration of the expected benefit payments at the end of the reporting period is seventeen (17) years.

20. Related Party Transactions

Significant transactions with related parties include the following:

Related Parties under Common Management

	Note	Transaction Amounts		Outstanding Balances		Nature and Terms
		Unaudited September 30, 2021	Audited Dec. 31, 2020	Unaudited September 30, 2021	Audited Dec. 31, 2020	
Advances to related parties		₱32,540,682	₱18,107,382	₱21,072,175	₱39,179,557	Working fund; unsecured; noninterest-bearing; Collectible on demand
Advances from related parties		₱184,152,919	₱31,375,315	₱171,647,989	₱140,272,674	Working fund; unsecured; noninterest-bearing; payable on demand
Loans payable	14	₱-	₱-	₱26,000,000	₱26,000,000	Short-term loan; unsecured; interest-bearing; payable in installments

As at September 30, 2021 and December 31, 2020, the Company has not provided any allowance for ECL for amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related parties and the market in which the related parties operate.

21. Commitments

Social and Environmental Responsibilities

Social Development Management Programs (SDMP)

SDMP are five (5) year programs of the projects identified and approved for implementation, in consultation with the host communities. The Company provides an annual budget for SDMP projects that focus on health, education, livelihood, public utilities and socio-cultural preservation. The implementation of the program is monitored by the MGB.

The Company's implemented social development programs to host communities amounted to ₱7.7 million and ₱24.7 million in September 2021 and 2020, respectively (see Note 17).

Environmental Protection and Enhancement Program (EPEP)

EPEP refers to comprehensive and strategic environmental management plan to achieve the environmental management objectives, criteria and commitments including protection and rehabilitation of the affected environment. This program is monitored by the Multipartite Monitoring Team, a group headed by a representative from the Regional MGB and representatives of Local Government Units (LGU), other government agencies, non-government organizations, the church sector and the representatives of the Company.

The Company implemented projects amounting to ₱76.3 million and ₱42.6 million in September 2021 and 2020, respectively.

Royalty Agreement

In July 2008, the Company entered into a memorandum of agreement with the Indigenous Cultural Communities/Indigenous People (ICC/IP) and NCIP pursuant to the requirements, the Company pays royalties equivalent to a certain percentage of gross revenue to the ICC/IP.

Lease Commitment

Rental expense arising from short-term leases amounted to ₱1.8 million and ₱0.1 as at September 2021 and in 2020, respectively (see Note 17).

22. NOLCO

Management believes that it may not be probable that future taxable profit will be available in the future against which the benefits of the following deferred tax assets can be utilized.

	Audited Dec. 31, 2020
NOLCO	₱86,306,189
Retirement benefit liability	2,829,520
Excess MCIT over RCIT	32,560
	<u>₱89,168,269</u>

Details of NOLCO of the Company are as follows:

Year incurred	Expiry date	Amount	Expired/ Application	Balance
2020	2025	₱89,256,645	₱–	₱89,256,645
2019	2022	98,920,446	–	98,920,446
2018	2021	99,510,205	–	99,510,205
2017	2020	26,804,863	(26,804,863)	–
		₱314,492,159	(₱26,804,863)	₱287,687,296

Details of Excess MCIT over RCIT of the Company are as follows:

Year incurred	Expiry date	Amount	Expired	Balance
2019	2022	₱2,432,232	(₱2,417,432)	₱–
2018	2021	1,787,769	(1,770,009)	–
2017	2020	1,717,760	–	(1,717,760)
		₱5,937,761	(₱4,187,441)	(₱1,717,760)

23. Earnings (Loss) Per Share

Earnings (loss) per share are computed as follows:

	Nine Months Ended September 30,	
	2021	2020
Net income shown in the consolidated statements of comprehensive income (a)	₱790,307,983	₱163,179,285
Weighted average number of common shares (b)	3,014,820,305	3,014,820,305
Basic loss per share (a/b)	₱0.262	₱0.054

The Company does not have potentially dilutive common shares.

24. Contingencies

Cancellation of MMDC's MPSA

On February 13, 2017, MMDC received an order from the DENR cancelling its MPSA due to alleged violations of environment-related laws and regulations. The Technical Committee Report on MMDC, however, only shows a recommendation for fine and suspension.

The Management and its legal counsel have assessed that the order is without basis in fact and in law. Foremost, MMDC is engaged in clean and responsible mining.

On February 17, 2017, MMDC filed a Notice of Appeal to the Office of the President. Subsequently, on March 17, 2017, MMDC filed its Appeal Memorandum. MMDC asserted that the grounds for cancellation cited by the DENR have no basis and MMDC was able to address said grounds for cancellation, to wit: (a) operations is allowed by law since said MPSA dated 01 July 1993 is granted with prior rights and is allowed by law as indicated specifically in Proclamation 1747 issued in 2009 by former President Gloria Macapagal Arroyo; (b) despite operations in a watershed, MMDC has not

impaired farmlands, rivers or coastal areas within the MPSA area. As to the alleged non-compliance to the planting of three million seedlings, MMDC was prevented from implementing the same due to circumstances beyond its control.

As at December 31, 2020, MMDC has not received any decision nor any notice from the Office of the President. MMDC's Legal Counsel is of a good faith position that it may continue its operations because the execution of the Order of the DENR Secretary is deemed automatically stayed as a matter of law on account of the pendency of MMDC's appeal, as likewise confirmed by the Office of the President.

MMDC has continuously been granted the necessary regulatory permits and licenses to operate, including but not limited to Discharge Permits, Ore Transport Permits (OTP), and Mineral Ore Export Permits. As proof of its compliance, MMDC has also secured a certification from the MGB as of February 16, 2021, attesting to the validity and existence of its MPSA and that MMDC has an approved Declaration of Mining Project Feasibility covering its entire contract mining area as of October 15, 2014.

MMDC has continued mining operations in areas covered by the MPSA (see Note 1).

Show-Cause Orders of BRC, AMPI and BARI

On February 27, 2017, BRC, AMPI and BARI received Show-Cause Orders dated February 13, 2017. The said Show Cause Orders indicated that the covered areas of their respective MPSAs (MPSA No. 015-93-X-SMR for BRC, 179-2002-VIII- SBMR for AMPI and 180-2002-VIII- SBMR for BARI) are within a watershed and they are directed to show cause why their respective MPSAs should not be cancelled.

BRC

The Management and the Legal Counsel of BRC take the good faith position that the operations of BRC under said MPSA is granted with prior rights and is allowed by law and the alleged impairment and damage in the BRC MPSA area is not supported by any specific acts of impairment because BRC is not yet operating in the area but has only completed exploration and drilling.

AMPI and BARI

The Management and the Legal Counsel of AMPI and BARI take the good faith position that the concerned MPSAs and the area of operations are not located in lawfully declared watershed, thus there is no legal basis for the cancellation.

The Forest Management Bureau (FMB) issued a letter dated July 27, 2017 indicating that the MPSAs of AMPI and BARI fall outside any proclaimed watersheds.

Subsequently, the DENR issued a letter dated August 10, 2017 stating that the MPSA Nos. 179-2002-VIII- SBMR (for AMPI) and 180-2002-VIII- SBMR (for BARI) are not located within any proclaimed watershed.

As at December 31, 2019, the DENR has not issued any other Show Cause Orders for BRC, AMPI and BARI. Basing on the above letters from FMB and DENR, the Management and Legal Counsel of BRC, AMPI and BARI take a good faith position that these have rendered that Show-Cause Orders moot and academic. Of note is the recent letter-approval of the DENR, through the MGB, dated May 18, 2020, granting the requested extension of the Exploration Period of AMPI and BARI's respective MPSAs from September 18, 2020 to September 18, 2022.

Legal Proceedings

The Company is a party to certain legal proceedings and the Management, after consultation with its legal counsel, believes that none of these contingencies will materially affect the Company's financial position and results of operations.

25. Financial Risk Management Objectives and Policies and Fair Value Measurement

General

The Company has risk management policies that systematically view the risks that could prevent the Company from achieving its objectives. These policies are intended to manage risks identified in such a way that opportunities to deliver the Company's objectives are achieved. The Company's risk management takes place in the context of day-to-day operations and normal business processes such as strategic planning and business planning. Management has identified each risk and is responsible for coordinating and continuously improving risk strategies, processes, and measures in accordance with the Company's established business objectives.

Financial Risk Management Objectives and Policies

The Company's principal financial instruments consist of cash, loans payable, and long-term debt. The primary purpose of these financial instruments is to finance the Company's operations. The Company has other financial instruments such as trade and other receivables (excluding advances to officers and employees), RCF, MTF, rental deposit, trade and other payables (excluding excise tax and other statutory payables and advances from customers), dividends payable and advances to and from related parties, which arise directly from operations. The main risks arising from the use of these financial instruments are foreign currency risk, interest rate risk, credit risk, and liquidity risk. Management reviews and approves the policies for managing each of these risks which are summarized below.

Foreign Currency Risk. The Company's foreign exchange risk results primarily from movements of the Philippine peso against the US dollar with respect to US dollar-denominated financial assets.

The Company's transactional currency exposures arise from its cash in banks and trade receivables which are denominated in US dollar. The Company periodically reviews the trend of the foreign exchange rates to address its exposure in foreign currency risk.

The following table shows the Company's US dollar-denominated financial assets and their Philippine Peso equivalent as at December 31, 2020:

	Audited	
	December 31, 2020	
	Philippine Peso	US Dollar
Cash in banks	₱142,812,658	\$2,974,025
Trade receivables	586,334,701	12,210,219
	₱729,147,359	\$15,184,244

For purposes of restating the outstanding balances of the Company's US dollar-denominated financial assets as at December 31, 2020, the exchange rates applied were ₱48.02 per US\$1.

The table below demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate, with all other variables held constant, of the Company's income before tax for the years ended December 31, 2020 and 2019 (due to changes in the fair value of financial assets). There is no other impact on the Company's equity other than those already affecting profit or loss.

	Increase/Decrease in Exchange Rate	Effect on Income before Tax
December 31, 2020	+2.28	₱16,624,560
	-2.28	(16,624,560)

Interest Rate Risk. Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows on the fair values of financial instruments. The Company follows a prudent policy on managing its assets or liabilities so as to ensure that exposures to fluctuations in interest rate are kept within acceptable limits.

The Company's short-term loan and long-term debt are exposed to changes in market interest rates since the loans are subject to variable interest rates.

The table below set forth the estimated change in the Company's income before tax to a reasonably possible change in the market prices of loans payable brought about by reasonably possible change in interest rates as at December 31, 2020.

	Increase/Decrease in Interest Rate	Effect on Income before Tax
December 31, 2020	+2.70%	(₱1,741,303)
	-2.70%	1,741,303

Credit Risk. Credit risk arising from the inability of a counterparty to meet the terms of the Company's financial instrument is generally limited to the amount, if any, by which the counterparty's obligations exceed the obligation of the Company. With respect to credit risk arising from the other financial assets of the Company, which comprise of cash in banks, trade and other receivables (excluding advances to officers and employees) and advances to related parties, RCF, MTF and rental deposit, the Company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

The tables below show the credit quality per class of financial assets as at December 31, 2020.

	Audited December 31, 2020						Allowance for ECL
	High Grade	Standard Grade	Past Due			Total	
			1 – 30 Days	31 – 90 Days	More than 90 Days		
Lifetime ECL (not credit impaired):							
Trade and other receivables*	₱–	₱8,208,439	₱77,580,211	₱84,203,374	₱337,919,530	₱86,631,586	₱594,543,140
12 - month ECL:							
Cash in banks	241,703,879	–	–	–	–	–	241,703,879
Advances to related parties	–	39,179,557	–	–	–	–	39,179,557
RCF and MTF	5,711,559	–	–	–	–	–	5,711,559
Rental deposit	–	363,250	–	–	–	–	363,250
	247,415,438	39,542,807	–	–	–	–	286,958,245
	₱247,415,438	₱47,751,246	₱77,580,211	₱84,203,374	₱337,919,530	₱86,631,586	₱881,501,385

*Excluding advances to officers and employees amounting to ₱31.2 million in 2020.

Customer credit risk from trade and other receivables is managed by the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date using a provision matrix to measure ECL. The calculation of provision rates reflects the information that is available at the reporting date about past events, current conditions and forecast of future

economic conditions. Generally, trade receivables are written-off if the Company has actually ascertained that these are worthless and uncollectible as of the end of the year.

The Company trades only with recognized, creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures.

For other financial assets consisting of cash in banks, advances to related parties, RCF and MTF and rental deposit, the Company manages credit risk based on the Company's policy and uses judgment in making assumptions for estimating the risk of default and expected loss rates. This is based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The credit quality of the financial assets is managed by the Company using internal credit quality ratings. High grade accounts consist of receivable from debtors with good financial condition and with relatively low defaults. Financial assets having risks of default but are still collectible are considered standard grade accounts. Receivables that are still collectible but require persistent effort from the Company to collect are considered substandard grade accounts.

Cash in banks, RCF and MTF are classified as high grade since these are deposited in reputable banks having good credit rating and low probability of insolvency. While the advances to related parties is classified under standard grade since the counterparties are reputable related parties with low credit risk.

Liquidity Risk. The Company manages liquidity risk by 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, including debt principal and interest payments. Management closely monitors the Company's future and contingent obligations and sets up required cash reserves and reserve borrowing facilities as necessary in accordance with internal policies.

The tables below summarize the maturity profile of the Company's financial liabilities as at December 31, 2020, based on contractual undiscounted payments. Loans payables consist of principal and estimated future interest payments.

Audited December 31, 2020						
Trade and other payables*	₱6,517,416	₱24,435,258	₱149,953,857	₱-	₱-	₱180,906,531
Dividends payable	4,707,886	-	-	-	-	4,707,886
Loans payable and long-term debt**	258,429,963	23,449,904	48,000,621	94,548,567	247,977,330	672,406,385
Advances from a related party	140,272,674	-	-	-	-	140,272,674
	₱409,927,939	₱47,885,162	₱197,954,478	₱94,548,567	₱247,977,330	₱998,293,476

*Excluding excise tax and other statutory payables and advances from customers amounting to ₱228.5 million as at December 31, 2020.

**Including interest payable up to maturity amounting to ₱24.7 million as at December 31, 2020.

Fair Value of Financial Assets and Financial Liabilities

Set out below is a comparison by category of carrying amounts and fair values of all of the Company's financial instruments that are carried in the consolidated financial statements:

	Unaudited September 30, 2021		Audited December 31, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Cash	₱1,189,191,362	₱1,189,191,362	₱241,951,074	₱241,951,074
Trade and other receivables*	623,858,323	623,858,323	507,911,554	507,911,554
Advances to related parties	21,072,175	21,072,175	39,179,557	39,179,557
RCF and MTF	5,711,559	5,711,559	5,711,559	5,711,559
Rental deposit	363,250	363,250	363,250	363,250
	₱1,840,196,669	₱1,840,196,669	₱795,116,994	₱795,116,994

	Unaudited September 30, 2021		Audited December 31, 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Trade and other payables*	₱928,414,212	₱928,414,212	₱180,906,531	₱180,906,531
Dividends payable	4,707,885	4,707,885	4,707,886	4,707,886
Loans payable and long-term debt	485,820,332	485,820,332	622,505,567	649,932,918
Advances from related parties	171,647,989	171,647,989	140,272,674	140,272,674
	₱1,590,590,418	₱1,590,590,418	₱948,392,658	₱975,820,009

Cash, Trade and Other Receivables (excluding advances to officers and employees), Advances to Related Parties, RCF and MTF, Trade and Other Payables (excluding excise tax and other statutory payables and advances from customers), Dividends Payable and Advances from Related Parties. Due to the short-term nature of transactions, the fair values approximate the amount of consideration at reporting period.

Rental Deposit. The fair value of rental deposit has not been determined using observable market data because Management believes that the difference between fair value and carrying amount is not significant.

Loans Payable and Long-term Debt. Estimated fair values have been calculated on the instruments' expected cash flows using the prevailing PDST-R2 rates that are specific to the tenor of the instruments' cash flows at reporting dates (Level 2).

26. Capital Management Objectives, Policies and Procedures

The Company's capital management objectives are to ensure the Company'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 Company manages its capital structure and makes adjustments to it, whenever there are changes in economic conditions. The Company monitors its capital using debt to equity ratio. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or by conversion of related party advances to an equity component item.

	Unaudited September 30, 2021	Audited December 31, 2020
Total debt	₱2,508,994,941	₱1,867,116,716
Total equity (excluding remeasurement gain on retirement benefit liability)	5,086,886,895	4,264,696,074
Debt-to-equity ratio	0.50:1.00	0.44:1.00

There were no changes in the Company's objectives, policies or processes in 2021 and 2020.

MARVENTURES HOLDINGS, INC. AND SUBSIDIARIES
SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
AS AT SEPTEMBER 30, 2021 AND DECEMBER 31, 2020

Ratio	Formula	Unaudited Sep. 30, 2021	Audited Dec. 31, 2020
Current ratio	Total Current Assets	₱2,549,243,101	₱1,084,222,184
	Divided by: Total Current Liabilities	1,713,615,948	1,026,488,783
	Current ratio	1.49:1	1.06:1
Solvency ratio	Net Income (Loss) Before Depreciation and Amortization	768,654,959	₱598,045,828
	Divide by: Total liabilities	2,508,994,941	1,867,116,716
	Solvency ratio	0.31:1	0.32:1
Debt-to-equity ratio	Total Liabilities	₱2,508,994,941	₱1,867,116,716
	Divide by: Total equity	4,130,264,266	4,296,578,912
	Debt-to-equity ratio	0.51:1	0.43:1
Asset-to-equity ratio	Total Assets	₱6,206,690,161	₱6,163,695,628
	Divide by: Total equity	5,055,002,057	4,296,578,912
	Asset-to-equity ratio	1.50:1	1.43:1
Interest rate coverage Ratio	Pretax income (loss) before interest	₱790,307,983	₱693,974,205
	Divided by: Interest expense	32,725,147	64,492,696
	Interest rate coverage ratio	24.15:1	10.76:1
Profitability Ratio	Net income (loss)	₱790,307,983	₱375,047,465
	Divide by: Total equity	5,086,886,895	4,296,578,912
	Profitability ratio	0.16:1	0.09:1