

Re: TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC._SEC FORM 201S (PRELIMINARY INFORMATION STATEMENT)_04 September 2023

CGFD LD <cgfd_ld@sec.gov.ph>

Thu 9/21/2023 5:06 PM

To:AMKL [REDACTED]

Cc: [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Dear Sir/Madam,

This refers to the Definitive Information Statement (DIS) and Management Report of **Tagaytay Highlands International Golf Club, Inc.**, which was sent via email on 15 September 2023. We found that the said DIS and MR are in order, thus the company is advised that said reports are okay for distribution to its stockholders.

Your feedback is important to help us improve the delivery of our service to the public. To this end, kindly accomplish the Client Satisfaction Survey through this link: https://bit.ly/cgfd_ld_external

Your response is highly appreciated. Thank you.

On Fri, Sep 15, 2023 at 3:52 PM CGFD LD <cgfd_ld@sec.gov.ph> wrote:

Dear Sir/Madam,

This is to acknowledge receipt of your email. This will be forwarded to our handling Specialist.

*On 12 May 2021, the Commission issued a **NOTICE** with subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Request and Compliance", as a Guidance for the covered companies indicated therein. To view the complete Notice, please click this link - <https://www.sec.gov.ph/notices/revised-guidelines-on-the-submission-of-documents-issuance-of-payment-assessment-form-other-requests-and-compliance/>. This will supersede CGFD Notices dated June 24, 2020 and July 20, 2020 and incorporate submission requirements in SEC Memorandum Circular No. 3, Series of 2021 applicable for CGFD covered companies.*

Insofar as the covered companies enumerated therein are concerned (and with respect to reports, applications, requests and other documents falling within our Department's jurisdiction), only the submissions that are compliant with the requirements provided in the abovementioned Notice and SEC Memorandum Circular No. 3, Series of 2021 shall be considered as filed with the Commission.

We encourage you to regularly monitor the SEC Website (www.sec.gov.ph) and/or the SEC's Facebook page for updates and announcements.

Thank you.

----- Forwarded message -----

From: **AMKL** [REDACTED]

Date: Fri, Sep 15, 2023 at 3:16 PM

Subject: TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC._SEC FORM 201S (PRELIMINARY INFORMATION STATEMENT)_04 September 2023

To: CGFD LD <cgfd_ld@sec.gov.ph>

Cc: [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

Gentlemen:

As directed, we resubmit herewith the Definitive Information Statement of Tagaytay Highlands International Golf Club, Inc.

Thank you.

Regards,

Ann Margaret Lorenzo

Assistant Corporate Secretary



NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO: ALL STOCKHOLDERS

NOTICE is hereby given that there will be an annual meeting of the stockholders of **Tagaytay Highlands International Golf Club, Inc.** (the "Corporation") on **07 October 2023, Saturday at 10:30 A.M** at the Country Club Veranda, Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City, to consider the following:

AGENDA

1. Call to Order
2. Proof of Notice of Meeting
3. Certification of Quorum
4. Approval of the Minutes of the Previous Meeting of Stockholders
5. Approval of 2022 Operations and Results
6. Ratification of all Acts of the Board of Directors and Officers
7. Election of Directors for 2023-2024
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

The Board of Directors has fixed the close of business on **8 September 2023, Friday** as the record date for the determination of stockholders entitled to the notice of, to attend, and to vote, either in person or in absentia/via proxy, at such meeting, and any adjournment thereof.

For those personally attending, pre-registration is encouraged and you may confirm your personal attendance by registering at www.tagaytayhighlands.com/annual-stockholders-meeting/. Registration may also be done on-site on the day of the annual meeting. Those who prefer to cast their vote in absentia may do so by registering online at www.tagaytayhighlands.com/annual-stockholders-meeting/ from **21 September 2023, Thursday until 30 September 2023, Saturday at 5:30 P.M.** Upon verification of their registration credentials, an e-mail from the Corporation will be sent containing instructions on how the members may cast their votes on matters to be taken up during the meeting using the Corporation's e-voting platform to be set up for the purpose. The e-voting platform will be accessible until **9:00 A.M. of 07 October 2023, Saturday**.

Stockholders may also send their duly accomplished proxies to the Office of the Corporate Secretary at 2704 East Tower, Tektite Towers, Ortigas Center, Pasig City or via electronic copy by sending an e-mail to membership.th@tagaytayhighlands.com on or before **10:30 A.M. on 05 October 2023, Thursday**. For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory.

Validation of proxies is set on **05 October 2023, Thursday, at 12:00 N.N.** The votes already cast using the e-voting platform by that time will also be tallied on said date.

City of Pasig, Metro Manila, **12 September 2023.**

(Sgd.) ANN MARGARET K. LORENZO
Assistant Corporate Secretary

Our Definitive Statement, Financial Reports and Minutes of 2022 Annual Stockholders' Meeting can be downloaded at www.tagaytayhighlands.com/annual-stockholders-meeting/.

To access or view **Tagaytay Highlands International Golf Club, Inc.'s 20-IS Definitive Statement**, you may use any of the following methods:

Via www.tagaytayhighlands.com/annual-stockholders-meeting/ website:

- Click on **Tagaytay Highlands International Golf Club, Inc.** from the list under DEFINITIVE INFORMATION STATEMENT AND FINANCIAL REPORTS.

Via QR Code*

- Go to your mobile app store (App Store or Play Store) using your smart phone.
- Type in **QR Code Reader**. Choose an application under the category then download and install in your phone.
- Once installed, simply open the App, point the camera and scan the QR code.
- Once the QR code is in focus, the App will connect you to the site where you can download the 2022 Definitive Information Statement.
- Download the 2022 Definitive Information Statement.

QR CODE



Request for a soft copy

You may reach our team at membership.th@tagaytayhighlands.com to request for soft copy. Please provide your complete name and a valid email address.

Request for a hard copy

The hard copy of the 20-IS Definitive Information Statement shall be made available upon request of the shareholder. Please contact our team membership.th@tagaytayhighlands.com or call us 0917-189-2410 and look for Ms. Lorela A. Digno. Please provide your complete name and postal address.

COVER SHEET

ASO91-190731
S.E.C. Registration Number

TAGAYTAY HIGHLANDS
INTERNATIONAL GOLF CLUB, INC.
(Company's Full Name)

TAGAYTAY HIGHLANDS COMPLEX
BRGY. CALABUSO, TAGAYTAY CITY
(Business Address: No. Street City / Town / Province)

MARIA CLARA T. KRAMER
Contact Person
0917-622-9939
Company Telephone Number

12 - 31
Month Day
Fiscal Year
-
-
Month Day
Annual Meeting

SEC FORM 20-15
(DEFINITIVE)

N/A
Secondary License Type, If Applicable

SEC
Dept. Requiring this Doc.
Amended Articles Number/Section

Total No. of Stockholders
Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC personnel concerned

File Number
LCU

Document I.D.
Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes



NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO: **ALL STOCKHOLDERS**

NOTICE is hereby given that there will be an annual meeting of the stockholders of **Tagaytay Highlands International Golf Club, Inc.** (the "Corporation") on **07 October 2023, Saturday at 10:30 A.M.** at the Country Club Veranda, Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City, to consider the following:

AGENDA¹

1. Call to Order
2. Proof of Notice of Meeting
3. Certification of Quorum
4. Approval of the Minutes of the Previous Meeting of Stockholders
5. Approval of 2022 Operations and Results
6. Ratification of all Acts of the Board of Directors and Officers
7. Election of Directors for 2023-2024
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

The Board of Directors has fixed the close of business on **8 September 2023, Friday** as the record date for the determination of stockholders entitled to the notice of, to attend, and to vote, either in person or in absentia/via proxy, at such meeting, and any adjournment thereof.

For those personally attending, pre-registration is encouraged and you may confirm your personal attendance by registering at www.tagaytayhighlands.com/annual-stockholders-meeting/. Registration may also be done onsite on the day of the annual meeting. Those who prefer to cast their vote in absentia may do so by registering online at www.tagaytayhighlands.com/annual-stockholders-meeting/ from **21 September 2023, Thursday until 30 September 2023, Saturday, at 5:30 P.M.** Upon verification of their registration credentials, an e-mail from the Corporation will be sent containing instructions on how the members may cast their votes on matters to be taken up during the meeting using the Corporation's e-voting platform to be set up for the purpose. The e-voting platform will be accessible until **9:00 A.M. of 07 October 2023, Saturday.**

Stockholders may also send their duly accomplished proxies to the Office of the Corporate Secretary at 2704 East Tower, Tektite Towers, Ortigas Center, Pasig City or via electronic copy by sending an e-mail to membership.th@tagaytayhighlands.com on or before **10:30 A.M. on 05 October 2023, Thursday.** For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory.

Validation of proxies is set on **05 October 2023, Thursday, at 12:00 N.NN.** The votes already cast using the e-voting platform by that time will also be tallied on said date.

City of Pasig, Metro Manila, **12 September 2023.**


ANN MARGARET K. LORENZO
Assistant Corporate Secretary

¹See next page for the explanation for each agenda item.

RATIONALE FOR AGENDA ITEMS

Agenda Item No. 4. Approval of the Minutes of the Annual Meeting of Stockholders held on 15 October 2022

Copies of the Minutes of the 2022 Annual Stockholders' Meeting held last 15 October 2022 was made available to stockholders shortly after the meeting last year at <https://www.tagaytayhighlands.com/wp-content/uploads/2023/03/ASM-221015-THIGCI.pdf> . Stockholders will be asked to approve the Minutes of the 2022 Annual Stockholders' Meeting, as recommended by the Board of Directors.

Agenda Item No. 5. Approval of 2022 Operations and Results

A report on the highlights of the performance of the Corporation for the year ended 2022, together with a summary of the 2022 Audited Financial Statements (AFS), will be presented to the Stockholders. The AFS has been reviewed by the Audit Committee and the Board of Directors and have been audited by the external auditors who declared an unqualified opinion on the same. Stockholders will be given an opportunity to raise questions regarding the operations and report of the Corporation. The stockholders will be requested to approve the President's Report together with the AFS.

Agenda Item No. 6. Ratification of all Acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting to the date of this meeting

All actions, proceedings, and contracts entered into, as well as resolutions made and adopted by the Board of Directors, the different committees, and of Management from the date of the last Stockholders Meeting held last 15 October 2022 up to the date of this stockholders' meeting (07 October 2023) shall be presented for confirmation, approval, and ratification.

Agenda Item No. 7. Election of Directors for 2023 to 2024

The candidates named in this Information Statement have been nominated for election to the Corporation's Board of Directors. Their proven expertise and qualifications based on current regulatory standards and the Corporation's own norms, will help sustain the Corporation's solid performance that will result to its stockholders' benefit. The profiles of the Directors are further detailed in the Corporation's Information Statement. If elected, they shall serve as such for one (1) year from 07 October 2023 or until their successors shall have been duly elected and qualified.

Agenda Item No. 8. Appointment of External Auditors

The Audit Committee has pre-screened and recommended, and the Board has endorsed for consideration of the stockholders, the re-appointment of Reyes Tacandong & Co. as the Corporation's External Auditor for 2023. The Stockholders will also be requested to delegate to the Board the authority to approve the appropriate audit fee for 2023.

PROXY FORM

The undersigned stockholder of Tagaytay Highlands International Golf Club, Inc. (the "Corporation") hereby appoints _____, as attorney and proxy, with power of substitution, to represent and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the Annual Meeting of Stockholders of the Corporation on **07 October 2023** and at any of the adjournments thereof for the purpose of acting on the following matters:

1. Election of Directors.

_____ 1.1. Vote for all nominees listed below:

- 1.1.1. Hans T. Sy
- 1.1.2. Willy N. Ocier
- 1.1.3. Jerry C. Tiu
- 1.1.4. Manuel A. Gana
- 1.1.5. A. Bayani K. Tan
- 1.1.6. Armin B. Raquel-Santos
- 1.1.7. Harvey Christopher T. Sy
- 1.1.8. Gabriel R. Singson, Jr.
- 1.1.9. Olivia Lara S. Vicente
(Independent)
- 1.1.10. Johnip G. Cua
(Independent)
- 1.1.11. Roger S. Go
(Independent)

_____ 1.2. Withhold authority for all nominees listed above

_____ 1.3 Withhold authority to vote for the nominees listed below:

2. Approval of minutes of previous Annual Stockholders' Meeting.

_____ Yes _____ No _____ Abstain

3. Approval of the President's Report with the 2022 Audited Financial Statements.

_____ Yes _____ No _____ Abstain

4. Ratification of all acts and resolutions of the Board of Directors and Management from date of last Stockholders' Meeting to 07 October 2023.

_____ Yes _____ No _____ Abstain

5. Reappointment of Reyes Tacandong & Co. as external auditor.

_____ Yes _____ No _____ Abstain

6. At their discretion, the proxies named above are authorized to vote upon such other matters as may be properly come before the meeting.

_____ Yes _____ No _____ Abstain

Printed Name of Stockholder

Signature of Stockholder /
Authorized Signatory

Date

This Proxy need not be notarized, and when properly executed, will be voted in the manner as directed herein by the stockholder(s). If no direction is made, this Proxy will be voted "for" the election of all nominees and for the approval of the matters stated above and for such other matters as may properly come before the meeting in the manner described in the Information Statement and/or as recommended by Management or the Board of Directors. A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

This proxy form should be received by the Corporate Secretary on or before 05 October 2023 (Thursday).

SECRETARY'S CERTIFICATE

I, _____, Filipino, of legal age and with office address at _____, do hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of _____ (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at _____;
2. Based on the records, during the lawfully convened meeting of the Board of Directors of the Corporation held on _____, the following resolution was passed and approved:

"RESOLVED, that the Chairman of the Stockholders' Meeting of Tagaytay Highlands International Golf Club, Inc. (the "Golf Club") be authorized and appointed, as he is hereby authorized and appointed, as the Corporation's Proxy (the "Proxy") to attend all meetings of the stockholders of the Golf Club whether the meeting is regular or special, or at any meeting postponed or adjourned therefrom, with full authority to vote the shares of stock of the Corporation held in the Golf Club and to act upon all matters and resolution that may come before or presented during meetings, or any adjournments thereof, in the name, place and stead of the Corporation.

"RESOLVED, FINALLY, that the Golf Club be furnished with a certified copy of this resolution and the Golf Club may rely on the continuing validity of this resolution until receipt of written notice of its revocation."

3. The foregoing resolution has not been modified, amended or revoked in accordance with the records of the Corporation presently in my custody.

IN WITNESS WHEREOF, I have signed this instrument in on _____.

Printed Name and Signature of the
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME on _____ in _____. Affiant exhibited to me his Competent Evidence of Identity by way of _____ issued on _____ at _____.

Doc. No. ____;
Page No. ____;
Book No. ____;
Series of 2023.

THIS SECRETARY'S CERTIFICATE SHOULD BE ATTACHED TO PROXY FORMS SUBMITTED BY CORPORATE STOCKHOLDERS.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
2023 ANNUAL STOCKHOLDERS' MEETING

Guidelines for Voting in Absentia

The Board of Directors of Tagaytay Highlands International Golf Club, Inc. (the “Club”) has set the date of the Club's 2023 Annual Stockholders' Meeting (ASM) on **07 October 2023 at 10:30 A.M.** The end of business day on **08 September 2023 (“Record Date”)** has also been set as the record date for the determination of stockholders entitled to notice of, to attend, and to vote at such meeting and any adjournment thereof.

In light of the pandemic, the Board of Directors of the Club has also approved and authorized stockholders to exercise their right to vote *in absentia* or by proxy.

REGISTRATION

The conduct of the meeting will be face to face, and stockholders may attend in person and/or cast their votes *in absentia* by registering until **September 30, 2023, Saturday, 5:30 P.M.**

To register, the stockholders must send an e-mail to membership.th@tagaytayhighlands.com and submit the following requirements and documents, subject to verification and validation:

1. Individual Stockholders
 - 1.1. Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others, in order to validate the registration of the shareholder.
 - 1.2. Stock certificate number
 - 1.3. Active e-mail address/es
 - 1.4. Active contact number/s, with area and country codes
2. Multiple Stockholders or with joint accounts
 - 2.1. Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others in order to validate the registration of the shareholders
 - 2.2. Stock certificate number/s
 - 2.3. Active e-mail addresses of the stockholders
 - 2.4. Active contact numbers, with area and country codes
 - 2.5. Digital copy of an authorization letter executed by all named holders, authorizing a holder to vote for and on behalf of the account
3. Corporate Stockholders
 - 3.1. Digital copy of the Secretary's Certificate (or equivalent for non-resident) attesting to the authority of the representative to participate and vote for and on behalf of the corporation
 - 3.2. Clear digital copy of the front and back portion of a valid government-issued identification card/s (ID/s), which include the passport, driver's license, SSS ID, senior citizen ID, among others, to validate the registration of the authorized representative
 - 3.3. Active e-mail address/es of the authorized representative
 - 3.4. Active contact number of an authorized representative, with area and country codes

By providing the Club with the foregoing documents for the purpose of validating credentials and registration to participate and vote at the Club's annual stockholders' meeting, **the registering stockholder is deemed to have consented to the Club's processing of his personal data in accordance with the Data Privacy Act.**

For ease of validation, the registering stockholder shall note the following:

- a. The ID submitted must clearly show his/her photo, full name, signature, residential address, and other personal details.
- b. Any duplicate submission and/or inconsistent information/documents may result to a failed registration.

ONLINE VOTING

1. After registration and upon verification of registration credentials, a link to the voting portal, with instructions, will be sent by the Club to the qualified stockholder's registered e-mail address.
2. Log-in to the voting portal by clicking the link.
3. Upon accessing the portal, the stockholder can vote on each agenda item. A brief description of each item for stockholders' approval is appended to the Notice of Meeting.

2.1 A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval.

2.2 For the election of directors, the stockholder has the option to vote for all nominees, withhold vote for any of the nominees, or vote for certain nominees only.

Note: A stockholder may vote such number of his shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected (11 directors) multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided, that the total number of votes cast shall not exceed the number of shares owned by the stockholder.

4. Once the stockholder has finalized his vote, he can proceed to submit his vote by clicking the "Submit" button. After the electronic ballot has been submitted, the registered stockholder may no longer make any changes.

Please be advised that the voting platform will be made available from **21 September 2023 (Thursday)** until 9:00 am in the morning of **07 October 2023 (Saturday)**.

OPEN FORUM

During the meeting, after all items in the agenda have been discussed, the Club will have the Question-and-Answer Portion, where the representatives of the Club shall answer the questions, as time will allow.

For any concerns, please email us at membership.th@tagaytayhighlands.com.

For complete information on the annual meeting, please visit www.tagaytayhighlands.com.

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS**

**INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:
 Preliminary Information Statement
 Definitive Information Statement
2. Name of Registrant as specified in its charter: **Tagaytay Highlands International Golf Club, Inc.** (the "Golf Club")
3. **Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City**
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number: **ASO91-190731**
5. BIR Tax Identification Code: **000-533-433**
6. Address of principal office: **Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City**
Postal Code: **4120**
7. Registrant's telephone number, including area code: **(046) 483 0888**
8. Date, time and place of the meeting of security holders:
Date: **07 October 2023**
Time: **10:30 a.m.**
Place: **The Country Club Veranda
Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City**
9. Approximate date on which the Information Statement is to be sent or given to security holders: **15 September 2023**
10. In case of Proxy Solicitations:
Name of Person Filing the Statement/Solicitor: Not Applicable
Address and Telephone No.: Not Applicable
11. Securities registered pursuant to sections 8 and 12 of the Code or Section 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):
- | <u>Title of Each Class</u> | <u>Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding</u> |
|----------------------------|--|
| Proprietary Shares | 2,957 (As of 08 September 2023) |
12. Are any or all registrant's securities listed on a Stock Exchange?
Yes No

**WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE NOT REQUESTED
TO SEND US A PROXY.**

GENERAL INFORMATION

ITEM 1. DATE, TIME AND PLACE OF MEETING OF SECURITY HOLDERS.

DATE: **07 October 2023**

TIME: **10:30 A.M.**

PLACE: **The Country Club Veranda
Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City**

Mailing address: **Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City**

Approximate date on which the Information Statement is to be sent or given to security holders: **15 September 2023**

ITEM 2. DISSENTER'S RIGHT OF APPRAISAL

The matters to be voted upon in the Annual Stockholders' Meeting on **07 October 2023** are not among the instances enumerated in Title X Section 81 of the Revised Corporation Code whereby the right of appraisal, defined to be the right of any stockholder to dissent and demand payment of the fair value of his shares, under certain circumstances, may be exercised. The instances where the right of appraisal may be exercised are as follows:

1. In case any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all the corporate property and assets, as provided in the Revised Corporation Code;
3. In case the Golf Club decides to invest its funds in another corporation or any purpose other than its primary purpose; and
4. In case of merger or consolidation.

ITEM 3. INTEREST OF CERTAIN PERSONS IN OR OPPOSITION TO MATTERS TO BE ACTED UPON

- a. No person who has been a director or officer or a nominee for election as director of the Golf Club or associate of such persons, has a substantial interest, direct or indirect, in the matter to be acted upon.
- b. No director of the Golf Club has informed the Club in writing that he intends to oppose the action to be taken by the Golf Club.

CONTROL AND COMPENSATION INFORMATION

ITEM 4. VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF

- a. The Golf Club has 2,957 outstanding shares as of **08 September 2023**. Each common share shall be entitled to one (1) vote with respect to all matters to be taken up during the annual stockholders' meeting except for the election of directors as indicated in item (c) below.
- b. The record date for determining stockholders entitled to notice of and to vote during the annual stockholders' meeting is on **08 September 2023**.
- c. In the forthcoming annual stockholders' meeting, stockholders shall be entitled to elect eleven (11) members to the Board of Directors. Each stockholder may vote such number of shares for as many as eleven (11) persons he may choose to be elected from the list of nominees, or he may cumulate said shares and give one candidate as many votes as the number of his shares multiplied by eleven (11) shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by eleven (11).
- d. Security Ownership of Certain Record and Beneficial Owners

The following table shows the record and beneficial owners owning more than 5% of the outstanding capital stock of the Golf Club as of **08 September 2023**.

TITLE OF CLASS	NAME AND ADDRESS OF RECORD OWNER AND RELATIONS WITH THE ISSUER	NAME OF BENEFICIAL OWNER AND RELATIONSHIP WITH RECORD OWNER	CITIZENSHIP	NO. OF SHARES HELD	PERCENT OF CLASS
Proprietary share	Belle Corporation* 5 th Floor Two ECom Center, Tower A, Palm Coast Avenue, Mall of Asia Complex, Pasay City	Same as record owner	Filipino	1,326 shares	44.84%

**Belle Corporation is a publicly listed corporation. The following are the incumbent members of the Board of Directors of Belle Corporation are Mr. Willy N. Ocier, Ms. Elizabeth Anne C. Uychaco, Mr. Jackson T. Ongsip, Mr. Jacinto C. Ng Jr., Mr. Armin Antonio B. Raquel Santos, Mr. Amando M. Tetangco Jr., Ms. Maria Gracia P. Tan, Ms. Virginia A. Yap, and Mr. Joseph T. Chua. All the members of the Board of Directors of Belle Corporation are Filipino citizens. Mr. Willy N. Ocier and/or Mr. Jackson T. Ongsip have been designated by Belle Corporation to vote on its behalf.*

The top 20 stockholders of Belle Corporation as of **31 August 2023** are as follows:

	STOCKHOLDERS	TYPE / CLASS	OUTSTANDING & ISSUED SHARES
1	Belleshare Holdings, Inc.	Common	2,604,740,622
2	PCD Nominee Corporation (Filipino)	Common	2,546,303,759
3	PCD Nominee Corporation (Non-Filipino)	Common	1,947,427,508
4.	Sysmart Corporation	Common	1,629,355,469
5	Sybase Equity Investment Corporation.	Common	531,320,577
6	Social Security System	Common	442,402,786
7	Jacinto C. Jr. Ng	Common	135,860,666
8	Eastern Securities Development Corp.	Common	111,730,866
9	Premium Leisure Corporation (form. Sinophil Corp)	Common	99,987,719

10	Jacinto L. Sr. Ng	Common	88,835,833
11	Parallax Resources Inc.	Common	86,308,131
12	SLW Development Corporation	Common	66,082,333
13	F. Yap Securities, Inc.	Common	57,803,732
14	Eastern Sec. Devt. Corp.	Common	50,000,000
15	Willy N. Ocier	Common	47,026,709
16	Jacinto Jr. Ng and/or Anita C. Ng	Common	18,293,333
17	Lim Siew Kim	Common	6,200,000
18	James Go.	Common	4,816,999
19	William T. Gabaldon	Common	4,000,000
20	Pacita K. Yap / Phillip K. Yap	Common	3,500,000

SECURITY OWNERSHIP OF MANAGEMENT

The following is a tabular presentation of the shares beneficially owned by all directors, executive officers of the Golf Club as of **08 September 2023**.

TITLE OF CLASS	NAME OF BENEFICIAL OWNER	AMOUNT AND NATURE OF OWNERSHIP	CITIZENSHIP	PERCENT OF CLASS
Proprietary Share	Hans T. Sy [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Willy N. Ocier [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Jerry C. Tiu [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Manuel A. Gana [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	A. Bayani K. Tan [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Johnip G. Cua [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Roger S. Go [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Ruben C. Tan [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Armin Antonio B. Raquel-Santos [REDACTED]	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Gabriel R. Singson, Jr. [REDACTED]	1 share/Beneficial	Filipino	0.03%

TITLE OF CLASS	NAME OF BENEFICIAL OWNER	AMOUNT AND NATURE OF OWNERSHIP	CITIZENSHIP	PERCENT OF CLASS
Proprietary Share	Harvey Christopher T. Sy [REDACTED]	1 share/Beneficial	Filipino	0.03%
Aggregate Security Ownership of Directors and Officers		11 shares		0.33%

Note: The candidate for election as Independent Director, Ms. Olivia Lara S. Vicente, likewise owns 1 share in the Club.

VOTING TRUST HOLDERS OF 5% OR MORE

There is no party that holds any voting trust or any similar agreement for 5% or more of the Golf Club's voting securities.

CHANGES IN CONTROL

The Golf Club is not aware of any arrangement that may result in a change in control of the Club.

ITEM 5. DIRECTORS AND EXECUTIVE OFFICERS

- a. Directors, Executive Officers, Promoters and Control Persons

The following are the incumbent Directors of the Golf Club, who are nominated for re-election as members of the Board of Directors for 2023-2024:

NAME	NATIONALITY	POSITION	AGE	TERM OF OFFICE
Hans T. Sy	Filipino	Director	67	1992 to present
Willy N. Ocier	Filipino	Director	66	1992 to present
Jerry C. Tiu	Filipino	Director	66	2001 to present
Manuel A. Gana	Filipino	Director	66	2000 to present
A. Bayani K. Tan	Filipino	Director	68	1992 to present
Johnip G. Cua	Filipino	Independent Director	67	2021 to present
Roger S. Go	Filipino	Independent Director	67	2021 to present
Armin Antonio B. Raquel-Santos	Filipino	Director	55	2013 to present
Gabriel R. Singson, Jr.	Filipino	Director	57	2015 to present
Harvey Christopher T. Sy	Filipino	Director	36	April 2023 to present

In addition to the ten nominees enumerated above, Ms. Olivia Lara S. Vicente was also nominated for election as independent member of the Board.

The following are the incumbent officers of the Golf Club:

NAME	NATIONALITY	POSITION	AGE	TERM OF OFFICE
Hans T. Sy	Filipino	Chairman	67	1992 to present
Willy N. Ocier	Filipino	Vice Chairman	66	1992 to present
Jerry C. Tiu	Filipino	President	66	2001 to present
Manuel A. Gana	Filipino	Vice President / Treasurer	66	2000 to present
Ma. Clara T. Kramer	Filipino	General Manager	62	2010 to present
Anna Francesca C. Respicio	Filipino	Corporate Secretary	38	2021 to present

Upon recommendation of the Company's Corporate Governance Committee composed of Mr. Johnip G. Chua (Chairman), Ruben C. Tan and Roger S. Go, as required by the Company's Manual of Corporate Governance, the following persons are nominated for election to the positions above stated for the year 2023-2024, to hold office as such for one year or until their successors shall have been duly elected and qualified.

The candidates for independent directors, Mr. Johnip G. Cua and Mr. Roger S. Go and Ms. Olivia Lara S. Vicente were nominated by Mr. Willy N. Ocier, Mr. A. Bayani K. Tan and Mr. Jerry C. Tiu, respectively. Except as fellow stockholders of the Golf Club, the nominees for independent director are not related to the persons nominating them.

Presented below are brief write-ups on the nominees' business experience for at least the past five (5) years:

Hans T. Sy – Chairman

Mr. Hans T. Sy, 67, Filipino, is the Chairman of the Board of the Golf Club. He is a Director of the Tagaytay Midlands Golf Club, Inc. since 1992, The Country Club at Tagaytay Highlands, Inc. since 1996, and The Spa and Lodge at Tagaytay Highlands since 2021. Currently he is the Chairman of the Executive Committee of SM Prime Holdings, Inc. and has been a Director since 1994. He previously held the position of President until September 2016. He has held key positions in businesses related to banking, real estate development, mall operations, as well as leisure and entertainment. In the SM Group, his other current positions include Adviser to the Board of SM Investments Corporation, Chairman of China Banking Corporation, and Chairman of National University.

Mr. Sy holds a Bachelor of Science degree in Mechanical Engineering from De La Salle University.

Willy N. Ocier – Vice Chairman

Mr. Willy N. Ocier, 66, Filipino, is the Vice-Chairman of the Board of the Golf Club. He is also the Chairman of the Board of Tagaytay Midlands Golf Club, Inc., and a Director of The Country Club at Tagaytay Highlands. He is likewise the Executive Director and Chairman of Belle Corporation, the Chairman and Director of Premium Leisure Corp., APC Group, Inc., Pacific Online Systems Corporation, Total Gaming and Technologies, Inc. and Premium Leisure and Amusement, Inc. He is also Vice Chairman of Highlands Prime, Inc. He is also the Chairman, President, and Chief Executive Officer of Philippine Global Communications, Inc., He is a Director of Leisure and Resorts World Corporation. He also sits as a Director to the following unaffiliated corporations, IVantage

Equities, Philequity Management, Inc., Abacore Capital Holdings, Inc. and Toyota Corporation Batangas. He was formerly President and Chief Operating Officer of Eastern Securities Development Corporation.

Mr. Ocier graduated from Ateneo de Manila University with a Bachelor of Arts degree in Economics. In recognition of Mr. Ocier's corporate leadership and role in providing employment opportunities to Filipinos, the University of Batangas conferred him a degree in Doctor of Humanities, honoris causa.

Jerry C. Tiu – President

Mr. Jerry C. Tiu, 66, Filipino, is the President of the Golf Club. He is also the President of The Country Club at Tagaytay Highlands, Inc., Tagaytay Midlands Golf Club, Inc., and The Spa & Lodge at Tagaytay Highlands, Inc. He is likewise the President and a Director of Tagaytay Highlands Community Condominium Association, Inc., Tagaytay Midlands Community Homeowners' Association, Inc., and Greenlands Community Homeowners' Association, Inc. He is also a Vice President and a member of the Board of The Highlands Prime Community Condominium Owners' Association, Inc., The HPI's Horizon Community Condominium Owners' Association, Inc., and The Hillside at Tagaytay Highlands Community Homeowners' Association, Inc. He is an Independent Director of APC Group, Inc. and Premium Leisure Corp since 2021. He is a former Director of the Manila Polo Club.

Mr. Tiu holds a Bachelor of Science degree in Commerce (Major in Marketing) from University of British Columbia.

Manuel A. Gana – Vice President

Mr. Manuel A. Gana, 66, Filipino, is a Director, and the Vice President and Treasurer of the Golf Club. He is currently a Board Adviser of Belle Corporation, and served as its President and Chief Executive Officer from March 2017 to April 2022. Previously, he served as Belle Corporation's Executive Vice President and Chief Financial Officer from 2000 to 2017, and as Vice President of Finance and Chief Financial Officer from 1997 to 1999 for MagiNet Corporation, which was then a subsidiary of Sinophil Corporation (now called Premium Leisure Corp.), a subsidiary of Belle. Prior to his career at the Belle Group, he was a Director of Investment Banking at Nesbitt Burns Securities Inc. in New York, USA. He also previously worked for Bank of Montreal and Merrill Lynch Capital Markets (both in New York, USA), and for Procter & Gamble Philippine Manufacturing Corporation.

Mr. Gana holds a Master of Business Administration degree from the Wharton School of the University of Pennsylvania, and degrees in Accounting and Economics from De La Salle University. He is a Certified Public Accountant.

A. Bayani K. Tan – Director

Mr. A. Bayani K. Tan, 68, Filipino, is a Director of the Corporation (since November 1993). He is also a Director of Discovery World Corporation (since March 2013) and the Corporate Secretary of Coal Asia Holdings, Inc. (since July 2012), both of which are Publicly-Listed Companies). He holds various positions in the following private companies: Director of Sterling Bank of Asia Inc (A Savings Bank) (since December 2006), Managing Director Shamrock Development Corporation (since May 1988), Chairman of Destiny LendFund, Inc. (since June 2020), Director of BluePanel Equities and Resources, Inc. (since April 2019), Pascual Laboratories, Inc. (since March 2014), and Pure Energy Holdings Corporation (since October 2016). Mr. Tan also holds various positions in the following non-stock non-profit Corporations: Chairman of Anhawan Foundation, Inc. (since February 2023) and Chairman of Guimaras Forest Foundation, Inc. (since August 2021), Vice-Chairman of St. Scholastica's College Manila (since October 2021), Chairman and President of the SCTan Foundation, Inc. (established in 1985), President of Catarman Chamber Integrated

School Foundation, Inc. (since August 2012), Trustee and Treasurer of Rebisco Foundation, Inc. (since April 2013), Trustee and Corporate Secretary of St. Scholastica's Hospital, Inc. (since February 2011) and Trustee of WeSolve Foundation, Inc. (since May 2021). He is a member and Corporate Secretary of the Philippine Jesuit Aid Association, Inc. (since August 2011). He is the Founding and Senior Partner of the law offices of Tan Venturanza Valdez (established in 1988).

Mr. Tan holds a Master of Laws degree from New York University (Class of 1988) and earned his Bachelor of Laws degree from the University of the Philippines (Class of 1980) where he was a member of the Order of the Purple Feather (U.P. College of Law Honor Society). Mr. Tan placed 6th in the bar examinations in 1981. He has a Bachelor of Arts major in Political Science degree from the San Beda College (Class of 1976) from where he graduated Class Valedictorian and was awarded the medal for Academic Excellence.

Johnip G. Cua – Independent Director

Mr. Johnip G. Cua, 67, Filipino, is the Lead Independent Director of the Golf Club. He is also the Chairman of The Spa and Lodge at Tagaytay Highlands, Inc. He is the Chairman and President of Taibrews Corporation since 2011. He is also the Chairman of the Board of Trustees of the P&Gers Fund, Inc. since 2009 and Xavier School, Inc. since 2012. He is a Director of Interbake Marketing, Inc. since 1991, Teambake Marketing, Inc. since 1994, Lartizan Corporation since 2007 and Zenori Corporation since 2018. He is an Independent Director of MacroAsia Corporation since 2006, MacroAsia Catering Services, Inc. since 2007, MacroAsia Airport Services Corporation since 2007, PhilPlans First, Inc. since 2009, Allied Botanical Corporation since 2012, MacroAsia Properties Development Corporation since 2013, PAL Holdings, Inc. since 2014, Philippine Airlines, Inc. since 2014, First Aviation Academy since 2017, LT Group, Inc. since 2018, Tanducay Distillers, Inc. since 2018 and Asia Brewery, Inc. since 2018. He is also a Trustee of Xavier School Educational & Trust Fund since 1996 and a Trustee and Treasurer of MGCC Foundation, Inc. since 2015. He is also a former President and Director of Procter & Gamble Philippines, Inc.

Mr. Cua obtained his Bachelor of Science degree in Chemical Engineering from the University of the Philippines (Diliman) in 1978.

Roger S. Go – Independent Director

Mr. Roger S. Go, 67, Filipino, is an Independent Director of the Golf Club. He is the President of Powerball Gaming and Entertainment Corporation since 2015 and Powerball Marketing & Logistics Corp since 2016. He is the former Senior Vice President of Pacific Online Systems Corporation from 2007 to 2015

Mr. Go obtained his Bachelor of Science degree in Industrial Management Engineering from De La Salle University in 1978.

Armin Antonio B. Raquel-Santos – Director

Mr. Armin Antonio B. Raquel Santos, 55, Filipino, is a Director of Golf Club. He is the Executive Director, President and Chief Executive Officer of both Premium Leisure Corp. and its subsidiary PremiumLeisure and Amusement, Inc. He is also a Director of Belle Corporation, Pacific Online Systems Corporation, Pinoy Lotto Technologies Corporation and Sagittarius Mines, Inc. He is also a member of the Board of Trustees of Melco Resorts (Philippines) Foundation Corporation. He is likewise a Director of the Manila Golf and Country Club, Inc.

Formerly he was Chief Finance Officer of Aboitizland, Inc., Cebu Industrial Park, Inc., Mactan Economic Zone II and First Philippine Electric Company. He was also former Governor of the Board of Investments (BOI), served as Assistant Secretary with the Department of Trade and Industry (DTI),

Vice Chairman and Chief Executive Officer of Philippine Retirement Authority (PRA), Executive Vice President of Philippine International Trading Corporation (PITC), and Deputy Administrator of Subic Bay Metropolitan Authority (SBMA). His experience includes stints with multinational companies; Securities 2000 Inc. (Singapore Technologies Group) and First Chicago Trust Company of New York.

Mr. Raquel Santos holds a Master of Arts in Liberal Studies from Dartmouth College, U.S.A. and Bachelor of Science in Business Administration Major in Finance from Iona College, U.S.A.

Gabriel R. Singson, Jr. – Director

Mr. Gabriel R. Singson, Jr., 57, Filipino, is a Director of the Golf Club. He is the President of ST Clark Corporation from 2021 to present. He is also the Chairman and President of Oak Drive Ventures, Inc. since 2010. He is the Chairman of the Board of Sandy Beach Hotels and Resorts since 2021 and Outcomm, Inc. since 2000.

Mr. Singson obtained his Bachelor of Science degree in Business Management (Honors Program – Magna cum laude) from the Ateneo de Manila University and obtained his Master's degree in Business Administration from the Wharton School, University of Pennsylvania.

Harvey Christopher T. Sy – Director

Mr. Harvey Christopher T. Sy, 36, Filipino, is a Director of the Golf Club since April 2023. He is currently the Assistant Vice President for Planning and Design of SM Prime Holdings, Inc.

Mr. Sy obtained his Bachelor of Architectural Design degree at Royal Melbourne Institute of Technology (RMIT) in 2010, and his Master of Architecture from RMIT in 2012. He completed his Graduate Diploma of Business Management at Melbourne Business School in 2020.

New Independent Director Nominee

In view of the Golf Club's continued adherence to the SEC's recommended good governance practices, Ms. Olivia Lara S. Vicente has been nominated for election as the Company's third Independent Director.

Olivia Lara S. Vicente, 39, Filipino, is a licensed real estate broker. She graduated from the Ateneo de Manila University with a degree in AB Economics in 2006. She completed her Masters in Entrepreneurship from the Ateneo Graduate School of Business in 2012.

Executive Officers

Maria Clara T. Kramer

Ms. Maria Clara T. Kramer, 62, Filipino, is the General Manager of Tagaytay Highlands International Golf Club, Inc. since July 2010. She is also the concurrent General Manager of Tagaytay Midlands Golf Club, Inc. and The Country Club at Tagaytay Highlands, Inc. She is also General Manager of Tagaytay Highlands Community Condominium Association, Inc., Tagaytay Midlands Community Homeowners' Association, Inc., Greenlands Community Homeowners' Association, Inc. and The Highlands Prime Community Condominium Owners' Association Inc. starting 2018. She was a consistent Dean's Lister in Assumption College (San Lorenzo Village, Makati City) where she earned her bachelor's degree. She started her career in hotel industry back in December of 1983 when she joined the sales department of Manila Hotel as Sales Executive. In July 1990, she was hired by L'Fisher Hotel as Front Office Manager and later as PR & Promotions Manager until she got promoted in June 2001 and was tasked to manage the Sales and Marketing Department. As

member of the management team, she actively took part in the formulation of major policies and procedures of the Hotel. Ms. Kramer is also involved in various civic and social activities as member and resource speaker focusing on family, marriage and parenting.

Anna Francesca C. Respicio

Atty. Anna Francesca C. Respicio, 38, Filipino, is the Corporate Secretary of the Club. She also serves as Corporate Secretary of Tagaytay Midlands Golf Club, Inc., The Country Club at Tagaytay Highlands, Inc., and The Spa and Lodge at Tagaytay Highlands, Inc. She is likewise the Corporate Secretary of the following reporting and/or listed companies: I-Remit, Inc. (2013 to date), Jollville Holdings Corporation (2014 to date), Discovery World Corporation (2017 to date), and Sterling Bank of Asia, Inc. (A Savings Bank) (2018 to date).

Atty. Respicio obtained her Bachelor of Arts degree (majored in philosophy) in 2007 and her Juris Doctor degree in 2011 from the Ateneo de Manila University. She likewise passed the real estate brokers licensure examination in 2015. She was admitted to the Philippine Bar in April 2012 and is currently a Partner at Tan Venturanza Valdez.

b. Material Pending Legal Proceedings

As of 30 June 2023, there is no material pending legal proceeding which the Golf Club is a party to.

c. Significant Employees

The Golf Club has no significant employees.

d. Family Relationships

Harvey Christopher T. Sy is the son of Hans T. Sy.

e. Involvement in Certain Legal Proceedings

The Golf Club is not aware of any of the following events wherein any of its directors, nominees for election as director, executive officers, underwriter or control person were involved during the past five (5) years

(a) Any bankruptcy petition filed by or against any business of which any of the Golf Club's directors or officers was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior to that time;

(b) Any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any of the above persons in any type of business, securities, commodities or banking activities; and,

(c) Any finding by a domestic or foreign court of competent jurisdiction (in civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization, that any of the above persons has violated a securities or commodities law, and the judgment has not been reversed, suspended, or vacated.

f. Certain Relationships and Related Transactions

The Golf Club has not been involved in any transaction during the last two (2) years in

which any of its directors, executive officers, nominees or security holders has direct or indirect material interest.

Belle Corporation is the parent company of the Golf Club owning 1,326 shares or 44.84% of the total outstanding shares of the Golf Club.

g. Disagreement with Director

None of the directors have resigned or declined to stand for re-election to the Board of Directors since the last annual meeting of security holders because of a disagreement with the Golf Club on any matter relating to the Golf Club's operations, policies or practices.

ITEM 6. COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

Except for the President and the General Manager, the directors do not receive any compensation from the Golf Club.

SUMMARY COMPENSATION TABLE

(a) Name and Principal Position	Annual Compensation			
	(b) Year	(c) Salary	(d) Bonus	(e) Others
A Jerry C. Tiu** (President)				
B Ma. Clara T. Kramer** (General Manager)				
TOTAL	2023	P 3,141,998.68*		
	2022	P 3,021,152.58		
	2021	P 2,851,093.87		

*estimated amounts

**these are the only top compensated Executives or Directors of the Company

The Golf Club has no other arrangements, including consulting contracts, pursuant to which any director of the Golf Club was compensated, or is to be compensated, directly or indirectly, during the Golf Club's last completed fiscal year, and the ensuing year.

ITEM 7. INDEPENDENT PUBLIC ACCOUNTANTS

Reyes Tacandong & Co. (RT & Co.) will be recommended for reappointment as external auditor for 2023. Representatives of Reyes Tacandong & Co. which performed the audit of the Company's 2022 financial statements are expected to be present at the Annual Stockholders' Meeting to respond to appropriate questions and will be given the opportunity to make a statement if they so desire.

Over the past five (5) years, there was no event where the previous external auditor or RT & Co. and the Company had any disagreement regarding any matter relating to accounting principles or practices, disclosure of financial statements or auditing scope of procedure.

In compliance with SRC Rule 68, Part I 3(B) (ix) (Rotation of External Auditors) which requires the independent auditor or in the case of an auditing firm, the key audit partners, to comply with the provisions on long association of personnel (including partner rotation) with an audit client as prescribed in the Code of Ethics for Professional Accountants in the Philippines as adopted by the BOA and PRC, Ms. Belinda B. Fernando of RT & Co. has been designated by RT & Co. (the external audit firm) to be the signing partner for the examination of the financial statements of the Company. Ms. Fernando was first designated signing partner for the audit of the Club in 2021.

The Company paid RT & Co. ₱230,000 for external audit services for 2022, and ₱220,000 for 2021. For each of the last two (2) fiscal years, RT & Co. did not render services for tax accounting, planning, compliance, advice, or any other professional services for which it billed the Company the corresponding professional fees.

The Audit Committee, composed of Mr. Ruben C. Tan as Chairman, Mr. Johnip G. Cua and Mr. Hans T. Sy as Members, recommends to the Board of Directors the reappointment of the external auditors. The Board of Directors and the stockholders approve the Audit Committee's recommendation. The Executive Committee approves the audit fees as recommended by the Audit Committee.

ITEM 8. COMPENSATION PLANS

There are no stock options, warrants or rights plan or any other type of compensation plan offered to any employees of the Golf Club.

OTHER MATTERS

ITEM 15. ACTION WITH RESPECT TO REPORTS

The Golf Club will seek the approval by the stockholders of the Minutes of the previous Stockholders' Meeting during which the following were taken up:

1. Call to Order
2. Proof of Notice of Meeting
3. Certification of Quorum
4. Approval of the Minutes of the Previous Meeting of Stockholders
5. Approval of 2021 Operations and Results
6. Ratification of all Acts of the Board of Directors and Officers
7. Election of Directors
8. Appointment of External Auditors
9. Other Matters
10. Adjournment

The items covered with respect to the ratification of the acts of the Board of Directors and officers for the past year up to the date of the meeting are those items entered in the ordinary course of business, with those of significance having been covered by appropriate disclosures such as:

1. Schedule of Board, Annual Shareholders', and Committee Meetings;
2. Proposal of Supplementary Membership Program and Family Membership Program;
3. Approval of the RFID Boom Gates System;
4. Approval of the Increase of Special Budget Matrix and Bids and Awards Committee Threshold;
5. Designation of Authorized Representative to transact with Bureau of Internal Revenue;
6. Approval of the Corporation's Audited Financial Statements for 2022;
7. Approval of the Increase of Green Fee Rates;
8. Approval of the Increase of Transfer Fee Rates;
9. Approval of the Proposed Capital Expenditures Budget;
10. Declaration of Delinquent Stockholders and Scheduling of Delinquency Sale;
11. Nomination of Mr. Harvey Christopher T. Sy for Election as Director;
12. Registration to the Extended Producer Responsibility Program;
13. Appointment of Officers

Management reports which summarize the acts of management for the year 2022 are included in the Company's Annual Report to be sent to the stockholders together with this Information Statement and shall be submitted for approval by the stockholders at the meeting. Accordingly, approval of the Annual Report will constitute approval and ratification of the acts of Management stated in the Annual Report during the period covered thereby.

ITEM 18. OTHER PROPOSED ACTIONS

The items covered with respect to ratification of the acts of the Board of Directors and officers for the past year up to date of the meeting are those items entered into in the ordinary course of business.

ITEM 19. VOTING PROCEDURES

Each stockholder shall be entitled to one vote, in person or thru proxy for each share with voting

right. All elections and all questions, except as otherwise provided by law, shall be decided by the plurality vote of the stockholders present in person or by proxy, a quorum (majority of the issued and outstanding capital stock having powers) being present.

In the election of directors, the eleven (11) nominees with the greatest number of votes will be elected directors. If the number of nominees for election as directors does not exceed the number of directors to be elected, the Secretary of the Meeting shall be instructed to cast all votes represented at the Meeting equally in favor of all such nominees. However, if the number of nominees for election as directors exceeds the number of directors to be elected, voting shall be done by ballot, and counting of votes shall be done by two (2) election inspectors appointed by the Chairman of the Meeting.

For motion on other corporate matters that will be submitted for approval and for such other matters as may properly come before the Meeting, a vote of the majority of the shares present or represented by proxy at the meeting is necessary for their approval. For the purpose of this year's annual stockholders' meeting, the stockholders may vote by attending the meeting in person or through proxies or by remote communication (in absentia). The stockholders who opt not to attend in person are encouraged to participate in the meeting by either of the following:

- i. by submitting duly accomplished proxies to the Office of the Corporate Secretary at 2704 East Tower, Tektite Towers, Ortigas Center, Pasig City, or via electronic copy by sending an e-mail membership.th@tagaytayhighlands.com on or before **05 October 2023, Thursday, at 10:30 A.M.**

For corporate stockholders, the proxies should be accompanied by a Secretary's Certification on the appointment of the corporation's authorized signatory.

- ii. by registering their votes on the matters to be taken up during the meeting through the e-voting platform set up for the purpose. The e-voting portal will be open until **9:00 A.M. of 07 October 2023, Saturday**. The votes for or against the matter submitted shall be tallied by the Secretary.

Items 8, 9, 10, 11, 12, 13, 14, 16, and 17 are not responded to in this report, the Club having no intention to take any action with respect to the information required therein.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Pasig on 5 September 2023.

**TAGAYTAY HIGHLANDS INTERNATIONAL
GOLF CLUB, INC.**

By:



JERRY C. TIU
President



**TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.,
BUSINESS AND GENERAL INFORMATION**

The Business

Tagaytay Highlands International Golf Club, Inc. (Golf Club) was incorporated in 1991 as an exclusive membership club operating on a non-profit basis. Its primary purpose is to promote social, recreational and athletic activities among its members by providing and maintaining a golf course, clubhouse, and other sports and recreational facilities. The Golf Club is situated in Tagaytay City which is about 60 kilometers south of Metro Manila.

Setting it apart from the other golf courses in the country, the 18-hole par-71 international championship golf course is situated on an 89-hectare slope designed by American golf architect, Richard Bigler. It was designed for a thinking player as a lot of challenges affect his play - the hilly terrain, the wind, the fog, uphill play and shots across tropical valleys. The Golf Club also boasts of a two-level clubhouse where the panoramic view of Taal Lake, Mt. Makiling, Laguna de Bay and the plains of Laguna and Batangas can be viewed from. Located on the ground level is the Golfers' Lounge while the second level houses an antique shop and theme function rooms. The Golf Club also offers the Swiss-made cable car system in the Philippines which is being utilized to ferry golfers from the front nine holes to back nine holes. Likewise, the Golf Club offers accommodation facilities at the Highlands Inn for its members and guests.

The Golf Club members can also enjoy the facilities of Tagaytay Midlands Golf Club, Inc. (TMGCI). The facilities include a 27-hole golf course, locker rooms, a helipad, a restaurant, and tee houses serving Filipino cuisine, a pro shop and banquet facilities. Members can also use a variety of world-class sports and recreational facilities that are available at The Country Club at Tagaytay Highlands, Inc. (TCCATHI). Likewise, the different specialty restaurants offer a wide array of cuisines (Filipino, Chinese, Italian, Japanese, Korean, Thai, etc.) which are sure to satisfy everyone's palate. In December 1996, the camping ground - Camp Highlands - opened to the members.

Bankruptcy, Receivership or Similar Proceedings

The Golf Club does not been involved in any bankruptcy, receivership or similar proceedings for the past three (3) years.

Material Reclassification, Merger, Consolidation or Purchase or Sale of a Significant Amount of Assets (Not Ordinary)

The Golf Club does not engage in any material reclassification, merger, consolidation or purchase or sale of a significant amount of assets (not ordinary) for the past three (3) years.

Competition

There is no formal or organized secondary market for the purchase and sale of golf and country club shares in the Philippines. As such, holders of shares in the Golf Club who may wish to sell or dispose of their shares in the Club may not readily find a counter party for the transaction at the desired asking price. At present, there is a growing number of golf and country clubs being established in various parts of the country. This may affect appreciation in the value of investment in the Club.

Investments in leisure-oriented developments such as golf and country clubs are influenced by the economic and political conditions in the country. Any adverse economic and political developments in the country may affect the demand for such leisure facilities, and any anticipated appreciation in the prices of golf and country club shares.

Although there are other clubs engaged in the same line of business, the Golf Club competes in

terms of service and facilities. The Golf Club is highly competitive because of its golf course where the panoramic view of Taal Lake, Mt. Makiling, and Laguna de Bay can be viewed from. The Golf Club also offers the first cable car system in the Philippines, a Golf Clubhouse which houses the Golfers' Lounge and accommodation facilities.

Sources and availability of raw materials

The Golf Club's principal suppliers include Ecology Specialist and Filoil Energy Company Inc. There is no existing major supply contracts entered into by the Club.

Transactions with and/or dependence on related parties

In the ordinary course of business, the Golf Club has transactions with affiliates which consist mainly of usage of Golf Club's facilities and services as well as reimbursement of certain operating expenses such as utilities, contract services and repairs and maintenance.

Government Regulations

The Golf Club has complied with licensing and regulatory requirements necessary for its development and operations.

Compliance with Environmental Laws

The Golf Club has complied with pertinent environmental laws and regulations and has received the Environmental Certificate Clearance issued by the Department of Energy and Natural Resources.

The Golf Club has constructed the Sewerage Treatment Plant so that waste products are reused in its golf course. The Golf Club has also adopted the process of decomposing biodegradable waste products which are converted as fertilizers for the garden.

Employees

The Golf Club is run by a team of regular and casual employees as follows:

Regular Employees (based on head count as of 31 August 2023):

GM & Department Heads	16
Supervisors	20
Rank and File	<u>29</u>
Total	<u>65</u>

All regular rank and file employees are subject to the Collective Bargaining Agreement which expires in June 30, 2024. Some of the regular employees are also seconded to The Country Club at Tagaytay Highlands, Inc. and Tagaytay Midlands Golf Club, Inc.

There has been no strike brought about by the Golf Club's employees in the past twenty years.

Major Business Risks

The Golf Club has been sustaining its operational requirements through the collection of monthly dues from each member and the operation of restaurants and golf facilities. The Golf Club has no foreign currency exposures or obligations that will have a material impact on its short-term or long-term liquidity due to the depreciation of the peso. During the early part of the COVID-19 pandemic, the Club was experiencing reduced consumer demand owing to lost income and/or restrictions on consumers' ability to move freely and limitation of the Club's activities such as

Country tournament, wedding and corporate events. When the government announced more relaxed community quarantine, the Club's revenues are picking up and are expected to return to its normal earning stream.

Directors and Executive Officers

Please refer to discussion on *Directors and Executive Officers*.

Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters

Market Information

The Golf Club has issued outstanding 2,957 proprietary shares as of 08 September 2023 of which 44.84% is owned by Belle Corporation and the remaining shares are owned by other Club members. There are 1,530 holders of the Club's proprietary shares.

Top 20 shareholders are as follows:

NAME OF STOCKHOLDER	NO. OF SHARES	%
Belle Corporation	1,326	44.84
Lap Holdings Corporation	59	2.00
First Philippine Holdings Corporation	7	0.24
First Gas Holdings Corporation	5	0.17
Estate of Vicente J. Jayme, Jr.	5	0.17
Unilever Phils. Inc.	5	0.17
Highlands Prime, Inc.	4	0.14
First Gen Corporation	3	0.10
Ocier, Willy N.	3	0.10
Others	1,540	52.08
Grand Total	2,957	100.00%

Below are the high and low bid prices for the past three (3) years based on newspapers publications:

	HIGH	LOW
Quarter ended March 2020	700,000	850,000
Quarter ended June 2020	850,000	850,000
Quarter ended September 2020	800,000	800,000
Quarter ended December 2020	750,000	850,000
Quarter ended March 2021	750,000	700,000
Quarter ended June 2021	700,000	700,000
Quarter ended September 2021	950,000	950,000
Quarter ended December 2021	950,000	950,000
Quarter ended March 2022	1,800,000	1,300,000
Quarter ended June 2022	1,300,000	1,200,000
Quarter ended September 2022	1,800,000	1,800,000
Quarter ended December 2022	2,000,000	2,000,000
Quarter ended March 2023	2,000,000	2,000,000
Quarter ended June 2023	2,000,000	2,000,000

The Golf Club's securities are not traded in the Philippine Stock Exchange.

Dividends

The Golf Club is a non-profit corporation, and as such, it does not declare dividends to its shareholders. In accordance with the Golf Club's Articles of Incorporation and By-Laws, no profit shall inure to the exclusive benefit of any of its shareholders, hence, no dividends shall be declared in their favor. Shareholders shall be entitled only to a pro-rata share of the asset of the Club at the time of the dissolution or liquidation of the Golf Club.

Recent Sales of Unregistered or Exempt Securities

All the Club's securities are registered under the Securities Regulation Code. There was no sale of reacquired securities, as well as new issues, securities issued in exchange for property, services, or other securities, and new securities resulting from the modification of outstanding securities for the past three (3) years.

Management's Discussion and Analysis

The Golf Club derived its revenues from membership dues, food and beverage sales, and income from golf operations.

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Financial Highlights

(In Million Pesos)

	30-Jun	30-Jun	31-Dec	31-Dec	31-Dec
	2023	2022	2022	2021	2020
Balance Sheet					
Total Asset	546.21	540.10	539.76	564.04	553.52
Total Liabilities	212.59	219.07	213.86	245.60	236.00
Total Members' Equity	333.61	321.03	325.90	318.44	317.51
Income Statement					
Total Revenues*	129.02	109.26	231.65	187.42	140.31
Total Cost and Operating Expenses	101.78	87.10	184.71	145.38	124.85
Depreciation and Amortization	19.36	19.54	39.17	37.81	40.16
Net Income (Loss)	7.66	2.59	7.31	1.78	-22.36

*Total revenues include membership dues

RESULTS OF OPERATIONS

Six-Month Period Ended June 30, 2023 compared to June 30, 2022

REVENUES

Total club revenues of ₱67.83 million for the six months ended June 30, 2023 were higher by ₱18.37 million or 37.14% compared to ₱49.46 million for the six months ended June 30, 2022, due to high patronage from members and guests as a result of a more relaxed community restrictions related to Covid-19 as compared to 2022.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by ₱7.38 million or 21.35%, from ₱34.59 million in 2022 to ₱41.97 million in 2023. This is mainly due to the full operation of the Golf Club's concessionaires and opening of an authentic ramen Japanese restaurant.

Green Fees

Revenues from green fees increased by ₱9.21 million or 143.14%, from ₱6.43 million in 2022 to ₱15.64 million in 2023, mainly due to higher rounds of golf and increase in green fee rate in May 2023 .

Golf Cart and Locker Rental

Revenues from golf cart and locker rental increased by ₱0.64 million or 13.40%, from ₱4.78 million in 2022 to ₱5.42 million in 2023.

Room Sales

Revenues from room sales increased by ₱0.76 million or 22.28%, from ₱3.39 million in 2022 to ₱4.15 million in 2023, mainly due to the increase in occupancy for the period.

Other Revenues

Other revenues increased by ₱0.38 million or 143.23%, from ₱0.26 million in 2022 to ₱0.64 million in 2023. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱121.15 million for the six months ended June 30, 2023 were higher by ₱14.51 million or 13.61%, compared to ₱106.64 million for the six months ended June 30, 2022, as a result of higher operating activities due to the lifting of Covid-19 restrictions.

Cost of Sales

Cost of sales increased by ₱6.99 million or 21.25%, from ₱32.90 million in 2022 to ₱39.89 million in 2023, mainly due to relatively higher sales for the period. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services increased by ₱9.53 million or 17.53%, from ₱54.38 million in 2022 to ₱63.92 million in 2023, mainly due to higher volume of operations. This includes club tournament, commission, and other direct expenses.

General and Administrative Expenses

General and administrative expenses decreased by ₱2.02 million or 10.42%, from ₱19.35 million in 2022 to ₱17.34 million in 2023, mainly due to cost efficiency measures on utilities and decrease in repairs and maintenance of the Golf Club.

OTHER INCOME (CHARGES)

Interest Income

Interest income increased by ₱0.95 million or 755.71%, from ₱0.13 million in 2022 to ₱1.07 million in 2023, due to time deposits and increase in interest rate from 4.875% to 5.250%.

Other Income

Other income of ₱13.09 million for the six months ended June 30, 2023 was higher by ₱0.40 million or 3.16%, compared to ₱12.69 million for the six months ended June 30, 2022. Other income includes transfer fee, assignment fee, management fee, guest card fee, commission income, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the six-month period ended June 30, 2023, the Golf Club generated membership dues of ₱47.03 million which was higher by ₱0.05 million or 0.10% as compared to June 30, 2022. This is mainly due to the increase in the number of active members in 2023.

PROVISION FOR INCOME TAX

Provision for income taxes increased by ₱0.19 million or 761.03%, from ₱0.02 million in 2022 to ₱0.21 million in 2023. This is due to the final withholding taxes of interest income for the six-month period.

NET INCOME

For the six-month period ended June 30, 2023, the Golf Club posted a net income of ₱7.66 million which was higher by ₱5.06 million or 195.18% as compared to net income of ₱2.59 million for the period ended June 30, 2022.

December 2022 compared to December 2021

REVENUES

Total Golf Club revenues of ₱109.69 million for the twelve months ended December 31, 2022 were higher by ₱41.02 million or 59.74% compared to ₱68.67 million for the twelve months ended December 31, 2021, due to high patronage from members and guests as a result of the lifting of community restrictions related to Covid-19.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by ₱25.17 million or 50.18%, from ₱50.16 million in 2021 to ₱75.34 million in 2022.

Green Fees

Revenues from green fees increased by ₱8.80 million or 121.57%, from ₱7.24 million in 2021 to ₱16.03 million in 2022.

Golf Cart and Locker Rental

Revenues from golf cart and locker rental increased by ₱3.40 million or 52.25%, from ₱6.51 million in 2021 to ₱9.91 million in 2022.

Room Sales

Revenues from room sales increased by ₱3.36 million or 76.95%, from ₱4.37 million in 2021 to ₱7.73 million in 2022.

Other Revenues

Other revenues increased by ₱0.29 million or 75.30%, from ₱0.39 million in 2021 to ₱0.68 million in 2022. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱223.88 million for the twelve months ended December 31, 2022 were higher by ₱40.68 million or 22.21%, compared to ₱183.19 million for the twelve months ended December 30, 2021, as a result of higher operating activities due to the lifting of Covid-19 restrictions in March 2022.

Cost of Sales

Cost of sales increased by ₱24.60 million or 52.17%, from ₱47.16 million in 2021 to ₱71.76 million in 2022, mainly due to relatively higher sales revenue recognized. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services increased by ₱12.31 million or 11.89%, from ₱103.59 million in 2021 to ₱115.90 million in 2022, mainly due to higher volume of operations. This includes club tournament, commission, and other direct expenses.

General and Administrative Expenses

General and administrative expenses increased by ₱3.77 million or 11.62%, from ₱32.44 million in 2021 to ₱36.21 million in 2022, mainly due to higher water and electricity consumption, and increase in fuel and oil prices.

OTHER INCOME (CHARGES)

Interest Income

Interest income increased by ₱0.42 million or 550.82%, from ₱0.08 million in 2021 to ₱0.49 million in 2022, due to additional time deposits of ₱11 million and increase of its interest rate from 0.50% to 4.00%.

Other Income

Other income of ₱27.27 million for the twelve months ended December 31, 2022 was higher by ₱1.54 million or 6%, compared to ₱25.72 million for the twelve months ended December 31, 2021. Other income includes transfer fee, assignment fee, management fee, guest card fee, commission income, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2022, the Golf Club generated membership dues of ₱94.20 million which was higher by ₱1.25 million or 1.34% as compared to December 31, 2021.

PROVISION FOR INCOME TAX

Provision for income taxes decreased by ₱1.98 million or 81.13% during the twelve-month period ended December 31, 2022, from ₱2.44 million in 2021 to ₱0.46 million in 2022, mainly due to lower provision for deferred income tax.

NET INCOME

For the twelve-month period ended December 31, 2022, the Golf Club posted net income of ₱7.31 million which was higher by ₱5.53 million or 310.02% as compared to net income of ₱1.78 million for the period ended December 31, 2021.

December 2021 compared to December 2020

REVENUES

For the year ended December 31, 2021, the Golf Club generated total revenues of ₱68.67 million which was higher by ₱38.59 million or 128.35% from last year's revenue of ₱30.07 million, as authorities and local government units eased community restrictions and age mobility restrictions related to Covid-19.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by ₱29.60 million or 143.95%, from ₱20.56 million as of December 31, 2020 to ₱50.16 million as of December 31, 2021.

Green Fees

Revenues from green fees showed an increase of ₱3.26 million or 81.86%, from ₱3.98 million in 2020 to ₱7.24 million in 2021.

Golf Cart and Locker Rental

Revenues from golf cart, locker rental and others increased by ₱3.57 million or 121.55%, from ₱2.94 million in 2020 to ₱6.51 million in 2021.

Room Sales

Revenues from room sales increased by ₱2.03 million or 87.20%, from ₱2.33 million in 2020 to ₱4.37 million in 2021.

Other revenues

Other revenues increased by ₱0.13 million or 51.06%, from ₱0.26 million in 2020 to ₱0.39 million in 2021. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱183.19 million for the year ended December 31, 2021 showed an increase of ₱18.18 million or 11.01% compared to ₱165.02 million in 2020, since most of the facilities have resumed operations due to lifting of heavy Covid-19 restrictions.

Cost of Sales

Cost of sales increased by ₱28.54 million or 153.32% from ₱18.62 million in 2020 to ₱47.16 million in

2021, mainly due to relatively higher sales. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services decreased by ₱5.25 million or 4.83% from ₱108.84 million in 2020 to ₱103.59 million in 2021, mainly due to cost saving measures implemented on employees' flexible work schedules and decrease in advertisement and promotions.

General and Administrative Expenses

General and administrative expenses decreased by ₱5.11 million or 13.62% from ₱37.56 million in 2020 to ₱32.44 million in 2021, mainly due to the recovery of costs incurred for the rehabilitation of the Club against damages caused by the Taal Volcano eruption in 2020.

OTHER INCOME (CHARGES)

Interest Income

Interest income decreased by ₱0.44 million or 85.42%, from ₱0.52 million in 2020 to ₱0.08 million in 2021, due to lower time deposits from October 2020 to June 2021 and decrease of interest rate from 0.625% in 2020 to 0.375% in 2021.

Interest Expense

Interest expense decreased by ₱0.70 thousand or 100% in 2021 compared to 2020, as there were no outstanding vehicle lease finances in 2021.

Other Income

Other income of ₱25.72 million in 2021 was higher by ₱11.30 million or 78.34%, compared to ₱14.42 million in 2020. This includes transfer fee, assignment fee, management fee, photo shoot revenue, cell site and shuttle rental, commission, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2021 the Golf Club generated membership dues of ₱92.95 million which was lower by ₱2.35 million or 2.46% as compared to December 31, 2020 due to higher membership dues discount applied on advance annual dues payment.

PROVISION FOR INCOME TAX

Provision for income taxes increased by ₱4.78 million or 204.33% for the year 2021, due to increase of provision for deferred income tax of ₱4.88 million or 200% and decrease of provision for current income tax of ₱0.10 million or 100%.

NET INCOME (LOSS)

The Golf Club realized net income of ₱1.78 million for the year ended December 31, 2021. This was an improvement from the net loss of ₱22.36 million incurred for the year ended December 31, 2020.

December 2020 compared to December 2019

REVENUES

For the year ended December 31, 2020, the Golf Club generated total revenue of ₱30.07 million which is lower by ₱51.70 million or 63.23% from last year's revenue of ₱81.77 million. Covid-19 pandemic has caused unprecedented impact to the Club's operation due to mandatory quarantine periods, community lockdowns and restrictions on mobility of members.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries decreased by ₱12.39 or 37.59% million from ₱32.95 million in 2019 to ₱20.56 million in 2020.

Green Fees

Revenues from green fees decreased by ₱16.67 million or 80.73% from ₱20.65 million in 2019 to ₱3.98 million in 2020.

Golf Cart and Locker Rental

Revenues from golf cart, locker rental and others showed a decrease of ₱7.83 million or 72.69% from ₱10.77 million in 2019 to ₱2.94 million in 2020.

Room Sales

Revenues from room sales decreased by ₱14.06 million or 85.78%, from ₱16.40 million in 2019 to ₱2.33 million in 2020.

Other Revenues

Other revenues decreased by ₱0.76 million or 74.60% from ₱1.01 million in 2019 to ₱0.26 million in 2020. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Due to the Covid-19 pandemic, the Club operated at an extremely limited capacity as implemented by the authorities and local government units. This resulted to the decrease of total cost and expenses of ₱34.11 million or 17.13%, from ₱165.02 million in 2020 to ₱199.13 million in 2019.

Cost of Sales

Cost of sales decreased by ₱4.64 million or 19.94% from ₱23.25 million in 2019 to ₱18.62 million in 2020, mainly due to relatively lower sales recognized for the period. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services decreased by ₱29.95 million or 21.58% from ₱138.79 million in 2019 to ₱108.84 million in 2020, mainly due to decrease in personnel costs, water and electricity consumption, and club tournament expenses.

General and Administrative Expenses

General and administrative expenses increased by ₱0.48 million or 1.28% from ₱37.08 million in

2019 to ₱37.56 million in 2020. This resulted mainly due to the Taal Volcano eruption clean-up operations.

OTHER INCOME (CHARGES)

Interest Income

Interest income decreased by ₱1.12 million or 68.21%, from ₱1.64 million in 2019 to ₱0.52 million in 2020, due to lower time deposits starting October 2020 and decrease of interest rate from 3.375% in 2019 to 0.625% in 2020.

Interest Expense

Interest expense decreased by ₱0.03917 million or 98.23%, from ₱0.03988 million for 2019 to ₱0.70 thousand for 2020, as there was no more vehicle lease financing as of February 2020.

Other Income

Other income of ₱14.42 million in 2020 was lower by ₱30.18 million or 67.66%, compared to ₱44.61 million in 2019. This includes transfer fee, assignment fee, management fee, photo shoot revenue, cell site and shuttle rental, commission, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2020, the Golf Club generated membership dues of ₱95.30 million which was higher by ₱0.48 million or 0.50% as compared to December 31, 2019 from the activation of members for the year.

PROVISION FOR INCOME TAX

Provision for income taxes decreased by ₱6.01 million or 163.70% for the year 2020, due to decrease in provision for deferred income tax of ₱5.77 million or 173.29% and current income tax of ₱0.24 million or 70.36%.

NET INCOME (LOSS)

The Golf Club incurred a net loss of ₱22.36 million for the year ended December 31, 2020. This is ₱42.36 million or 211.85% lower compared to the net income of ₱19.99 million for the year ended December 31, 2019.

CHANGES IN FINANCIAL CONDITION

June 30, 2023 compared to December 31, 2022

ASSETS

The Golf Club has total assets of ₱546.21 million as of June 30, 2023 which increased by ₱6.45 million or 1.19% compared to ₱539.76 million as of December 31, 2022. It has a current ratio of ₱0.88 as of June 30, 2023 and ₱0.80 as of December 31, 2022.

Cash and Cash Equivalents

Cash and cash equivalents increased by ₱21.05 million or 31.79%, from ₱66.23 million as of December 31, 2022 to ₱87.29 million as of June 30, 2023 due to net cash of ₱28.92 million provided by operating activities. This was offset by addition to property and equipment of

₱6.82 million and increase in other noncurrent assets of ₱0.98 million.

Trade and Other Receivables

Trade and other receivables decreased by ₱5.77 million or 19.17% from ₱30.12 million as of December 31, 2022 to ₱24.34 million as of June 30, 2023, mainly due to collections from related parties, concessionaires, and members.

Inventories

Inventories decreased by ₱0.01 million or 0.46% from ₱1.22 million as of December 31, 2022 to ₱1.21 million as of June 30, 2023, mainly due to kitchen fuel and other supplies consumption.

Other Current Assets

Other current assets showed an increase of ₱0.69 million or 0.97% from ₱71.75 million as of December 31, 2022 to ₱72.44 million as of June 30, 2023, mainly due to the increase of creditable withholding tax and input vat on capital goods.

Property and Equipment

Property and equipment decreased by ₱10.21 million or 2.97% from ₱344.11 million as of December 31, 2022 to ₱338.90 million as of June 30, 2023, mainly due to the depreciation charges of ₱17.03 million which was offset by additions to property of ₱6.82 million.

Investment Property

Investment property which consists of land held for capital appreciation remained at its carrying value amounting to ₱5.55 million. Management has assessed that there were no conditions from the last date of appraisal that would significantly change the appraisal value of the investment property as at report date.

Net Retirement Asset

Net retirement asset increased by ₱2.05 million or 150.64% from ₱1.36 million as of December 30, 2022 to ₱3.40 million as of June 30, 2023. This is due to the contributions made to the Golf Club's retirement fund during the period.

Other Noncurrent Assets

Other noncurrent assets decreased by ₱1.35 million or 6.96% from ₱19.43 million as of December 31, 2022 to ₱18.08 million as of June 30, 2023, mainly due to the amortization of computer software amounting to ₱2.33 million.

LIABILITIES

The Golf Club has total liabilities of ₱212.59 million as of June 30, 2023 which decreased by ₱1.26 million or 0.59% compared to ₱213.86 million as of December 31, 2022. It has a liabilities-to-equity ratio of ₱0.64 as of June 30, 2023 and ₱0.66 as of December 31, 2022.

Trade and Other Payables

Trade and other payables decreased by ₱1.21 million or 0.57% from ₱211.73 million as of December 31, 2022 to ₱210.52 million as of June 30, 2023 mainly due to payment of net proceeds from the sale of delinquent shares from auction.

Deferred Tax Liability

Deferred tax liability decreased by ₱0.05 million or 2.36%, from ₱2.12 million as of December 31, 2022 to ₱2.07 million as of June 30, 2023.

MEMBERS' EQUITY

The Golf Club's members' equity as of June 30, 2023 of ₱333.61 million was higher by ₱7.71 million or 2.37% compared to ₱325.90 million as of December 31, 2022 due to the net income for the period ended June 30, 2023.

December 2022 compared to December 2021

ASSETS

The Club has total assets of ₱539.76 million as of December 31, 2022 which decreased by ₱24.28 million or 4.30% compared to ₱564.04 million as of December 31, 2021. It has a current ratio of ₱0.80 as of December 31, 2022 and ₱0.79 as of December 31, 2021.

Cash and Cash Equivalents

Cash and cash equivalents decreased by ₱6.00 million or 8.30%, from ₱72.23 million as of December 31, 2021 to ₱66.23 million as of December 31, 2022 due to net cash of ₱35.53 million used in investing activities. This was offset by the cash provided by operating activities amounting to ₱29.05 million.

Trade and Other Receivables

Trade and other receivables decreased by ₱21.83 million or 42.03% from ₱51.95 million as of December 31, 2021 to ₱30.12 million as of December 31, 2022, mainly due to the increase of collections from related parties.

Inventories

Inventories decreased by ₱0.02 million or 1.43% from ₱1.23 million as of December 31, 2021 to ₱1.22 million as of December 31, 2022.

Other Current Assets

Other current assets showed an increase of ₱5.85 million or 8.88% from ₱65.89 million as of December 31, 2021 to ₱71.75 million as of December 31, 2022, mainly due to the increase of creditable withholding tax and input vat on capital goods to be carried over to the succeeding year.

Property and Equipment

Property and equipment decreased by ₱2.34 million or 0.68% from ₱346.45 million as of December 31, 2021 to ₱344.11 million as of December 31, 2022, mainly due to the depreciation charges of ₱34.63 million which was offset by additions to property of ₱32.28 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2022 amounting to ₱5.55 million.

Net Retirement Asset

The Club had a net retirement asset of ₱1.36 million as of December 31, 2022, and net retirement liability of ₱1.45 million as of December 30, 2021. This is due to the contributions made to Golf Club's retirement fund.

Other Noncurrent Assets

Other noncurrent assets decreased by ₱1.30 million or 6.26% from ₱20.73 million as of December 31, 2021 to ₱19.43 million as of December 31, 2022, mainly due to the recognition of current portion from the deferred input vat on capital goods.

LIABILITIES

The Club has total liabilities of ₱213.86 million as of December 31, 2022 which decreased by ₱31.74 million or 12.92% compared to ₱245.60 million as of December 31, 2021. It has a liabilities-to-equity ratio of ₱0.66 as of December 31, 2022 and ₱0.77 as of December 31, 2021.

Trade and Other Payables

Trade and other payables decreased by ₱30.81 million or 12.70% from ₱242.54 million as of December 31, 2021 to ₱211.73 million as of December 31, 2022 mainly due to payments made to related parties, suppliers, and other service providers.

Deferred Tax Liability

Deferred tax liability increased by ₱0.51 million or 31.67%, from ₱1.61 million as of December 31, 2021 to ₱2.12 million as of December 31, 2022.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2022 of ₱325.90 million was higher by ₱7.46 million or 2.34% compared to ₱318.44 million as of December 31, 2021 due to the net income for the period ended December 31, 2022.

December 2021 compared to December 2020

ASSETS

Total assets of the Golf Club increased by ₱10.52 million or 1.90% from ₱553.52 million as of December 31, 2020 to ₱564.04 million as of December 31, 2021. The Club has current ratio of ₱0.79 and ₱0.66 for each peso of current liabilities as of December 31, 2021 and December 31, 2020, respectively.

Cash and Cash Equivalents

This increased by ₱22.50 million or 45.24%, from ₱49.73 million as of December 31, 2020 to ₱72.23 million as of December 31, 2021 due to cash provided by operating activities of ₱32.81 million and offset by cash used in investing activities of ₱10.56 million.

Trade and Other Receivables

Trade and other receivables increased by ₱0.45 million or 0.87%, from ₱51.50 million as of December 31, 2020 to ₱51.95 million as of December 31, 2021, due to increase in receivables from related parties and members.

Inventories

Inventories increased by ₱0.08 million or 7.24% from ₱1.15 million as of December 31, 2020 to ₱1.23 million as of December 31, 2021.

Other Current Assets

Other current assets posted an increase of ₱14.74 million or 28.80% from ₱51.16 million as of December 31, 2020 to ₱65.89 million as of December 31, 2021, mainly due to annual real property tax for the year 2022 amounting to ₱6.22 million and prepaid input VAT of ₱11.64 million.

Property and Equipment

Property and equipment decreased by ₱21.13 million or 5.75% from ₱367.59 million as of December 31, 2020 to ₱346.45 million on December 31, 2021 mainly due to depreciation charges amounting to ₱33.73 million and additions to property of ₱12.74 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2021 amounting to ₱5.55 million.

Other Noncurrent Assets

Other noncurrent assets decreased by ₱6.11 million or 22.77% from ₱26.84 million as of December 31, 2020 to ₱20.73 million as of December 31, 2021.

LIABILITIES

Total liabilities increased by ₱9.59 million or 4.06%, from ₱236 million as of December 31, 2020 to ₱245.60 million as of December 31, 2021. It has a liabilities-to-equity ratio of ₱0.77 as of December 31, 2021 and ₱0.74 as of December 31, 2020.

Trade and Other Payables

Trade and other payables increased by ₱10.46 million or 4.51% from ₱232.08 million in 2020 to ₱242.54 million in 2021.

Net Retirement Liability

Net retirement liability decreased by ₱2.48 million or 63.16% from ₱3.93 million as of December 31, 2020 to ₱1.45 million as of December 31, 2021, mainly due to contribution made to Golf Club's retirement fund.

Deferred Tax Liability

Deferred tax liability for the year ended December 31, 2021 amounted to ₱1.61 million.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2021 of ₱318.44 million was higher by ₱0.93 million or 0.29% compared to ₱317.51 million as of December 31, 2020 due to total comprehensive income during the period 2021.

December 2020 compared to December 2019

ASSETS

Total assets of the Golf Club decreased by ₱31.33 million or 5.36% from ₱584.84 million as of December 31, 2019 to ₱553.52 million as of December 31, 2020. The Club has current ratio of ₱0.66 and ₱0.70 for each peso of current liabilities as of December 31, 2020 and December 31, 2019, respectively.

Cash and Cash Equivalents

This decreased by ₱26.54 million or 34.80%, from ₱76.27 million as of December 31, 2019 to ₱49.73 million as of December 31, 2020 due to cash used in operating activities of ₱12.36 million, used in investing of ₱13.86 million and financing activities of ₱0.08 million.

Trade and Other Receivables

Trade and other receivables increased by ₱11.94 million or 30.18%, from ₱39.56 million as of December 31, 2019 to ₱51.50 million as of December 31, 2020, due mainly to increase in receivables from related parties.

Inventories

Inventories decreased by ₱0.14 million or 11.17% from ₱1.29 million as of December 31, 2019 to ₱1.15 million as of December 31, 2020.

Other Current Assets

Other current assets posted an increase of ₱9.72 million or 23.46% from ₱41.44 million as of December 31, 2019 to ₱51.16 million as of December 31, 2020. This is mainly due to the set-up of prepaid input tax amounting to ₱7.55 million.

Property and Equipment

Property and equipment decreased by ₱22.47 million or 5.76% from ₱390.06 million as of December 31, 2019 to ₱367.59 million on December 31, 2020 mainly due to depreciation charges amounting to ₱36.23 million and additions to property of ₱13.76 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2020 amounting to ₱5.55 million.

Other Noncurrent Assets

Other noncurrent assets decreased by ₱3.84 million or 12.50% from ₱30.67 million in 2019 to ₱26.84 million in 2020.

LIABILITIES

Total liabilities decreased by ₱6.03 million or 2.49%, from ₱242.04 million as of December 31, 2019 to ₱236.00 million as of December 31, 2020. It has a liabilities-to-equity ratio of ₱0.71 as of December 31, 2019 and ₱0.74 as of December 31, 2020.

Trade and Other Payables

Trade and other payables increased by ₱4.93 million or 2.17% from ₱227.23 million in 2019 to ₱232.08 million in 2020.

Net Retirement Liability

Net retirement liability decreased by ₱10.88 million or 73.48% from ₱14.81 million as of December 31, 2019 to ₱3.93 million as of December 31, 2020, mainly due to contribution made to Golf Club's retirement fund.

Loans Payable

Noncurrent portion of loans payable from 2019 decreased by ₱0.08 million or 100% in 2020, as there was no outstanding vehicle lease financing as of February 2020.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2020 of ₱317.51 million was lower by ₱25.30 million or 7.38% compared to ₱342.81 million as of December 31, 2019 due to total comprehensive loss during the period 2020.

Below are the comparative five (5) key performance indicators of the Golf Club:

Schedule of Financial Soundness Indicators

Tagaytay Highlands International Golf Club, Inc.
As of June 30, 2023, December 31, 2022 and 2021

<i>Performance Indicators</i>	<i>Formula Calculation for</i>	<i>June 30, 2023 (Unaudited)</i>	<i>December 31, 2022 (Audited)</i>	<i>December 31, 2021 (Audited)</i>
Current ratio	Current assets over current liabilities	0.88 : 1.00	0.80 : 1.00	0.79 : 1.00
Acid Test Ratio	Quick Assets (Total current assets less inventories and other current assets) over total current liabilities	0.53 : 1.00	0.46 : 1.00	0.51 : 1.00
Solvency Ratio	Net income(loss) before depreciation over total liabilities	12.71%	21.74%	16.12%
Liabilities to equity ratio	Total liabilities over total members' equity	0.64 : 1.00	0.66 : 1.00	0.77 : 1.00
Asset-to-Equity ratio	Total Assets over Total Equity	1.64 : 1.00	1.66 : 1.00	1.77 : 1.00

<i>Performance Indicators</i>	<i>Formula Calculation for</i>	<i>June 30, 2023 (Unaudited)</i>	<i>December 31, 2022 (Audited)</i>	<i>December 31, 2021 (Audited)</i>
Return on Equity	Net Income(Loss) over average Member's Equity	2.32%	2.27%	0.56%
Return on Assets	Net Income (Loss) over total Assets	1.41%	1.33%	0.32%
Net Profit Margin (Profitability Ratio)	Net Income (Loss) over Net Sales	11.29%	6.67%	2.60%

As of the second quarter ended June 30, 2023, except for what has been noted in the preceding, there were no material events or uncertainties known to management that had a material impact on past performance, or that would have a material impact on future operations, in respect of the following:

- i. Known trends, demands, commitments, events or uncertainties that would have a material impact on the Golf Club;
- ii. Events that will trigger direct or contingent financial obligation that is material to the Golf Club, including any default or acceleration of an obligation;
- iii. Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Golf Club with unconsolidated entities or other persons created during the reporting period;
- iv. Material commitments for capital expenditures that are reasonably expected to have a material impact on the Golf Club's short-term or long-term liquidity;
- v. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations;
- vi. Significant elements of income or loss that did not arise from the Golf Club's continuing operations;
- vii. Seasonal aspects that had a material impact on the Golf Club's results of operations; and
- viii. Material changes in the financial statements of the Golf Club from the year ended December 31, 2022, except as reported in the MD&A.

Disagreements with Accountants on Accounting and Financial Disclosure

No principal accountant or independent accountant of the Golf Club has resigned, was dismissed or has ceased to perform services during the calendar year covered by this report.

There was no disagreement with the accountants on any matter of accounting principles or practices, financial statement disclosures, or auditing scope procedure.

ITEM 12. MERGERS, CONSOLIDATIONS, ACQUISITIONS AND SIMILAR MATTERS

(a) There is no action to be taken with respect to any transaction involving the following:

1. the merger or consolidation of the registrant into or with any other person or of any other person into or with the registrant;
2. the acquisition by the registrant or any of its security holders of securities of another person;
3. the acquisition by the registrant or any other going business or of the assets

- thereof;
4. the sale or other transfer of all or any substantial part of the assets of the registrar; or
 5. the liquidation or dissolution of the registrant.

ITEM 13. ACQUISITION OR DISPOSITION OF PROPERTY

There is no action to be taken with respect to the acquisition or disposition of any property.

ITEM 14. RESTATEMENT OF ACCOUNTS

There is no action to be taken with respect to the restatement of any asset, capital, or surplus account of the Golf Club.

DISCUSSION ON CORPORATE GOVERNANCE

The Golf Club maintains its commitment to the adoption of systems and practices of good corporate governance in enhancing value for its shareholders.

In compliance with the initiative of the Securities and Exchange Commission ("SEC"), The Golf Club submitted its Revised Corporate Governance Manual (the "Manual") to the SEC on September 30, 2020, in compliance with the Code of Corporate Governance for Public Companies and Registered Issuers (SEC Memorandum Circular No. 24, Series of 2019) issued by the SEC on December 19, 2019, and made effective on January 12, 2020. This manual institutionalizes the principles of good corporate governance in the entire Company. The Golf Club believes that corporate governance, the framework of rules, systems and processes governing the performance of the Board of Directors and Management of their respective duties and responsibilities, and from which the organization's values and ethics emerge, is of utmost importance to the Golf Club's shareholders and other stakeholders, which include, among others, clients, employees, suppliers, financiers, government and community in which it operates. The Golf Club undertakes every effort possible to create awareness throughout the entire organization.

The Board establishes the major goals, policies and objectives of the Golf Club, as well as the means to monitor and evaluate the performance of Management. The Board also ensures that adequate internal control mechanisms are implemented and properly complied in all levels.

The Golf Club is not aware of any non-compliance with its Revised Manual on Corporate Governance, by any of its officers or employees.

UNDERTAKING TO PROVIDE COPIES OF THE ANNUAL REPORT

UPON WRITTEN REQUEST OF ANY SHAREHOLDER OF RECORD ENTITLED TO NOTICE OF AND VOTE AT THE MEETING, THE COMPANY SHALL FURNISH SUCH SHAREHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT (SEC FORM 17-A) WITHOUT CHARGE. ANY SUCH WRITTEN REQUEST SHALL BE ADDRESSED TO:

THE CORPORATE SECRETARY
TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
TAGAYTAY HIGHLANDS COMPLEX,
BRGY. CALABUSO, TAGAYTAY CITY

CERTIFICATION

I, **MICHELLE ANGELI T. HERNANDEZ**, Compliance Officer of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** ("Club"), with SEC registration number ASO91-190731 and principal office at Tagaytay Highlands Complex, Barangay Calabuso, Tagaytay City 4120, Cavite, Philippines, does hereby certify and state that:


- 1) On behalf of the Club, I have caused this Definitive Information Statement (SEC Form 20-IS) to be prepared;
- 2) I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records; and
- 3) The Club will comply with the requirements set forth in SEC Notice dated 24 June 2020 for a complete and official submission of reports and/or documents through electronic mail.

04 SEP 2023

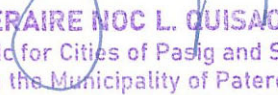
IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of September 2023 in Pasig City.


MICHELLE ANGELI T. HERNANDEZ
Compliance Officer

04 SEP 2023

SUBSCRIBED AND SWORN to before me this _____ day of September 2023 in Pasig City affiant exhibiting to me her Tax Identification Number card with number  as competent evidence of her identity.

Doc. No. 468;
Page No. 95;
Book No. I;
Series of 2023.


JESERAIRE NOC L. QUISAOT
Notary Public for Cities of Pasig and San Juan
and in the Municipality of Pateros
Appointment No. 301 (2023-2024)
Commission Expires on December 31, 2024
2704 East Tower, Tektite Towers, Exchange Road
Ortigas Center, 1605 Pasig City
PTR No. 0573118/05.11.23/Pasig
IBP No. 340930/05.08.23/RSM
Roll of Attorneys No. 87050
Admitted to the Bar: 05.02.23



Tagaytay Highlands International Golf Club <[REDACTED]>

Tagaytay Highlands International Golf Club, Inc._SEC Form 17-A_02May2023

ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>

Tue, May 2, 2023 at 11:51 AM

To: [REDACTED]

Thank you for reaching out to ictdsubmission@sec.gov.ph. Your submission is subject for Verification and Review of the Quality of the Attached Document only for **Secondary Reports**. Official copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order from receipt through the SEC Express System at <https://secexpress.ph/>. Or you may call 8737-8888 for further clarifications.

NOTICE

Please be informed that selected reports should be filed through **ELECTRONIC FILING AND SUBMISSION TOOL (EFAST)**. <https://cifss-ost.sec.gov.ph/user/login>

such as: **AFS, GIS, GFFS, LCFS, LCIF, FCFS, FCIF, IHFS, BDFS, PHFS etc. ANO, ANHAM, FS-PARENT, FS-CONSOLIDATED, OPC_AO, AFS WITH NSPO FORM 1,2,3 AND 4,5,6, AFS WITH NSPO FORM 1,2,3 (FOUNDATIONS)**

Further, pursuant to SEC Memorandum Circular No. 3, series of 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in **PORTABLE DOCUMENT FORMAT (PDF)** Secondary Reports such as:

17-A, 17-C, 17-L, 17-Q, ICASR, ICA-QR, ICA-AR, 23-A, 23-B, I-ACGR, ACGR, Monthly Reports, Quarterly Reports, Letters, OPC(ALTERNATE NOMINEE),GIS-G, 52-AR, IHAR,AMLA-CF,NPM,NPAM, BP-FCLC, CHINESEWALL, 39-AR,36-AR, PNFS, MCG, S10/SEC-NTCE-EXEMPT, through email at

ictdsubmission@sec.gov.ph

FOR **MC28**, please go to SEC website:

<https://apps010.sec.gov.ph>

For your information and guidance.

Thank you and keep safe.

CERTIFICATION

I, **FREDERICK D. DEOCARIZA**, Financial Controller, is a duly authorized representative of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC. ("Club")**, with SEC registration number ASO91-190731 and principal office at Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City, Philippines, does hereby certify and state that:

- 1) That on behalf of the Club, I have caused this Annual Report for the period ended 31 December 2022 (SEC Form 17-A) to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records; and
- 3) That the Club will comply with the requirements set forth in SEC Notice dated 24 June 2020 for a complete and official submission of reports and/or documents through electronic mail:

IN WITNESS WHEREOF, I have hereunto set my hand this APR 05 2023

FREDERICK D. DEOCARIZA
Financial Controller

SUBSCRIBED AND SWORN to before me this APR 05 2023 in TAGAYTAY CITY City, [REDACTED] as competent evidence of identity.

Doc. No. 348 ;
Page No. 74 ;
Book No. 208 ;
Series of 2023.



ATTY. VALENTIN C. GUANILLO
JP Rizal Avenue, Kaybaga South, Tagaytay City
Commission Expires on **DECEMBER 31, 2024**
PTR No. S131980/January 3, 2023
ROLL No. 22908
IBP LIFETIME RES. NO. 02892
MCLE COMPLIANCE NO. VII-0016975

A S O 9 1 - 1 9 0 7 3 1

S.E.C. Registration Number

T A G A Y T A Y H I G H L A N D S
I N T E R N A T I O N A L G O L F C L U B , I N C .

(Company's Full Name)

T A G A Y T A Y C A L A M B A R O A D , S I T I O
B A N I A S , B A R A N G A Y C A L A B U S O , T A G
A Y Y A Y C I T Y , C A V I T E

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

Anna Francesca C. Respicio
Contact Person 8632-0905/10
Company Telephone Number

1 2 - 3 1
Month Day
Calendar Year

1 7 - A
FORM TYPE

0 5 - 3 0
Month Day
Annual Meeting

Secondary License Type, If Applicable

S E C
Dept. Requiring this Doc.

N / A
Amended Articles Number/Section

1 5 1 5
Total No. of Stockholders

Domestic Foreign
Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)
Supplementary Schedules Required
By the Securities and Exchange Commission
As of and for the Twelve months Ended December 31, 2022

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SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE

1. For the Twelve months ended 31 December 2022
2. SEC Identification Number: 190731 3. BIR Tax Identification Number: 000-533-433-000
4. Exact name of issuer as specified in its charter Tagaytay Highlands International Golf Club, Inc.
5. Makati, Metro Manila, Philippines
Province, Country or other jurisdiction of incorporation or organization
6. (SEC Use Only)
Industry Classification Code:
7. Bo. Calabuso, Tagaytay City, Cavite 4120
Address of principal office Postal Code
8. Registrant's telephone number, including area code: (046) 483-0888

9. Former name, former address, and former fiscal year, if changed since last report
NOT APPLICABLE
10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding</u>
Proprietary Shares	2,957

11. Are any or all of Registrant's securities listed on a Stock Exchange?
 Yes No
12. Check whether the issuer:
 (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports);
 Yes No
 (b) has been subject to such filing requirements for the past 90 days.
 Yes No
13. Aggregate market value of voting stock held by non-affiliates: ₱ 3,248,000,000

APPLICABLE ONLY TO ISSUERS INVOLVED IN INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS
DURING THE PRECEDING FIVE YEARS:

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the SRC subsequent to the distribution of securities under a plan confirmed by a court or the SEC. NOT APPLICABLE

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

Tagaytay Highlands International Golf Club, Inc. (Golf Club) was incorporated in 1991 as an exclusive membership club operating on a non-profit basis. Its primary purpose is to promote social, recreational, and athletic activities among its members by providing and maintaining a golf course, clubhouse, and other sports and recreational facilities. The Golf Club is situated in Tagaytay City which is about 60 kilometers south of Metro Manila.

Setting it apart from the other golf courses in the country, the 18-hole par-71 international championship golf course is situated on an 89-hectare slope designed by American golf architect, Richard Bigler. It was designed for a thinking player as a lot of challenges affect his play - the hilly terrain, the wind, the fog, uphill play, and shots across tropical valleys. The Golf Club also boasts of a two-level clubhouse where the panoramic view of Taal Lake, Mt. Makiling, Laguna de Bay, and the plains of Laguna and Batangas can be viewed from. Located on the ground level is **the Golfers' Lounge** which offers Filipino cuisines and locker rooms while the second level houses Spanish, Korean, and Japanese restaurants, and a function room. The Golf Club also offers the Swiss-made cable car system in the Philippines which is being utilized to ferry golfers from the front nine holes to back nine holes. Likewise, the Golf Club offers accommodation facilities at Pinecrest, Belleview, Woodridge, and Woodlands for its members and guests.

For members who do not play golf, a variety of world-class sports and recreational facilities are available at The Country Club at Tagaytay Highlands, Inc. (TCCATHI). Likewise, the different specialty restaurants at TCCATHI offer a wide array of cuisines (Filipino, Chinese, Italian, Japanese, American, Thai, etc.) **which are sure to satisfy everyone's palate.** In December 1996, the camping ground - Camp Highlands - opened to the members. Also, the Country Club has accommodation facilities at different residential communities such as Pinecrest, Belleview, Woodridge, and Woodlands available to members and their guests.

The Golf Club members, likewise, can enjoy the facilities of Tagaytay Midlands Golf Club, Inc. (TMGCI). The facilities include a 27-hole golf course, locker rooms, a helipad, a restaurant, and tee houses serving Filipino cuisine, a pro shop and banquet facilities.

Bankruptcy, Receivership or Similar Proceedings

The Golf Club has not been involved in any bankruptcy, receivership, or similar proceedings for the past three (3) years.

Material Reclassification, Merger, Consolidation or Purchase or Sale of a Significant Amount of Assets (Not Ordinary)

The Golf Club has not engaged in any material reclassification, merger, consolidation or purchase or sale of a significant amount of assets (not ordinary) for the past three (3) years.

Competition

There is no formal or organized secondary market for the purchase and sale of golf and country club shares in the Philippines. As such, holders of shares in the Golf Club who may wish to sell or dispose of their shares in the Club may not readily find a counter party for the transaction at the desired asking price. At present, there is a growing number of golf and country clubs being

established in various parts of the country. This may affect appreciation in the value of investment in the Club.

Investments in leisure-oriented developments such as golf and country clubs are influenced by the economic and political conditions in the country. Any adverse economic and political developments in the country may affect the demand for such leisure facilities, and any anticipated appreciation in the prices of golf and country club shares.

Although there are other clubs engaged in the same line of business, the Golf Club competes in terms of service and facilities. The Golf Club is highly competitive because of its golf course where the panoramic view of Taal Lake, Mt. Makiling, and Laguna de Bay can be viewed from. The Golf Club also offers the first cable car system in the Philippines, a Golf Clubhouse which houses the Golfers' Lounge and accommodation facilities.

Sources and Availability of Raw Materials

The Golf Club's principal suppliers include Ecology Specialist and Filoil Energy Company Inc. There are no existing major supply contracts entered into by the Club.

Transactions with and/or Dependence on Related Parties

In the ordinary course of business, the Golf Club has transactions with related parties which consist mainly of usage of Club's facilities and services as well as reimbursement of certain operating expenses such as contract services, repairs and maintenance, utilities, and labor cost. Moreover, this also includes payments of food and beverage costs, room and spa, massage charges, and shuttle services of the Club's employees. The outstanding balances as at year-end are unsecured, noninterest-bearing, due and demandable and settlement occurs in cash.

Government Regulations

The Golf Club has complied with licensing and regulatory requirements necessary for its development and operations.

Compliance with Environmental Laws

The Golf Club has complied with pertinent environmental laws and regulations and has received the Environmental Certificate Clearance issued by the Department of Energy and Natural Resources.

Employees

The Golf Club is run by a team of regular and casual employees as follows:

Regular Employees*	
General Manager and Department Heads	17
Supervisors	21
Rank and File	<u>26</u>
Total	<u>64</u>

All regular rank and file employees are subject to the Collective Bargaining Agreement which expires on June 30, 2024. Some of the regular employees are also seconded to The Country Club at Tagaytay Highlands, Inc. and Tagaytay Midlands Golf Club, Inc. (*based on head count as of December 31, 2022)

There has been no strike brought about by the Golf Club's employees in the past Twenty (28) years.

Major Business Risks

The Golf Club has been sustaining its operational requirements through the collection of monthly dues from each member and the operation of restaurants and golf facilities. The Golf Club has no foreign currency exposures or obligations that will have a material impact on its short-term or long-term liquidity due to the depreciation of the peso. During the early part of the COVID-19 pandemic, the Club was experiencing reduced consumer demand owing to lost income and/or restrictions on consumers' ability to move freely and limitation of the Club's activities such as Country tournament, wedding, and corporate events. When the government announced a more relaxed community quarantine, the Club's revenues are picking up and has returned to its normal earning stream.

Item 2. Properties

The Golf Club is located in Brgy. Calabuso, Tagaytay City. The Golf Club has complete ownership of the property. In addition, the property is free from all liens, encumbrances, or no mortgage. There are no limitations as to the ownership brought about by the terms and conditions of any encumbrances.

The principal properties include the 18-hole golf course which is situated on a 20-hectare slope which is about 60 kilometers south of Metro Manila, the Golf Clubhouse which houses a restaurant and banquet facilities, a pro shop and the Executive Offices, and the Swiss-made cable car system. These properties are well maintained and go through regular repairs and maintenance programs throughout the year.

Item 3. Legal Proceedings

As of the year ended December 31, 2022, there is no material pending legal proceedings which the Golf Club is a party to.

Item 4. Submission of Matters to a Vote of Security Holders

During the fourth quarter of the 2022 calendar/fiscal year, the Club held its annual stockholders' meeting (on October 15, 2022). In said annual meeting, the following items were voted upon by the stockholders: (1) Approval of Minutes of Previous Meeting of Stockholders, (2) Approval of 2021 Operations and Results, and the 2021 Audited Financial Statements, (3) Ratification of Corporate Acts, (4) Appointment of External Auditor, and (5) Election of Directors. In the election of directors, the following persons were elected as directors of the Club:

1. Hans T. Sy
2. Willy N. Ocier
3. Jerry C. Tiu
4. Manuel A. Gana
5. A. Bayani K. Tan
6. Armin B. Raquel-Santos
7. Henry T. Sy, Jr.
8. Gabriel R. Singson
9. Ruben C. Tan (independent)
10. Johnip G. Cua (independent)
11. Roger S. Go (independent)

All items were affirmatively voted upon (no negative votes and no abstentions) by 1,431 stockholders, representing 50.41% of all stockholders in good standing and entitled to vote. No other matter was submitted to security holders other than at the annual meeting.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Issuer's Common Equity and Related Stockholder Matters

Proprietary Shares

The Golf Club has issued and outstanding 2,957 proprietary shares as of December 31, 2022, of which 44.94% is owned by Belle Corporation and the remaining shares are owned by other Golf Club members. There are 1,515 holders of the Golf Club's proprietary shares.

The top 20 shareholders are as follows:

NAME OF STOCKHOLDER	NO. OF SHARES	%
Belle Corporation	1,329	44.94%
Lap Holdings, Inc.	59	2.00%
First Philippine Holdings Corp.	7	0.24%
First Gas Holdings Corp.	5	0.17%
Estate of Vicente J. Jayme, Jr.	5	0.17%
Unilever Phils., Inc.	5	0.17%
Highlands Prime, Inc.	4	0.14%
First Gen Corporation	3	0.10%
Ocier, Willy N.	3	0.10%
Others	1,537	51.98%
Total	2,957	100.00%

Market Value of Security

Below are the high and low bid prices for the past three (3) years based on newspaper publications:

	HIGH	LOW
Quarter ended March 2020	700,000	850,000
Quarter ended June 2020	850,000	850,000
Quarter ended September 2020	800,000	800,000
Quarter ended December 2020	750,000	850,000
Quarter ended March 2021	750,000	700,000
Quarter ended June 2021	700,000	700,000
Quarter ended September 2021	950,000	950,000
Quarter ended December 2021	950,000	950,000
Quarter ended March 2022	1,800,000	1,300,000
Quarter ended June 2022	1,300,000	1,200,000
Quarter ended September 2022	1,800,000	1,800,000
Quarter ended December 2022	2,000,000	2,000,000

The Golf Club's securities are not traded on any stock exchange.

Dividends

The Golf Club is a non-profit corporation, and as such, it does not declare dividends to its shareholders. In accordance with the Golf Club's Articles of Incorporation and By-Laws, no profit shall inure to the exclusive benefit of any of its shareholders, hence, no dividends shall be declared in their favor. Shareholders shall be entitled only to a pro-rata share of the assets of the Club at the time of the dissolution or liquidation of the Golf Club.

Recent Sales of Unregistered or Exempt Securities

There was no sale of reacquired securities, as well as new issues, securities issued in exchange for property, services, or other securities, and new securities resulting from the modification of outstanding securities for the past three (3) years.

Item 6. Management's Discussion and Analysis (MD&A)

Results of Operations

December 2022 compared to December 2021

REVENUES

Total club revenues of P109.69 million for the twelve months ended December 31, 2022 were higher by P41.02 million or 59.74% compared to P68.67 million for the twelve months ended December 31, 2021, due to high patronage from members and guests as a result of the lifting of community restrictions related to Covid-19.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by P25.17 million or 50.18%, from P50.16 million in 2021 to P75.34 million in 2022.

Green Fees

Revenues from green fees increased by P8.80 million or 121.57%, from P7.24 million in 2021 to P16.03 million in 2022.

Golf Cart and Locker Rental

Revenues from golf cart and locker rental increased by P3.40 million or 52.25%, from P6.51 million in 2021 to P9.91 million in 2022.

Room Sales

Revenues from room sales increased by P3.36 million or 76.95%, from P4.37 million in 2021 to P7.73 million in 2022.

Other Revenues

Other revenues increased by ₱0.29 million or 75.30%, from ₱0.39 million in 2021 to ₱0.68 million in 2022. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱223.88 million for the twelve months ended December 31, 2022 were higher by ₱40.68 million or 22.21%, compared to ₱183.19 million for the twelve months ended December 30, 2021, as a result of higher operating activities due to the lifting of Covid-19 restrictions in March 2022.

Cost of Sales

Cost of sales increased by ₱24.60 million or 52.17%, from ₱47.16 million in 2021 to ₱71.76 million in 2022, mainly due to relatively higher sales revenue recognized. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services increased by ₱12.31 million or 11.89%, from ₱103.59 million in 2021 to ₱115.90 million in 2022, mainly due to higher volume of operations. This includes club tournament, commission, and other direct expenses.

General and Administrative Expenses

General and administrative expenses increased by ₱3.77 million or 11.62%, from ₱32.44 million in 2021 to ₱36.21 million in 2022, mainly due to higher water and electricity consumption, and increase in fuel and oil prices.

OTHER INCOME (CHARGES)

Interest Income

Interest income increased by ₱0.42 million or 550.82%, from ₱0.08 million in 2021 to ₱0.49 million in 2022, due to additional time deposits of ₱11 million and increase of its interest rate from 0.50% to 4.00%.

Other Income

Other income of ₱27.27 million for the twelve months ended December 31, 2022 was higher by ₱1.54 million or 6%, compared to ₱25.72 million for the twelve months ended December 31, 2021. Other income includes transfer fee, assignment fee, management fee, guest card fee, commission income, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2022, the Golf Club generated membership dues of ₱94.20 million which was higher by ₱1.25 million or 1.34% as compared to December 31, 2021.

PROVISION FOR INCOME TAX

Provision for income taxes decreased by P1.98 million or 81.13% during the twelve-month period ended December 31, 2022, from P2.44 million in 2021 to P0.46 million in 2022, mainly due to lower provision for deferred income tax.

NET INCOME

For the twelve-month period ended December 31, 2022, the Golf Club posted net income of P 7.31 million which was higher by P5.53 million or 310.02% as compared to net income of P1.78 million for the period ended December 31, 2021.

December 2021 compared to December 2020

REVENUES

For the year ended December 31, 2021, the Golf Club generated total revenues of P68.67 million which is higher by P38.59 million or 128.35% from last year's revenue of P30.07 million, as authorities and local government units eased community restrictions and age mobility restrictions related to Covid-19.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by P29.60 million or 143.95%, from P20.56 million as of December 31, 2020 to P50.16 million as of December 31, 2021.

Green Fees

Revenues from green fees showed an increase of P3.26 million or 81.86%, from P3.98 million in 2020 to P7.24 million in 2021.

Golf Cart and Locker Rental

Revenues from golf cart, locker rental and others increased by P3.57 million or 121.55%, from P 2.94 million in 2020 to P6.51 million in 2021.

Room Sales

Revenues from room sales increased by P2.03 million or 87.20%, from P2.33 million in 2020 to P4.37 million in 2021.

Other revenues

Other revenues increased by P0.13 million or 51.06%, from P0.26 million in 2020 to P0.39 million in 2021. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

In 2021, total cost and expenses of P183.19 million showed an increase of P18.18 million or 11.01% compared to P165.02 million in 2020, since most of the facilities have resumed operations due to lifting of heavy Covid-19 restrictions.

Cost of Sales

Cost of sales increased by P28.54 million or 153.32% from P18.62 million in 2020 to P47.16 million in 2021, mainly due to relatively higher sales. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services decreased by P5.25 million or 4.83% from P108.84 million in 2020 to P103.59 million in 2021, mainly due to cost saving measures implemented.

General and Administrative Expenses

General and administrative expenses decreased by P5.11 million or 13.62% from P37.56 million in 2020 to P32.44 million in 2021, mainly due to the recovery of costs incurred for the rehabilitation of the Club against damages caused by the Taal Volcano eruption in 2020.

OTHER INCOME (CHARGES)

Interest Income

Interest income decreased by P0.44 million or 85.42%, from P0.52 million in 2020 to P0.08 million in 2021, due to lower time deposits from October 2020 to June 2021 and decrease of interest rate from 0.625% in 2020 to 0.375% in 2021.

Interest Expense

Interest expense decreased by P0.70 thousand or 100% in 2021 compared to 2020, as there were no outstanding vehicle lease finances in 2021.

Other Income

Other income of P25.72 million in 2021 was higher by P11.30 million or 78.34%, compared to P14.42 million in 2020. This includes transfer fee, assignment fee, management fee, photo shoot revenue, cell site and shuttle rental, commission, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2021 the Golf Club generated membership dues of P92.95 million which was lower by P2.35 million or 2.46% as compared to December 31, 2020 due to higher membership dues discount applied on advance annual dues payment.

PROVISION FOR INCOME TAX

Provision for income taxes increased by P4.78 million or 204.33% for the year 2021, due to increase of provision for deferred income tax of P4.88 million or 200% and decrease of provision for current income tax of P0.10 million or 100%.

NET INCOME (LOSS)

The Golf Club realized net income of ₱1.78 million for the year ended December 31, 2021. This was an improvement from the net loss of ₱22.36 million incurred for the year ended December 31, 2020.

December 2020 compared to December 2019

REVENUES

For the year ended December 31, 2020, the Golf Club generated total revenue of ₱30.07 million which is lower by ₱51.70 million or 63.23% from last year's revenue of ₱81.77 million. Covid-19 pandemic has caused unprecedented impact to the Club's operation due to mandatory quarantine periods, community lockdowns and restrictions on mobility of members.

Room Sales

Revenues from room sales decreased by ₱14.06 million or 85.78%, from ₱16.40 million in 2019 to ₱2.33 million in 2020.

Green Fees

Revenues from green fees decreased by ₱16.67 million or 80.73% from ₱20.65 million in 2019 to ₱3.98 million in 2020.

Golf Cart and Locker Rental

Revenues from golf cart, locker rental and others showed a decrease of ₱7.83 million or 72.69% from ₱10.77 million in 2019 to ₱2.94 million in 2020.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries decreased by ₱12.39 or 37.59% million from ₱32.95 million in 2019 to ₱20.56 million in 2020.

Other Revenues

Other revenues decreased by ₱0.76 million or 74.60% from ₱1.01 million in 2019 to ₱0.26 million in 2020. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Due to the Covid-19 pandemic, the Club operated at an extremely limited capacity as implemented by the authorities and local government units. This resulted to the decrease of total cost and expenses of ₱34.11 million or 17.13%, from ₱165.02 million in 2020 to ₱199.13 million in 2019.

Cost of Sales

Cost of sales decreased by ₱4.64 million or 19.94% from ₱23.25 million in 2019 to ₱18.62 million in 2020, mainly due to relatively lower sales recognized for the period. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services decreased by P29.95 million or 21.58% from P138.79 million in 2019 to P108.84 million in 2020, mainly due to decrease in personnel costs, water and electricity consumption, and club tournament expenses.

General and Administrative Expenses

General and administrative expenses increased by P0.48 million or 1.28% from P37.08 million in 2019 to P37.56 million in 2020. This resulted mainly due to the Taal Volcano eruption clean-up operations.

OTHER INCOME (CHARGES)

Interest Income

Interest income decreased by P1.12 million or 68.21%, from P1.64 million in 2019 to P0.52 million in 2020, due to lower time deposits starting October 2020 and decrease of interest rate from 3.375% in 2019 to 0.625% in 2020.

Interest Expense

Interest expense decreased by P39.17 thousand or 98.23%, from P39.88 thousand for 2019 to P 0.70 thousand for 2020, as there was no more vehicle lease financing as of February 2020.

Other Income

Other income of P14.42 million in 2020 was lower by P30.18 million or 67.66%, compared to P44.61 million in 2019. This includes transfer fee, assignment fee, management fee, photo shoot revenue, cell site and shuttle rental, commission, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the twelve-month period ended December 31, 2020, the Golf Club generated membership dues of P95.30 million which was higher by P0.48 million or 0.50% as compared to December 31, 2019 from the activation of members for the year.

PROVISION FOR INCOME TAX

Provision for income taxes decreased by P6.01 million or 163.70% for the year 2020, due to decrease in provision for deferred income tax of P5.77 million or 173.29% and current income tax of P0.24 million or 70.36%.

NET INCOME (LOSS)

The Golf Club incurred a net loss of P22.36 million for the year ended December 31, 2020. This is P 42.36 million or 211.85% lower compared to the net income of P19.99 million for the year ended December 31, 2019.

Financial Condition and Changes in Financial Condition

December 2022 compared to December 2021

ASSETS

The Club has total assets of P539.76 million as of December 31, 2022 which decreased by P24.28 million or 4.30% compared to P564.04 million as of December 31, 2021. It has a current ratio of P 0.80 as of December 31, 2022 and P0.79 as of December 31, 2021.

Cash and Cash Equivalents

Cash and cash equivalents decreased by P6.00 million or 8.30%, from P72.23 million as of December 31, 2021 to P66.23 million as of December 31, 2022 due to net cash of P35.53 million used in investing activities. This was offset by the cash provided by operating activities amounting to P29.05 million.

Trade and Other Receivables

Trade and other receivables decreased by P21.83 million or 42.03% from P51.95 million as of December 31, 2021 to P30.12 million as of December 31, 2022, mainly due to the increase of collections from related parties.

Inventories

Inventories decreased by P0.02 million or 1.43% from P1.23 million as of December 31, 2021 to P 1.22 million as of December 31, 2022.

Other Current Assets

Other current assets showed an increase of P5.85 million or 8.88% from P65.89 million as of December 31, 2021 to P71.75 million as of December 31, 2022, mainly due to the increase of creditable withholding tax and input vat on capital goods to be carried over to the succeeding year.

Property and Equipment

Property and equipment decreased by P2.34 million or 0.68% from P346.45 million as of December 31, 2021 to P344.11 million as of December 31, 2022, mainly due to the depreciation charges of P34.63 million which was offset by additions to property of P32.28 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2022 amounting to P5.55 million.

Net Retirement Asset

The Club had a net retirement asset of P1.36 million as of December 31, 2022, and net retirement liability of P1.45 million as of December 30, 2021. This is due to the contributions made to Golf Club's retirement fund.

Other Noncurrent Assets

Other noncurrent assets decreased by P1.30 million or 6.26% from P20.73 million as of December 31, 2021 to P19.43 million as of December 31, 2022, mainly due to the recognition of current portion from the deferred input vat related to capital expenditures.

LIABILITIES

The Club has total liabilities of P213.86 million as of December 31, 2022 which decreased by P 31.74 million or 12.92% compared to P245.60 million as of December 31, 2021. It has a liabilities-to-equity ratio of P0.66 as of December 31, 2022 and P0.77 as of December 31, 2021.

Trade and Other Payables

Trade and other payables decreased by P30.81 million or 12.70% from P242.54 million as of December 31, 2021 to P211.73 million as of December 31, 2022 mainly due to payments made to related parties, suppliers, and other service providers.

Deferred Tax Liability

Deferred tax liability increased by P0.51 million or 31.67%, from P1.61 million as of December 31, 2021 to P2.12 million as of December 31, 2022.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2022 of P325.90 million was higher by P7.46 million or 2.34% compared to P318.44 million as of December 31, 2021 due to the net income for the period ended December 31, 2022.

December 2021 compared to December 2020

ASSETS

Total assets of the Golf Club increased by P10.52 million or 1.90% from P553.52 million as of December 31, 2020 to P564.04 million as of December 31, 2021. The Club has current ratio of P 0.79 and P0.66 for each peso of current liabilities as of December 31, 2021 and December 31, 2020, respectively.

Cash and Cash Equivalents

This increased by P22.50 million or 45.24%, from P49.73 million as of December 31, 2020 to P72.23 million as of December 31, 2021 due to cash provided by operating activities of P32.81 million and offset by cash used in investing activities of P10.56 million.

Trade and Other Receivables

Trade and other receivables increased by P0.45 million or 0.87%, from P51.50 million as of December 31, 2020 to P51.95 million as of December 31, 2021, due to increase in receivables from related parties and members.

Inventories

Inventories increased by P0.08 million or 7.24% from P1.15 million as of December 31, 2020 to P 1.23 million as of December 31, 2021.

Other Current Assets

Other current assets posted an increase of P14.74 million or 28.80% from P51.16 million as of December 31, 2020 to P65.89 million as of December 31, 2021, mainly due to annual real property tax for the year 2022 amounting to P6.22 million and prepaid input VAT of P11.64 million.

Property and Equipment

Property and equipment decreased by P21.13 million or 5.75% from P367.59 million as of December 31, 2020 to P346.45 million on December 31, 2021 mainly due to depreciation charges amounting to P33.73 million and additions to property of P12.74 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2021 amounting to P5.55 million.

Other Noncurrent Assets

Other noncurrent assets decreased by P6.11 million or 22.77% from P26.84 million as of December 31, 2020 to P20.73 million as of December 31, 2021.

LIABILITIES

Total liabilities increased by P9.59 million or 4.06%, from P236 million as of December 31, 2020 to P 245.60 million as of December 31, 2021. It has a liabilities-to-equity ratio of P0.77 as of December 31, 2021 and P0.74 as of December 31, 2020.

Trade and Other Payables

Trade and other payables increased by P10.46 million or 4.51% from P232.08 million in 2020 to P 242.54 million in 2021.

Net Retirement Liability

Net retirement liability decreased by P2.48 million or 63.16% from P3.93 million as of December 31, 2020 to P1.45 million as of December 31, 2021, mainly due to contribution made to Golf Club's retirement fund.

Deferred Tax Liability

Deferred tax liability for the year ended December 31, 2021 amounted to P1.61 million.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2021 of P318.44 million was higher by P0.93 million or 0.29% compared to P317.51 million as of December 31, 2020 due to total comprehensive income during the period 2021.

December 2020 compared to December 2019

ASSETS

Total assets of the Golf Club decreased by P31.33 million or 5.36% from P584.84 million as of December 31, 2019 to P553.52 million as of December 31, 2020. The Club has current ratio of P 0.66 and P0.70 for each peso of current liabilities as of December 31, 2020 and December 31, 2019, respectively.

Cash and Cash Equivalents

This decreased by P26.54 million or 34.80%, from P76.27 million as of December 31, 2019 to P49.73 million as of December 31, 2020 due to cash used in operating activities of P12.36 million, used in investing of P13.86 million and financing activities of P0.08 million.

Trade and Other Receivables

Trade and other receivables increased by P11.94 million or 30.18%, from P39.56 million as of December 31, 2019 to P51.50 million as of December 31, 2020, due mainly to increase in receivables from related parties.

Inventories

Inventories decreased by P0.14 million or 11.17% from P1.29 million as of December 31, 2019 to P 1.15 million as of December 31, 2020.

Other Current Assets

Other current assets posted an increase of P9.72 million or 23.46% from P41.44 million as of December 31, 2019 to P51.16 million as of December 31, 2020. This is mainly due to the set-up of prepaid input tax amounting to P7.55 million.

Property and Equipment

Property and equipment decreased by P22.47 million or 5.76% from P390.06 million as of December 31, 2019 to P367.59 million on December 31, 2020 mainly due to depreciation charges amounting to P36.23 million and additions to property of P13.76 million.

Investment Property

Investment property which consists of land not used in operation remained at its carrying value from 2018 to 2020 amounting to P5.55 million.

Other Noncurrent Assets

Other noncurrent assets decreased by P3.84 million or 12.50% from P30.67 million in 2019 to P 26.84 million in 2020.

LIABILITIES

Total liabilities decreased by P6.03 million or 2.49%, from P242.04 million as of December 31, 2019 to P236.00 million as of December 31, 2020. It has a liabilities-to-equity ratio of P0.71 as of December 31, 2019 and P0.74 as of December 31, 2020.

Trade and Other Payables

Trade and other payables increased by P4.93 million or 2.17% from P227.23 million in 2019 to P 232.08 million in 2020.

Net Retirement Liability

Net retirement liability decreased by P10.88 million or 73.48% from P14.81 million as of December 31, 2019 to P3.93 million as of December 31, 2020, mainly due to contribution made to Golf Club's retirement fund.

Loans Payable

Noncurrent portion of loans payable from 2019 decreased by P0.08 million or 100% in 2020, as there was no outstanding vehicle lease financing as of February 2020.

MEMBERS' EQUITY

The Golf Club's members' equity as of December 31, 2020 of P317.51 million was lower by P25.30 million or 7.38% compared to P342.81 million as of December 31, 2019 due to total comprehensive loss during the period 2020.

Schedule of Financial Soundness Indicators - As of December 31, 2022, 2021 and 2020

<i>Performance Indicators</i>	<i>Formula for Calculation</i>	<i>December 31, 2022 (Audited)</i>	<i>December 31, 2021 (Audited)</i>	<i>December 31, 2020 (Audited)</i>
Current ratio	Total current assets over total current liabilities	0.80 : 1.00	0.79 : 1.00	0.66 : 1.00
Acid Test Ratio	Total current assets less inventories and other current assets over total current liabilities	0.46 : 1.00	0.51 : 1.00	0.44 : 1.00
Solvency Ratio	Net income (loss) before	21.74%	16.12%	7.54%

Performance Indicators	Formula for Calculation	December 31, 2022 (Audited)	December 31, 2021 (Audited)	December 31, 2020 (Audited)
	depreciation over total liabilities			
Liabilities to equity ratio	Total liabilities over total members' equity	0.66 : 1.00	0.77 : 1.00	0.74 : 1.00
Asset-to-Equity ratio	Total assets over total equity	1.66 : 1.00	1.77 : 1.00	1.74 : 1.00
Return on Equity	Net income (loss) over average total member's equity	2.27%	0.56%	(6.77%)
Return on Assets	Net income (loss) over average total assets	1.33%	0.32%	(3.93%)
Net Profit Margin (Profitability Ratio)	Net income (loss) over total revenues	6.67%	2.60%	(74.37%)

* Excess of Revenue Over Expenses before Interest, Tax, Depreciation and Amortization (EBITDA).

During the year ended December 31, 2022, except for what has been noted in the preceding, there were no material events or uncertainties known to management that had a material impact on past performance, or that would have a material impact on future operations, in respect of the following:

- i. Known trends, demands, commitments, events or uncertainties that would have a material impact on the Golf Club;
- ii. Events that will trigger direct or contingent financial obligation that is material to the Golf Club, including any default or acceleration of an obligation;
- iii. Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Golf Club with unconsolidated entities or other persons created during the reporting period;
- iv. Material commitments for capital expenditures that are reasonably expected to have a material impact on the Golf Club's short-term or long-term liquidity;
- v. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations;
- vi. Significant elements of income or loss that did not arise from the Golf Club's continuing operations;
- vii. Seasonal aspects that had a material impact on the Golf Club's results of operations; and
- viii. Material changes in the financial statements of the Golf Club from the year ended December 31, 2022, except as reported in the MD&A.

NOTES TO FINANCIAL STATEMENTS

1. The Golf Club's financial report is in compliance with generally accepted accounting principles. The accounting policies and methods of computation followed in the annual financial statements as of December 31, 2022 are the same as compared with the annual financial statements as of December 31, 2021.
2. There are no material events or uncertainties known to management that had a material impact on the seasonal aspects of the Golf Club's results of operations.
3. There are no items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidents.
4. There are no material changes in estimates of amounts reported in the current financial year or changes in estimates of amounts reported in prior financial years.
5. There are no material events subsequent to the end of the accounting period that have not been reflected in the financial statements for the period December 31, 2022.
6. There are no material changes in the composition of the Club during the accounting period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.
7. The Golf Club has no contingent liabilities or contingent assets.
8. There are no material contingencies existing as of December 31, 2022 that can have a material effect in the decision making of the financial statement users.
9. The Golf Club did not purchase any interest in another entity that is to be considered as a business combination under PFRS 3.
10. The Golf Club applies PFRS 16 (Leases) using the modified retrospective approach, with an initial application date of January 1, 2019. The Golf Club has not restated the comparative information, which continues to be reported under PAS 17.
11. The Golf Club applied Philippine Interpretation IFRIC 23 (Uncertainty over Income Tax Treatments) and have no impact on the Golf Club's financial position or performance.
12. The Golf Club applied PFRS 9 using the modified retrospective approach, with an initial application date of January 1, 2018. The Golf Club has not restated the comparative information, which continues to be reported under PAS 39.
13. The Golf Club applies PFRS 15 (Revenue from Contracts with Customers) using the modified retrospective approach, with an initial application as of January 1, 2018.

Item 7. Financial Statements

The audited balance sheets as of December 31, 2022 and as of December 31, 2021 and the related statements of revenues and expenses and cash flows for the period ended December 31, 2022 are attached herewith as part of this Form 17-A. Also accompanying the financial statements is a statement of management's responsibility over them.

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

No principal accountant or independent accountant of the Golf Club has resigned, was dismissed, or has ceased to perform services during the year covered by this report.

There was no disagreement with the accountants on any matter of accounting principles or practices, financial statement disclosures, or auditing scope procedure.

Independent Public Accountants, External Audit Fees and Services

Reyes Tacandong & Co. ("RT&Co"), the Club's external auditor for 2021-2022, will be recommended for re-appointment as such for the current year. Representatives of RT&Co are expected to be present at the Annual Stockholders' Meeting to respond to appropriate questions and will be given the opportunity to make a statement if they so desire.

Over the past five (5) years, there has been no event where RT&Co. and the Club have had any disagreement regarding any matter relating to accounting principles or practices, disclosure of financial statements or auditing scope of procedure.

In compliance with the SRC Rule 68, paragraph 3 (b) and (ix) (Rotation of External Auditors) which states that signing partner shall be rotated after every five (5) years of engagement with a two-year cooling-off period for the re-engagement of the same signing partner, the Club engaged Belinda B. Fernando of RT&Co. for the examination of financial statements of 2021-2022.

The Club paid RT&Co. ₱257,600.00 for external audit services for 2022 and ₱246,400.00 for external audit services for 2021. For each of the last two (2) fiscal years, Reyes Tacandong & Co. did not render services for tax accounting, planning, compliance, advice, or any other professional services for which it billed the Club the corresponding professional fees.

The Audit Committee, composed of Mr. Ruben C. Tan as Chairman, Mr. Johnip G. Cua and Mr. Hans T. Sy as Members, recommends to the Board of Directors the appointment of the external auditors. The Board of Directors and the stockholders approve the Audit Committee's recommendation. The Executive Committee approves the audit fees as recommended by the Audit Committee.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

The following are the incumbent Directors and Executive Officers of the Golf Club:

Name	Nationality	Position	Age	Term of Office
Hans T. Sy	Filipino	Director & Chairman	67	1992 to present
Willy N. Ocier	Filipino	Director	66	1992 to present
Jerry C. Tiu	Filipino	Director & President	65	1999 to present
Manuel A. Gana	Filipino	Vice President / Treasurer	65	2000 to present
A. Bayani K. Tan	Filipino	Director	67	1992 to present
Johnip G. Cua	Filipino	Lead Independent Director	66	2021 to present
Roger S. Go	Filipino	Independent Director	67	2021 to present
Ruben C. Tan	Filipino	Independent Director	67	2017 to Present
Armin Raquel A. Santos	Filipino	Director	55	2013 to present
Gabriel Singson Jr.	Filipino	Director	57	2015 to Present
Henry T. Sy, Jr.*	Filipino	Director	69	2006 to Present
Maria Clara T. Kramer	Filipino	General Manager	61	2010 to present
Anna Francesca C. Respicio	Filipino	Corporate Secretary	37	2021 to present

*Resigned on February 23, 2023 effective 2022

Upon recommendation of the Golf Club's **Nomination Committee**, as required by the Club's Manual of Corporate Governance, the following persons are nominated for election to the positions above stated for the year 2022-2023, to hold office as such for one year or until their successors shall have been duly elected and qualified.

Presented below are brief write-ups on the business experience for at least the past five (5) years of the Club's **incumbent Directors**:

Hans T. Sy - Chairman

Mr. Hans T. Sy, 67, Filipino, is the Chairman of the Board of the Golf Club. He is also the Chairman of The Spa & Lodge at Tagaytay Highlands, Inc. since 2021. He has been a Director of the Tagaytay Midlands Golf Club, Inc. since 1992 and The Country Club at Tagaytay Highlands, Inc. since 1996. Currently he is the Chairman of the Executive Committee of SM Prime and has been a director since 1994. He previously held the position of President until September 2016. He has held key positions in businesses related to banking, real estate development, mall operations, as well as leisure and entertainment. In the SM Group, his other current positions include Adviser to the Board of SM Investments Corporation, Chairman of China Banking Corporation, and Chairman of National University.

Mr. Sy holds a Bachelor of Science degree in Mechanical Engineering from De La Salle University.

Willy N. Ocier – Vice Chairman

Mr. Willy N. Ocier, 66, Filipino, is the Vice-Chairman of the Board of the Golf Club. He is also the Chairman of the Board of Tagaytay Midlands Golf Club, Inc. from 1996 to present, The Country Club at the Tagaytay Highlands, Inc. from 1996 to 2021, and The Spa and Lodge at Tagaytay

Highlands from 1996 to 2020. He is an Executive Director and Chairman of Belle Corporation. He is also the Chairman and Director of Premium Leisure Corp., APC Group, Inc., Pacific Online Systems Corporation, Total Gaming and Technologies, Inc. and Premium Leisure and Amusement, Inc. He is also Vice Chairman of Highlands Prime, Inc. He is also the Chairman, President, and Chief Executive Officer of Philippine Global Communications, Inc., He is a Director of Leisure and Resorts World Corporation. He also sits as a director to the following unaffiliated corporations, IVantage Equities, Philequity Management, Inc., Abacore Capital Holdings, Inc. and Toyota Corporation Batangas. He was formerly President and Chief Operating Officer of Eastern Securities Development Corporation.

Mr. Ocier graduated from Ateneo de Manila University with a Bachelor of Arts degree in Economics. In recognition of Mr. Ocier's corporate leadership and role in providing employment opportunities to Filipinos, the University of Batangas conferred him a degree in Doctor of Humanities, honoris causa.

Jerry C. Tiu - President

Mr. Jerry C. Tiu, 65, Filipino, is the President of the Golf Club. He is also the President of The Country Club at Tagaytay Highlands, Inc., Tagaytay Midlands Golf Club, Inc., and The Spa & Lodge at Tagaytay Highlands, Inc. He is likewise the President and a Director of Tagaytay Highlands Community Condominium Association, Inc., Tagaytay Midlands Community Homeowners' Association, Inc., and Greenlands Community Homeowners' Association, Inc. He is an Independent Director of APC Group, Inc., and Premium Leisure Corp since 2021. He is a former Director of the Manila Polo Club.

Mr. Tiu holds a Bachelor of Science degree in Commerce (Major in Marketing) from University of British Columbia.

Manuel A. Gana – Vice President

Mr. Manuel A. Gana, 65, Filipino, is the Vice President and Treasurer of the Golf Club. He is a Director, the President and Chief Executive Officer of Belle Corporation from March 2017 to April 2022 and its former Executive Vice President and Chief Financial Officer from 2000 to March 2017. He was also formerly assigned as Vice President of Finance and Chief Financial Officer for MagiNet Corporation, which was then a subsidiary of Sinophil Corporation (now called Premium Leisure Corporation), a subsidiary of Belle. Previously, he was a Director of Investment Banking at Nesbitt Burns Securities Inc. in New York, USA. He also previously worked for Bank of Montreal and Merrill Lynch Capital Markets (both in New York, USA), and for Procter & Gamble Philippine Manufacturing Corporation.

Mr. Gana holds a Master of Business Administration degree from the Wharton School of the University of Pennsylvania, and degrees in Accounting and Economics from De La Salle University. He is a Certified Public Accountant.

A. Bayani K. Tan - Director

Mr. A. Bayani K. Tan, 67, Filipino, is a Director of the Corporation (since November 1993). He is also a Director of Discovery World Corporation (since March 2013) and the Corporate Secretary of Coal Asia Holdings, Inc. (since July 2012), both of which are Publicly-Listed Companies). He holds various positions in the following private companies: Director of Sterling Bank of Asia Inc (A Savings Bank) (since December 2006), Managing Director Shamrock Development Corporation (since May 1988), Chairman of Destiny LendFund, Inc. (since June 2020), Director of BluePanel

Equities and Resources, Inc. (since April 2019), Pascual Laboratories, Inc. (since March 2014), and Pure Energy Holdings Corporation (since October 2016). Mr. Tan also holds various positions in the following non-stock non-profit Corporations: Chairman of Anhawan Foundation, Inc. (since February 2023), Chairman of Guimaras Forest Foundation, Inc. (since August 2021), and Chairman of WeSolve Foundation, Inc. (since July 2021), Vice-Chairman of St. Scholastica's College Manila (since October 2021), Chairman and President of the SCTan Foundation, Inc. (established in 1985), President of Catarman Chamber Integrated School Foundation, Inc. (since August 2012), Trustee and Treasurer of Rebisco Foundation, Inc. (since April 2013), Trustee and Corporate Secretary of St. Scholastica's Hospital, Inc. (since February 2011) and Trustee of Anhawan Foundation, Inc. (since November 2022). He is a member and Corporate Secretary of the Philippine Jesuit Aid Association, Inc. (since August 2011). He is the Founding and Senior Partner of the law offices of Tan Venturanza Valdez (established in 1988).

Mr. Tan holds a Master of Laws degree from New York University (Class of 1988) and earned his Bachelor of Laws degree from the University of the Philippines (Class of 1980) where he was a member of the Order of the Purple Feather (U.P. College of Law Honor Society). Mr. Tan placed 6th in the bar examinations in 1981. He has a Bachelor of Arts major in Political Science degree from the San Beda College (Class of 1976) from where he graduated Class Valedictorian and was awarded the medal for Academic Excellence.

Johnip G. Cua – Independent Director

Mr. Johnip G. Cua, 66, Filipino, is an independent Director of the Golf Club. He is the former President of Procter & Gamble Philippines and currently the Chairman of the Board of Trustees of P&Gers Fund, Inc. since 2009 and Xavier School, Inc. since 2012, and the Chairman & President of Taibrews Corporation since 2011. He is a Director of Interbake Marketing Corporation since 1991, Teambake Marketing Corporation since 1994, MacroAsia Corporation since 2006, MacroAsia Catering Services, Inc. since 2007, MacroAsia Airport Services Corporation since 2007, Lartizan Corporation since 2007, Alpha Alleanza Manufacturing, Inc. since 2008, PhilPlans First Inc. since 2009, Allied Botanical Corporation since 2012, MacroAsia Properties Development Corp. since 2013, Philippine Airlines, Inc. since 2014, Century Pacific Food Inc. since 2014, PAL Holdings Inc. since 2014, MacroAsia SATS Food Industries Corp. since 2015, MacroAsia SATS Inflight Services Corp. since 2016, First Aviation Academy since 2017, LT Group Inc. since 2018, Tanduary Distillers Inc. since 2018, Asia Brewery Inc. since 2018, Zenori Corporation since 2018, and The Spa & Lodge at Tagaytay Highlands since 2021. He is also a member of the board of Trustees of Xavier School Educational & Trust Fund since 1996, and MGCC Foundation Inc. since 2015. He is a former member of the board of Directors of Metrobank from 1996-1999, STI Education Systems Holdings, Inc. from 2012-2018, BDO Private Bank from 2008-2021, Eton Properties Philippines, Inc. from 2014-2022, and ALI Eton Property Development Corp. from 2018-2022.

Mr. Cua holds a Bachelor of Science degree in Chemical Engineering from University of the Philippines in 1978.

Roger S. Go – Independent Director

Mr. Roger S. Go, 67, Filipino, is an Independent Director of the Golf Club. He is the President of Powerball Gaming and Entertainment Corporation since 2015 and Powerball Marketing & Logistics Corp since 2016. He is the former Senior Vice President of Pacific Online Systems Corporation from 2007 to 2015.

Mr. Go obtained his Bachelor of Science degree in Mechanical Engineering from De La Salle University in 1978.

Ruben C. Tan – Independent Director

Mr. Ruben C. Tan, 67, Filipino, is an Independent Director of the Golf Club. He is the President of Glendale Mining & Development Corporation since 1997, Citimex, Inc. since 1984, Barrington Carpets Inc, since 1989, and Cedarside Industries Inc. since 1996. He likewise holds directorships in JESSALEX Inc. since 2000, MAGADEV Properties Inc. since 2002, RCHAMPS Realty Corporation since 2009, MIGWINS Realty Corporation since 2009, RJT Ramipaen Holdings Inc. since 2011, Blue Ridge Mineral Corp. since 2012, and Eagle Crest Mining & Development Corp. since 2012. He is also the corporate secretary of Prime Floorcoverings Incorporated since 1994, Tile Trends Inc. since 2000, and CWC-Prime Industries Corporation since 2012. He is also an independent Director of Tagaytay Midlands Golf Club, Inc., The Country Club at Tagaytay Highlands, Inc., and The Spa and Lodge at Tagaytay Highlands, Inc. since 2017.

Mr. Tan holds a Bachelor of Science degree in Mechanical Engineering from the De La Salle University (Class of 1978).

Armin Antonio B. Raquel Santos - Director

Mr. Armin Antonio B. Raquel Santos, 55, Filipino, is a Director of Golf Club. He is concurrently the Executive Vice President – Integrated Resorts of Belle Corporation, Director, and the President and Chief Executive Officer of both Premium Leisure Corporation and its subsidiary Premium Leisure and Amusement, Inc. He is also a Director of Pacific Online Systems Corporation and a member of the Board of Trustees of Melco Resorts (Philippines) Foundation Corporation. Formerly he was Chief Finance Officer of Aboitizland, Inc., Cebu Industrial Park, Inc., Mactan Economic Zone II and First Philippine Electric Company. He was also former Governor of the Board of Investments (BOI), served as Assistant Secretary with the Department of Trade and Industry (DTI), Vice Chairman and Chief Executive Officer of Philippine Retirement Authority (PRA), Executive Vice President of Philippine International Trading Corporation (PITC), and Deputy Administrator of Subic Bay Metropolitan Authority (SBMA). His experience includes stints with multinational companies; Securities 2000 Inc. (Singapore Technologies Group) and First Chicago Trust Company of New York.

Mr. Raquel Santos holds a Master of Arts in Liberal Studies from Dartmouth College, U.S.A. and Bachelor of Science in Business Administration Major in Finance from Iona College, U.S.A.

Gabriel Singson Jr. - Director

Mr. Gabriel R. Singson, Jr., 57, Filipino, is an Independent Director of the Golf Club. He is the President of ST Clark Corporation from 2021 to present. He is also the Chairman and President of Oak Drive Ventures, Inc. since 2010. He is the Chairman of the Board of Sandy Beach Hotels and Resorts since 2021 and Outcomm, Inc. since 2000.

Mr. Singson obtained his Bachelor of Science degree in Business Management (Honors Program – Magna cum laude) from the Ateneo de Manila University and obtained his Master's degree in Business Administration from the Wharton School, University of Pennsylvania.

Henry T. Sy Jr. - Director

Mr. Henry Sy, Jr., 69, Filipino, is a Director of the Golf Club and holds many key positions in the SM Group of Companies as well as several other companies. He is Chairman and Chief Executive Officer of SM Development Corporation, Chairman of SM Prime Holdings, Inc. and Vice Chairman of SM Investments Corporation. He is responsible for the real estate acquisitions and

development activities of the SM Group, which include the identification, evaluation, and negotiation for potential sites, as well as the input of design ideas. He is also Chairman of Pico de Loro Beach and Country Club Inc., Chairman of Synergy Grid and Development Philippines, Inc. and Vice Chairman of the National Grid Corporation of the Philippines.

Mr. Sy holds a Bachelor of Science degree in Management from De La Salle University.

Executive Officers

Maria Clara T. Kramer – General Manager

Ms. Maria Clara T. Kramer, 61, Filipino, is the General Manager of Tagaytay Highlands Int'l. Golf Club, Inc. since July 2010. She is also the concurrent General Manager of Tagaytay Midlands Golf Club, Inc. and The Country Club at Tagaytay Highlands, Inc. She is also General Manager of Tagaytay Highlands Community Condominium Association Inc., Tagaytay Midlands Community Homeowners Association, Inc., Greenlands Community Homeowners Association, Inc., and The Highlands Prime Community Condominium Owners Association Inc. starting 2018. She was a consistent Dean's Lister in Assumption College (San Lorenzo Village, Makati City) where she earned her bachelor's degree. She started her career in hotel industry back in December of 1983 when she joined the sales department of Manila Hotel as Sales Executive. In July 1990, she was hired by L'Fisher Hotel as Front Office Manager and later as PR & Promotions Manager until she got promoted in June 2001 and was tasked to manage the Sales and Marketing Department. As a member of the management team, she actively took part in the formulation of major policies and procedures of the Hotel. Ms. Kramer is also involved in various civic and social activities as a member and resource speaker focusing on family, marriage, and parenting.

Anna Francesca C. Respicio – Corporate Secretary

Ms. Anna Francesca C. Respicio, 37, Filipino is the incumbent Corporate Secretary of the Club. She is also one of the Directors of First Abacus Financial Holdings Corporation. She is likewise Corporate Secretary of the following listed companies, Discovery World Corporation, I-Remit, Inc., Jollville Holdings Corporation, as well as the following registered corporations: Sterling Bank of Asia, Inc. (A Savings Bank), Tagaytay Midlands Golf Club, Inc., The Country Club at Tagaytay Highlands, Inc., and The Spa and Lodge at Tagaytay Highlands, Inc. She obtained her Bachelor of Arts degree (Major in Philosophy) in 2007 and her juris Doctor degree in 2011 from Ateneo de Manila University. She is currently a Partner at Tan Venturanza Valdez. She was admitted to the Philippine bar in April 2012.

Significant Employee

The Golf Club has no significant employees.

Family Relationships

Henry T. Sy Jr. and Hans T. Sy are brothers.

Involvement in Certain Legal Proceedings

The Club is not aware of any of the following events wherein any of its directors, executive officers, underwriter, or control persons were involved during the past five (5) years up to the latest date:

- a. Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
- b. Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
- c. Being subject to any order, judgment, or decree, not subsequently reversed, suspended, or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and
- d. Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.

Item 10. Executive Compensation

Except for the General Manager and President, the Directors and Executive Officers do not receive any compensation from the Golf Club.

SUMMARY COMPENSATION TABLE

Name and Principal Position	Year	Salary (Php)	Bonus (Php)
Jerry C. Tiu (President)	2020		
	2021		
	2022		
Maria Clara T. Kramer (General Manager)	2020		
	2021		
	2022		
Total Salaries	2020	1,960,614.92	
	2021	2,851,093.87	
	2022	3,021,152.58	

Item 11. Security Ownership of Certain Beneficial Owners and Management

(1) Security Ownership of Certain Record and Beneficial Owners

The following table shows the record and beneficial owners owning more than 5% of the outstanding capital stock of the Golf Club as of December 31, 2022.

TITLE OF CLASS	NAME AND ADDRESS OF RECORD OWNER AND RELATIONS WITH THE ISSUER	NAME OF BENEFICIAL OWNER AND RELATIONSHIP WITH RECORD OWNER	NO. OF SHARES HELD	PERCENT OF CLASS
Proprietary share	Belle Corporation* 28/F East Tower Phil. Stock Exchange Centre, Exchange Road Ortigas Center, Pasig City, Metro Manila	Same as record owner	1,329 shares	44.94%

*Belle Corporation is a publicly listed corporation. The following are the incumbent members of the Board of Directors of Belle Corporation are: Mr. Willy N. Ocier, Ms. Elizabeth Anne C. Uychaco, Mr. Jackson T. Ongsip, Mr. Jacinto C. Ng Jr., Mr. Armin Antonio B. Raquel Santos, Ms. Virginia A. Yap, Mr. Jaime J. Bautista, Mr. Joseph T. Chua, Ms. Maria Gracia M. Pulido Tan, and Mr. Amando M. Tetangco Jr.

The top 20 stockholders of Belle Corporation (as of 31 December 2022) are as follows:

	STOCKHOLDERS	TYPE / CLASS	OUTSTANDING & ISSUED SHARES
1	Belleshares Holdings, Inc.	Common	2,604,740,622
2	PCD Nominee Corporation (Filipino)	Common	2,542,885,933
3	PCD Nominee Corporation (Non-Filipino)	Common	1,950,754,668
4	Sysmart Corporation	Common	1,629,355,469
5	Sybase Equity Investments Corporation.	Common	531,320,577
6	Social Security System	Common	442,402,786
7	Ng, Jacinto C. Jr.	Common	135,860,666
8	Eastern Securities Development Corp.	Common	111,730,866
9	Premium Leisure Corporation (form. Sinophil Corp)	Common	99,987,719
10	Ng, Jacinto L. Sr.	Common	88,835,833
11	Parallax Resources Inc.	Common	86,308,131
12	SLW Development Corporation	Common	66,082,333
13	F. Yap Securities, Inc.	Common	57,803,732
14	Eastern Sec. Devt. Corp.	Common	50,000,000
15	Willy N. Ocier	Common	47,026,709
16	Jacinto Jr. Ng and/or Anita C. Ng	Common	18,293,333
17	Lim Siew Kim	Common	6,200,000
18	James Go	Common	4,816,999
19	William T. Gabaldon	Common	4,000,000
20	Pacita K. Yap or Philip K. Yap	Common	3,500,000

(2) Security Ownership of Management

The following is a tabular presentation of the shares beneficially owned by all directors and executive officers of the Golf Club as of December 31, 2022:

TITLE OF CLASS	NAME OF BENEFICIAL OWNER	AMOUNT AND NATURE OF OWNERSHIP	CITIZENSHIP	PERCENT OF CLASS
Proprietary Share	Hans T. Sy	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Willy N. Ocier	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Jerry C. Tiu	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Manuel A. Gana	1 share/Beneficial	Filipino	0.03%

TITLE OF CLASS	NAME OF BENEFICIAL OWNER	AMOUNT AND NATURE OF OWNERSHIP	CITIZENSHIP	PERCENT OF CLASS
Proprietary Share	A. Bayani K. Tan	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Johnip G. Cua	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Roger S. Go	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Ruben C. Tan	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Armin B. Raquel-Santos	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Gabriel R. Singson, Jr.	1 share/Beneficial	Filipino	0.03%
Proprietary Share	Henry T. Sy, Jr.	1 share/Beneficial	Filipino	0.03%
Aggregate Security Ownership of Directors and Officers		11 shares		0.33%

(3) Voting Trust Holders of 5% or more

There is no party that holds any voting trust or any similar agreement for 5% or more of the Golf Club's voting securities.

(4) Changes in Control

The Golf Club is not aware of any arrangement that may result in a change in control of the Club.

Item 12. Certain Relationships and Related Transactions

The Golf Club has not been involved in any transaction during the last two (2) years in which any of its directors, executive officers, nominees, or security holders has direct or indirect material interest.

Belle Corporation is the parent company of the Golf Club owning 1,329 shares or 44.94% of the total outstanding shares of the Golf Club.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

The Club remains focused on ensuring the adoption of systems and practices of good corporate governance in enhancing value for its shareholders.

In compliance with the initiative of the Securities and Exchange Commission ("SEC"), the Club submitted its Corporate Governance Manual (the "Manual") to the SEC. This manual institutionalizes the principles of good corporate governance in the entire Club. The Club believes that corporate governance, the framework of rules, systems, and processes governing the performance of the Board of Directors and Management of their respective duties and responsibilities, and from which the organization's values and ethics emerge, is of utmost importance to the Club's shareholders and other stakeholders, which include, among others, clients, employees, suppliers, financiers, government, and community in which operates. The Club undertakes every effort possible to create awareness throughout the entire organization.

The Club has complied with the relevant SEC circulars and rules on good corporate governance. The Club also appointed members of various Board level committees. These committees consist of the Corporate Governance Committee (tasked with ensuring compliance with and proper observance of corporate governance principles and practices), the Board Risk Oversight Committee (tasked to assist the Board in overseeing the Club's practices and processes relating to risk assessment and risk management; maintaining an appropriate risk culture, reporting financial and business risks and associated internal controls, and the Audit Committee (tasked to represent and assist the Board in its general oversight of the Club's accounting and financial reporting processes, audits of the financial statements, and internal control and audit functions.)

A Compliance Officer was also appointed. Members of various committees are elected annually and to serve for a term of one (1) year.

As proof of compliance with leading practices and principles of Good Governance, the Club has formally adopted a manual on Corporate Governance and submits to SEC its Integrated Annual Corporate Governance Reports.

The Board establishes the major goals, policies, and objectives of the Club, as well as the means to monitor and evaluate the performance of Management. The Board also ensures that an adequate internal control mechanism is implemented and properly complied with at all levels.

The Club is not aware of any non-compliance with its Manual on Corporate Governance, by any of its officers or employees.

PART V - EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

(a) Exhibits

Exhibit "B"	Financial Statements (meeting the requirements of RSA Rule 48-1) Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (Other than Affiliates)
Exhibit "D"	Indebtedness to Unconsolidated Subsidiaries and Affiliates
Exhibit "E"	Property and Equipment
Exhibit "F"	Accumulated Depreciation
Exhibit "K"	Proprietary Certificates

(b) Reports on SEC Form 17-C


The following SEC Form 17-C was filed pursuant to the provision of the Securities Regulation Code:

Date Filed	Information
26 August 2022	2022 ASM Schedule and Approval of Amended BL
20 October 2022	2022 Results of ASM and OBD meetings

SIGNATURES

Pursuant to the requirements of Section 17 of the SRC and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Tagaytay City on April 14, 2023.




By:


JERRY C. TIU
Director / President


MARIA CLARA T. KRAMER
General Manager

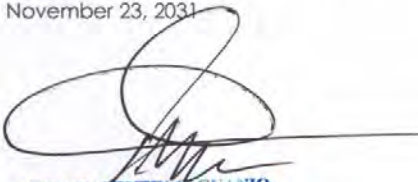

FREDERICK D. DEOCARIZA
Financial Controller

SUBSCRIBED AND SWORN to before me this APR 14 2023 day of _____ 2023 affiants exhibiting to me their Competent Evidence of Identity, as follows:

NAME	COMPETENT EVIDENCE OF IDENTITY (C.E.I.)	EXPIRY DATE	PLACE OF ISSUE
JERRY C. TIU	PASSPORT NO. 	January 22, 2030	DFA NCR EAST
MARIA CLARA T. KRAMER	PASSPORT NO. 	February 17, 2029	DFA NCR SOUTH
FREDERICK D. DEOCARIZA	DRIVER'S LICENSE 	November 23, 2031	

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Page No. 76
Book No. 68
Series of 2023.

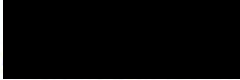



ATTY. VALENTIN C. GUANIO
JP Rizal Avenue, Kaybagal South, Tagaytay City
Commission Expires on DECEMBER 31, 2024
PTR No. 5131980/January 3, 2023
ROLL No. 22908
IBP LIFETIME RES. NO. 02892
MCLE COMPLIANCE NO. VII-0016975

SIGNATURES

Pursuant to the requirements of Section 17 of the SRC and Section 177 of the Revised Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Pasig on _____2023.

By:



ANNA FRANCESCA C. RESPICIO
Corporate Secretary

24 APR 2023

SUBSCRIBED AND SWORN to before me this _____ day 2023 of at Pasig City, Metro Manila, affiant having exhibited to me her Philippine Passport No. _____ issued on 15 December 2021 at DFA Manila and TIN 419-191-112 as her competent evidence of identity.

JANINE T. TUTANES
Notary Public for Cities of Pasig and San Juan
and in the Municipality of Pateros
Appointment No. 202 (2023-2024)
Commission Expires on December 31, 2024
2704 East Tower, Tektite Towers, Exchange Road
Ortigas Center, 1605 Pasig City
PTR No. 9004903/01.04.23/Pasig
IBP No. 260918/01.05.23/RSM
Roll of Attorneys No. 79361
Admitted to the Bar: 05.16.22

Doc. No. 125 ;
Page No. 26 ;
Book No. 1 ;
Series of 2023.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

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A. Financial Assets	NA
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C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	NA
D. Long-term Debt	NA
E. Indebtedness to Related Parties	NA
F. Guarantees of Securities of Other Issuers	NA
G. Capital Stock	Attached

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
 SUPPLEMENTARY SCHEDULES REQUIRED BY ANNEX 68-E
 DECEMBER 31, 2022

Schedule A. Financial Assets

Name of Issuing Entity and Association of Each Issue	Amount Shown in the Statement of Financial Position	Income Received and Accrued
Not Applicable: The Golf Club has no financial assets measured at fair value through profit or loss.		

Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
 As at December 31, 2022

Name and Designation	Balance as at January 1, 2022	Additions	Deductions		Current	Non-Current	Balance as at December 31, 2022
			Amount Collected	Amount Written Off			
Not Applicable: All receivables arise from the ordinary course of business.							

Schedule C - Amounts Receivable from and Payable to Related Parties which are eliminated during the Consolidation of Financial Statements
 As at December 31, 2022

Due from subsidiaries

Name and Designation	Balance as at January 1, 2022	Additions	Deductions		Current	Non- Current	Balance as at December 31, 2022
			Amount Collected	Amount Written Off			
<u>Not Applicable: The Golf Club does not prepare consolidated financial statements.</u>							

Schedule D - Long Term Debt
As at December 31, 2022

Title of Issue and Type of Obligation	Amount Authorized by Indenture	Amount shown under caption "Current portion of long-term debt" in related balance sheet	Amount shown under caption "Long term debt" in related balance sheet
Not Applicable: The Golf Club has no long-term debt.			

Schedule E - Indebtedness to Related Parties
As at December 31, 2022

Name	Balance, January 1, 2022	Balance, December 31, 2022
Not Applicable: The Golf Club has no long-term indebtedness to a related party.		

Schedule F - Guarantees of Securities of Other Issuers
 As at December 31, 2022

Name of Issuing Entity of Securities Guaranteed by the Club for which this statement is filed	Title of Issue of Each Class of Securities Guaranteed	Total Amount Guaranteed and Outstanding	Amount Owned by Person for which the Statement is Filed	Nature of Guarantee
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Not Applicable: The Golf Club has no guarantees of securities of other issuers.

Schedule G - Capital Stock
 December 31, 2022

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding	Number of Shares Reserved for Options, Warrants, Conversions, and Other Rights	Number of Shares Held By		
				Related parties	Directors, Officers and Employees	Others
Common	3,000	2,957	-	1,329	11	1,617

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

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(20) Consent of Experts and Independent Counsel	NA
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(29) Additional Exhibits	NA
NA Not Applicable	

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Tagaytay Highlands International Golf Club <[REDACTED]>

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Transaction Code: **AFS-0-AEHJGHD50ALB59G6HNRZZRNW10PSVTQT3Q**Submission Date/Time: **May 02, 2023 04:28 AM**Company TIN: **000-533-433**

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STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS


The management of **Tagaytay Highlands International Golf Club, Inc. (the Company)** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2022 and 2021, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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


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

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


Reyes Tacandong & Co., the independent auditors appointed by the stockholders for the periods December 31, 2022 and 2021, have audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their reports to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.



Hans T. Sy
Chairman of the Board



Jerry C. Tiu
President



Maria Clara T. Kramer
General Manager



Frederick D. Deocariza
Financial Controller

Signed this ____ day of 05 APR 2023, 2023.

SUBSCRIBED AND SWORN to before me this ____ day of 05 APR 2023, 2023 affiants exhibiting to me their competent evidence of identity, as follows

NAME	Competent Evidence of Identity	Expiry Date	Place of Issue
HANS T. SY	PASSPORT# [REDACTED] TIN# [REDACTED]	December 10, 2029	DFA NCR EAST
JERRY C. TIU	PASSPORT# [REDACTED] TIN# [REDACTED]	January 22, 2030	DFA NCR EAST
MARIA CLARA T. KRAMER	PASSPORT# [REDACTED] TIN# [REDACTED]	February 17, 2029	DFA NCR SOUTH
FREDERICK D. DEOCARIZA	DRIVERS LICENSE# [REDACTED] TIN# [REDACTED]	November 23, 2031	

Doc. No. 572 ;
Page No. 7e ;
Book No. 208 ;
Series of 2023 .



ATTY. VALENTIN C. GUANIO
JP Rizal Avenue, Kaybagal South, Tagaytay City
Commission Expires on DECEMBER 31, 2024
PTR No. 5131980/January 3, 2023
ROLL No. 22908
IBP LIFETIME RES. NO. 02892
MCLE COMPLIANCE NO. VII-0016975

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	0	9	1	1	9	0	7	3	1
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COMPANY NAME

T	A	G	A	Y	T	A	Y		H	I	G	H	L	A	N	D	S		I	N	T	E	R	N	A	T	I	O	N	A	L		G	O	L	F		C		
L	U	B	,		I	N	C	.																																

PRINCIPAL OFFICE (No./Street/Barangay/City/Town/Province)

T	A	G	A	Y	T	A	Y		H	I	G	H	L	A	N	D	S		C	O	M	P	L	E	X	,		B	A	R	A	N	G	A	Y		C	A		
L	A	B	U	S	O	,		T	A	G	A	Y	T	A	Y		C	I	T	Y	,		P	H	I	L	I	P	P	I	N	E	S							

Form Type

A	A	F	S
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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

N	/	A
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COMPANY INFORMATION

<p>Company's Email Address</p> <p style="text-align: center;">claire.kramer@tagaytayhighlands.com</p>	<p>Company's Telephone Number</p> <p style="text-align: center;">(02) 8483-0829</p>	<p>Mobile Number</p> <p style="text-align: center;">0917-622-9939</p>
<p>No. of Stockholders</p> <p style="text-align: center;">1,515</p>	<p>Annual Meeting (Month / Day)</p> <p style="text-align: center;">Last Saturday of May</p>	<p>Fiscal Year (Month / Day)</p> <p style="text-align: center;">December 31</p>

CONTACT PERSON INFORMATION

The designated contact person **MUST** be an Officer of the Corporation

<p>Name of Contact Person</p> <p style="text-align: center;">Ms. Ma. Clara T. Kramer</p>	<p>Email Address</p> <p style="text-align: center;">claire.kramer@tagaytayhighlands.com</p>	<p>Telephone Number</p> <p style="text-align: center;">(02) 8982-9100</p>	<p>Mobile Number</p> <p style="text-align: center;">0917-622-9939</p>
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CONTACT PERSON'S ADDRESS

Tagaytay Highlands Complex, Barangay Calabuso, Tagaytay City 4120, Philippines

NOTE 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2: All boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITORS' REPORT

The Members and the Board of Directors
Tagaytay Highlands International Golf Club, Inc.
Tagaytay Highlands Complex
Barangay Calabuso, Tagaytay City, Philippines

Opinion

We have audited the accompanying financial statements of Tagaytay Highlands International Golf Club, Inc. (the Company), which comprise the statements of financial position as at December 31, 2022 and 2021, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to the audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement) and SEC Form 17-A (Annual Report) for the year ended December 31, 2022, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS and SEC Form 17-A for the year ended December 31, 2022 are expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.



Other Matter

The financial statements of the Company as at and for the year ended December 31, 2020 were audited by another auditor, whose report dated May 28, 2021, expressed an unmodified opinion on those financial statements.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, these could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements including disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

REYES TACANDONG & Co.


BELINDA B. FERNANDO

Partner

CPA Certificate No. 81207

Tax Identification No. 102-086-538-000

BOA Accreditation No. 4782; Valid until April 13, 2024

SEC Accreditation No. 81207-SEC Group A

Issued January 30, 2020

Valid for Financial Periods 2019 to 2023

BIR Accreditation No. 08-005144-004-2022

Valid until October 16, 2025

PTR No. 9564560

Issued January 3, 2023, Makati City

April 1, 2023

Makati City, Metro Manila

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

STATEMENTS OF FINANCIAL POSITION

		December 31	
	Note	2022	2021
ASSETS			
Current Assets			
Cash and cash equivalents	4	₱66,233,586	₱72,230,032
Trade and other receivables	5	30,117,842	51,951,322
Inventories		1,215,411	1,233,097
Other current assets	6	71,748,576	65,894,136
Total Current Assets		169,315,415	191,308,587
Noncurrent Assets			
Property and equipment	7	344,111,393	346,454,867
Investment property	8	5,545,392	5,545,392
Net retirement asset	17	1,357,826	–
Other noncurrent assets	9	19,429,733	20,727,124
Total Noncurrent Assets		370,444,344	372,727,383
		₱539,759,759	₱564,035,970
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	10	₱211,730,224	₱242,535,337
Noncurrent Liabilities			
Net retirement liability	17	–	1,446,733
Deferred tax liability	19	2,124,784	1,613,769
Total Noncurrent Liabilities		2,124,784	3,060,502
Total Liabilities		213,855,008	245,595,839
Equity			
Proprietary membership certificates	12	910,736,853	910,736,853
Additional paid-in capital	12	35,000,000	35,000,000
Deficit		(624,823,764)	(632,138,029)
Cumulative remeasurement gain on net retirement asset/liability - net of deferred tax	17	4,991,662	4,841,307
Total Equity		325,904,751	318,440,131
		₱539,759,759	₱564,035,970

See accompanying Notes to Financial Statements.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(With Comparative Figures for 2020)

	Note	2022	2021	2020
REVENUES				
Food, beverage and sundries		₱75,336,104	₱50,163,086	₱20,563,116
Green fees		16,032,140	7,235,794	3,978,697
Golf cart and locker rental		9,914,803	6,512,377	2,939,503
Room sales		7,725,361	4,365,913	2,332,236
Others		680,949	388,453	257,150
		109,689,357	68,665,623	30,070,702
COSTS AND EXPENSES				
Cost of sales	14	71,763,473	47,159,467	18,616,720
Cost of services	14	115,901,023	103,589,402	108,843,323
General and administrative expenses	15	36,212,303	32,443,608	37,557,310
		223,876,799	183,192,477	165,017,353
OTHER INCOME (CHARGES)				
Interest income	4	493,526	75,831	519,966
Interest expense		-	-	(704)
Other income - net	16	27,267,165	25,723,291	14,424,138
		27,760,691	25,799,122	14,943,400
DEFICIENCY OF REVENUES OVER COSTS AND EXPENSES BEFORE MEMBERS' SUPPORT				
		(86,426,751)	(88,727,732)	(120,003,251)
MEMBERS' SUPPORT				
Membership dues		94,201,912	92,953,685	95,299,307
EXCESS (DEFICIENCY) OF REVENUES AND MEMBERS' SUPPORT OVER COSTS AND EXPENSES				
		7,775,161	4,225,953	(24,703,944)
PROVISION FOR (BENEFIT FROM) INCOME TAX				
Current	19	-	-	101,455
Deferred		460,896	2,442,072	(2,442,072)
		460,896	2,442,072	(2,340,617)
NET INCOME (LOSS)				
		7,314,265	1,783,881	(22,363,327)
OTHER COMPREHENSIVE INCOME (LOSS)				
<i>Item not to be reclassified to profit or loss -</i>				
Remeasurement gain (loss) on net retirement asset/liability - net of deferred tax	17	150,355	(1,263,874)	(2,932,938)
TOTAL COMPREHENSIVE INCOME (LOSS)				
		₱7,464,620	₱520,007	(₱25,296,265)
BASIC AND DILUTED INCOME (LOSS) PER PROPRIETARY MEMBERSHIP CERTIFICATE				
	13	₱2,474	₱603	(₱7,563)

See accompanying Notes to Financial Statements.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(With Comparative Figures for 2020)

	Note	2022	2021	2020
PROPRIETARY MEMBERSHIP CERTIFICATES				
	12	₱910,736,853	₱910,736,853	₱910,736,853
ADDITIONAL PAID-IN CAPITAL				
		35,000,000	35,000,000	35,000,000
DEFICIT				
Balance at beginning of year		(632,138,029)	(633,921,910)	(611,558,583)
Net income (loss)		7,314,265	1,783,881	(22,363,327)
Balance at end of year		(624,823,764)	(632,138,029)	(633,921,910)
CUMULATIVE REMEASUREMENT GAIN ON NET RETIREMENT ASSET				
	17			
Balance at beginning of year		4,841,307	5,698,169	8,631,107
Remeasurement gain (loss) - net of deferred tax		150,355	(856,862)	(2,932,938)
Balance at end of year		4,991,662	4,841,307	5,698,169
		₱325,904,751	₱318,440,131	₱317,513,112

See accompanying Notes to Financial Statements.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(With Comparative Figures for 2020)

	Note	2022	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES				
Income (loss) before income tax		₱7,775,161	₱4,225,953	(₱24,703,944)
Adjustments for:				
Depreciation and amortization	7	39,169,529	37,809,105	40,163,672
Retirement expense	17	2,087,357	1,981,681	2,908,204
Reversal of accruals		(1,001,018)	(2,151,485)	(2,438,278)
Interest income	4	(493,526)	(75,831)	(519,966)
Unrealized foreign exchange loss (gain)		(485,754)	(248,629)	246,603
Interest expense		-	-	704
Operating income before working capital changes		47,051,749	41,540,794	15,656,995
Decrease (increase) in:				
Trade and other receivables		21,892,209	(447,761)	(11,939,954)
Inventories		17,686	(83,210)	144,548
Other current assets		(1,851,052)	(4,237,654)	(7,774,187)
Increase (decrease) in trade and other payables		(29,804,095)	5,029,193	7,364,527
Net cash generated from operations		37,306,497	41,801,362	3,451,929
Contributions to plan assets	17	(4,593,492)	(5,470,684)	(10,149,489)
Income tax paid		(4,003,388)	(2,765,467)	(2,048,201)
Interest received		434,797	75,831	519,966
Benefits paid	17	(97,950)	(676,463)	(4,131,216)
Net cash provided by (used in) operating activities		29,046,464	32,964,579	(12,357,011)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisitions of property and equipment	7	(32,281,718)	(12,742,572)	(13,764,819)
Acquisitions of computer software	9	-	(151,351)	(229,023)
Decrease (increase) in other noncurrent assets		(3,246,946)	2,180,016	131,633
Net cash used in investing activities		(35,528,664)	(10,713,907)	(13,862,209)
CASH FLOWS FROM FINANCING ACTIVITIES				
Payments of:				
Loans		-	-	(76,711)
Interest		-	-	(721)
Cash used in financing activities		-	-	(77,432)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		(6,482,200)	22,250,672	(26,296,652)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		485,754	248,629	(246,603)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	4	72,230,032	49,730,731	76,273,986
CASH AND CASH EQUIVALENTS AT END OF YEAR		₱66,233,586	₱72,230,032	₱49,730,731

See accompanying Notes to Financial Statements.

		Years Ended December 31		
	Note	2022	2021	2020
COMPONENTS OF CASH AND CASH EQUIVALENTS				
	4			
Cash on hand		₱2,341,339	₱1,976,672	₱1,357,503
Cash in banks		20,560,339	38,606,010	45,898,467
Cash equivalents		43,331,908	31,647,350	2,474,761
		₱66,233,586	₱72,230,032	₱49,730,731

See accompanying Notes to Financial Statements.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

NOTES TO FINANCIAL STATEMENTS

AS AT AND FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

(With Comparative Information for 2020)

1. Corporate Information

Tagaytay Highlands International Golf Club, Inc. (the Company) was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on May 17, 1991. The Company was established to promote social, recreational and athletic activities among its members by providing and maintaining clubhouses and a golf course on a nonprofit basis, the nucleus of which will be the construction, development and maintenance of golf course and other sports and recreational facilities.

The registered office address of the Company is located at Tagaytay Highlands Complex, Barangay Calabuso, Tagaytay City, Philippines.

On August 26, 1991, the SEC granted the Company its permit to offer its proprietary membership certificates to the public (see Note 12). Belle Corporation (Belle), a publicly-listed company in the Philippines, owns 44.94% of the Company's proprietary membership certificates as at December 31, 2022 and 2021.

The Company's financial statements as at and for the years ended December 31, 2022 and 2021 (with comparative figures and information for 2020) was approved and authorized for issuance by the Board of Directors (BOD) on April 1, 2023, as reviewed and recommended for approval by the Audit Committee on the same date.

2. Summary of Significant Accounting Policies

Basis of Preparation and Statement of Compliance

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

The significant accounting policies used in the preparation of the financial statements have been consistently applied to all the years presented, unless otherwise stated.

Measurement Bases

The financial statements are presented in Philippine Peso (Peso), the Company's functional currency. All values are rounded to the nearest Peso except when otherwise indicated.

The financial statements of the Company have been prepared on a historical cost basis, except for plan assets which is measured at fair value and retirement liability which is measured at the present value of defined benefit obligation. 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 measurement date.

The Company uses market observable data to the extent possible 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 information about the assumptions made in measuring fair values is included in Note 8 and 20 to the financial statements.

Adoption of Amended PFRS

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following amended PFRS:

- Amendments to PAS 16, *Property, Plant and Equipment - Proceeds Before Intended Use* – The amendments prohibit deducting from the cost of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for its intended use. Instead, the proceeds and related costs from such items shall be recognized in profit or loss. There is no transition relief for first-time adopters.
- Amendments to PAS 37, *Onerous Contracts - Cost of Fulfilling a Contract* – The amendments specify which costs shall be included when assessing whether a contract is onerous or loss-making. The ‘costs of fulfilling’ a contract comprise the ‘costs that relate directly to the contract’. These costs can either be incremental (e.g., the costs of direct labor and materials) or can be an allocation of costs directly related to fulfilling a contract (e.g., depreciation of fixed assets). At the date of initial application, the cumulative effect of applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as applicable. Accordingly, the comparatives are not restated.

- Annual Improvements to PFRS 2018 to 2020 Cycle:
 - Amendment to PFRS 9, *Financial Instruments - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities* – The amendment clarifies which fees an entity shall include when it applies the '10 per cent' test in assessing whether to derecognize a financial liability (i.e. whether the terms of a new or modified financial liability is substantially different from the terms of the original financial liability). These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or the lender on the other's behalf. The amendment applies to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applied the amendment.
 - Amendment to PFRS 16, *Leases - Lease Incentives* – The amendment removed from Illustrative Example 13 the illustration of the reimbursement of leasehold improvements by the lessor. The objective of the amendment is to avoid any potential confusion regarding the treatment of lease incentives because of how the requirements for lease incentives are illustrated.

The adoption of the amended PFRS did not materially affect the financial statements of the Company. Additional disclosures were included in the financial statements, as applicable.

Amendments to PFRS Issued but not yet Effective

Relevant amendments to PFRS which are not yet effective for the year ended December 31, 2022 and have not been applied in preparing the financial statements are summarized below.

Effective for annual periods beginning on or after January 1, 2023:

- Amendments to PAS 1, *Presentation of Financial Statements*, and PFRS Practice Statement 2, *Making Materiality Judgments - Disclosure Initiative - Accounting Policies* – The amendments require an entity to disclose its material accounting policies, instead of its significant accounting policies and provide guidance on how an entity applies the concept of materiality in making decisions about accounting policy disclosures. In assessing the materiality of accounting policy information, entities need to consider both the size of the transactions, other events or conditions and its nature. The amendments clarify (1) that accounting policy information may be material because of its nature, even if the related amounts are immaterial, (2) that accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements, and (3) if an entity discloses immaterial accounting policy information, such information should not obscure material accounting policy information. In addition, PFRS Practice Statement 2 is amended by adding guidance and examples to explain and demonstrate the application of the 'four-step materiality process' to accounting policy information. The amendments should be applied prospectively. Earlier application is permitted.

- Amendments to PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Accounting Estimates* – The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies, and the correction of errors. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. An entity develops an accounting estimate if an accounting policy requires an item in the financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not a correction of an error, and that the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. A change in an accounting estimate may affect only the profit or loss in the current period, or the profit or loss of both the current and future periods. Earlier application is permitted.
- Amendments to PAS 12, *Income Taxes - Deferred Tax Related Assets and Liabilities from a Single Transaction* – The amendments require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. Earlier application is permitted.

Effective for annual periods beginning on or after January 1, 2024 -

- Amendments to PAS 1, *Presentation of Financial Statements - Classification of Liabilities as Current or Non-current* – The amendments clarify the requirements for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period. The amendments also specify and clarify the following: (i) an entity’s right to defer settlement must exist at the end of the reporting period, (ii) the classification is unaffected by management’s intentions or expectations about whether the entity will exercise its right to defer settlement, (iii) how lending conditions affect classification, and (iv) requirements for classifying liabilities where an entity will or may settle by issuing its own equity instruments. The amendments must be applied retrospectively. Earlier application is permitted. If applied in earlier period, the Company shall also apply Amendments to PAS 1 – Noncurrent Liabilities with Covenants for that period.

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

Financial Assets and Liabilities

Date of Recognition. The Company recognizes a financial asset or a financial liability in the 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, is done using settlement date accounting.

Initial Recognition. 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 or 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.

Classification of Financial Instruments. 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). The classification of a financial instrument largely depends on the Company’s business model and on the purpose for which the financial instruments are acquired or incurred and whether these are quoted in an active market.

Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or other financial liabilities at amortized cost.

As at December 31, 2022 and 2021, the Company does not have financial assets at FVOCI and financial assets and liabilities at FVPL.

Financial Assets at Amortized Cost. A financial asset 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.

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.

This category includes cash and cash equivalents, trade and other receivables (excluding advances to employees) and refundable deposits (presented under “Other noncurrent assets” account).

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 impaired or through the amortization process.

This category includes trade and other payables (excluding membership dues collected in advance and statutory payables).

Reclassification of Financial Assets

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 other comprehensive income (OCI).

Impairment of Financial Assets at Amortized Cost

The Company recognizes an allowance for expected credit loss (ECL) on financial assets at amortized cost 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. Simplified approach requires that ECL should always be based on the lifetime ECL. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Company uses specific identification approach in determining the loss given default (recoverable amount or outstanding balance).

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 and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For other financial assets at amortized cost, which comprise of cash and cash equivalents, nontrade receivables, and refundable deposits (presented under "Other noncurrent assets" account), the Company applies the general approach in measuring the ECL. 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.

A financial asset is written off when there is no reasonable expectation of recovering the financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the counterparty does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

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 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 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 an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company’s continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the 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 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. The difference in the respective carrying amounts is recognized in profit or loss.

Offsetting Financial Assets and Liabilities

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

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. Otherwise, the financial instrument is classified as equity.

Inventories

Inventories are valued at the lower of cost and net realizable value. Cost is determined using the weighted average method. All costs directly attributable to acquisition such as the purchase price, transport cost and taxes that are not subsequently recoverable from taxing authorities are included as part of the cost of inventories.

The net realizable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of marketing and distribution. In determining the net realizable value, the Company considers any adjustment necessary for obsolescence.

When the net realizable value of inventories is lower than its cost, the inventories are written down to its net realizable value and the excess of the cost over the net realizable value is charged to profit or loss.

Other Current Assets

This account mainly consists of creditable withholding taxes (CWT), input value-added tax (VAT), prepaid expenses and deferred input VAT.

CWT. CWT represents the amount withheld by the Company's customers in relation to its income. CWT can be utilized as payment for income taxes provided that these are properly supported by certificates of creditable tax withheld at source subject to the rules on Philippine income taxation.

VAT. Revenue, expenses and assets are generally recognized net of the amount of VAT except in cases where VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item, as applicable, or receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from the tax authority is included as part of "Other current assets" account in the statements of financial position.

The net amount of VAT payable to the tax authority is included as part of "Statutory payables" under "Trade and other payables" account in the statements of financial position.

Deferred Input VAT. Deferred input VAT represents VAT on the unpaid portion of availed services and the unamortized amount of input VAT on capital goods.

In accordance with the Revenue Regulations (RR) No. 16-2005, as amended by RR. No. 13-2018, input VAT on purchases or imports of the Company of capital goods (depreciable assets for income tax purposes) made prior to January 1, 2022, with an aggregate acquisition cost (exclusive of VAT) in each of the calendar months exceeding ₱1.0 million are claimed as credit against output VAT over 60 months or the estimated useful lives of capital goods, whichever is shorter.

Where the aggregate acquisition cost (exclusive of VAT) of the existing or finished depreciable capital goods purchased or imported during any calendar month does not exceed ₱1.0 million or if the purchase was made on or after January 1, 2022, the total input VAT will be allowable as credit against output VAT in the month of acquisition.

Deferred input VAT that is expected to be realized within 12 months after the financial reporting period is classified as current asset, otherwise this is classified as noncurrent asset.

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

Property and Equipment

Property and equipment, excluding land and construction and progress, is stated at cost less accumulated depreciation and amortization and impairment in value, if any. Land is stated at cost, including transaction costs less any impairment in value.

The initial cost of property and equipment consists of its purchase price, including import duties, nonrefundable taxes and any directly attributable costs in bringing the asset to its working condition and location for its intended use. Such cost includes the cost of replacing part of such property and equipment when that cost is incurred if the recognition criteria are met.

Expenditures incurred after the property and equipment have been put into operation, such as repairs and maintenance, are normally charged to profit or loss in the period when the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional cost of property and equipment.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets. The depreciation and amortization periods for property and equipment, based on the above policies, are as follows:

	Number of Years
Buildings and improvements	20
Facilities and equipment	2 to 10
Furniture, fixtures and equipment	5
Transportation equipment	5

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

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognized.

Construction in progress, which includes cost of construction and other direct costs, is stated at cost and is not depreciated until such time as the relevant assets are completed and put into operational use. Assets under construction are reclassified to a specific category of property and equipment when the construction and other related activities necessary to prepare the assets for their intended use are completed and the assets are available for use.

Fully depreciated and amortized items are retained as property and equipment until these are no longer in use.

Investment Property

Investment property consists of land held for capital appreciation. Investment property are measured initially at cost, including transaction costs, which exclude the costs of day-to-day servicing of the property. Subsequent to the initial recognition, investment property is carried at cost less any impairment in value.

Investment property is derecognized when it has been disposed of or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of the investment property is recognized in the statements of comprehensive income in the year of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the end of owner-occupation or commencement of an operating lease to another party. Transfers are made from investment property when, and only when, there is a change in use, evidenced by the commencement of owner-occupation or commencement of development with a view to sell.

Other Noncurrent Assets

This account mainly consists of computer software, advances to contractors and suppliers, and deferred input VAT.

Computer Software. Costs associated with developing or maintaining computer software are recognized as expense when incurred. Costs that are directly associated with identifiable and unique software controlled by the Company and will generate economic benefits exceeding cost beyond one year are recognized as intangible assets.

Expenditure which enhances or extends the performance of the computer software beyond their original specifications is recognized as capital improvements and added to the original cost of the computer software. Computer software are recognized as assets and amortized using the straight-line method over their estimated useful life of five years. The estimated useful life and amortization method are reviewed periodically to ensure that the period and method of amortization are consistent with the expected pattern of economic benefits from computer software.

Advances to Contractors and Suppliers. Advances to contractors and supplier pertain to amounts paid in advance for goods or services to be utilized or incurred in connection with the Company's operations. These are recognized as asset in the statements of financial position or charged to profit or loss, upon actual receipt of goods or services.

Impairment of Nonfinancial Assets

The Company assesses at each reporting date whether there is an indication that the nonfinancial assets may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. Recoverable amount is the higher of an asset or cash-generating unit's fair value less costs of disposal or its value in use, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

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 Company makes an estimate of recoverable amount. 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. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss.

Proprietary Membership Certificates and Additional Paid-in Capital (APIC)

Proprietary membership certificates are measured at stated value for all proprietary membership certificates issued. Proceeds and/or fair value of considerations received in excess of par value, if any, are recognized as APIC. Incremental costs directly attributable to the issuance of new proprietary membership certificates are shown in equity as a deduction, net of tax, from the APIC, if any.

Deficit

Deficit represents the cumulative balance of the Company's results of operations.

OCI

OCI comprises items of income and expense that are not recognized in profit or loss for the year. This includes cumulative remeasurement loss on net retirement asset.

Basic and Diluted Income (Loss) per Share

The Company computes its basic income (loss) per proprietary membership certificate by dividing net income (loss) for the period attributable to ordinary equity holders of the Company by the weighted average number of proprietary membership certificate outstanding during the period.

Diluted income (loss) per proprietary membership certificate amounts are computed in the same manner, adjusted for the dilutive effect of any potential proprietary membership certificate. As at December 31, 2022, 2021 and 2020, the Company has no potential dilutive proprietary membership certificate. As at December 31, 2022, 2021 and 2020, the Company has no potential dilutive ordinary shares.

Members' Support

Members' support pertains to membership dues which are recognized in the statements of comprehensive income over time based on the applicable period. Members' advance payments are recognized as part of "Membership dues collected in advance" under "Trade and other payables" account in the statements of financial position.

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.

Disaggregation of revenue based on major sources is presented on the statements of comprehensive income.

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:

Food, Beverages and Sundries. Revenue from the sale of food, beverages and sundries is recognized at a point in time when the related orders are served.

Green Fees, Golf Cart and Locker Rental and Room Sales. Revenue from green fees, golf cart and locker rental and room sales are recognized upon satisfaction of performance obligation of transferring the promised services to the customer.

Interest Income. Interest is recognized as it accrues taking into account the effective yield on the asset, net of final tax.

Membership Transfer and Assignment Fees. Revenue is recognized at point in time upon transfer and assignment of member shares.

Other Income. This includes income from cell site rental and commissions among others. Revenue is recognized at point in time when earned or when services have been rendered.

Cost and Expense Recognition

Costs and expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrence of liabilities that result in decrease in equity, other than those relating to distributions to equity participants.

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

Cost of Services. Cost of services is recognized as expense when the related services are rendered.

General and Administrative Expenses. These 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 profit or loss using the effective interest method.

Employee Benefits

Short-term Benefits. The Company recognizes a liability net of amounts already paid and an expense for services rendered by employees during the year. Short-term employee benefits given by the Company to its employees include salaries and wages, social security contributions, short-term compensated absences and bonuses and non-monetary benefits.

Short-term employee benefit liabilities are measured on an undiscounted basis and are expensed as the related service is provided.

Retirement Benefits. The net retirement asset or liability is the aggregate of the by the fair value of plan assets (FVPA) reduced by the present value of the defined benefit obligation (DBO) at the end of the reporting period.

Retirement benefit costs are actuarially 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 cost of providing benefits under the defined benefit plan is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost;
- Net interest on the net retirement liability or plan asset; and
- Remeasurements of net retirement liability or plan asset.

Service costs which include current service costs, past service costs, and gains or losses on non-routine settlements are recognized as expense in profit or loss. Current service costs are the increase in the present value of the DBO in the current period. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net retirement asset or liability is the change during the period in the net retirement asset or liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net retirement asset or liability. Net interest on the net retirement asset or liability is recognized as expense or income in profit or loss.

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

Plan assets are assets that are held in trust and managed by a trustee bank. Plan assets are not available to the creditors of the Company, nor can they be paid directly to the Company. FVPA is based on market price information. When no market price is available, the FVPA is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the FVPA is higher than the present value of the DBO, the measurement of the resulting retirement plan asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Company's right to be reimbursed of some or all of the expenditure required to settle a DBO is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Leases

The Company assesses whether the contract is, or contains, a lease. 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, it has both of the following:

- i. the right to obtain substantially all of the economic benefits from the use of the identified asset; and
- ii. 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 as a Lessee. Leases are recognized as right-of-use assets, with corresponding lease liabilities, at the date at which the leased assets are available for use by the Company, except for leases with lease terms of 12 months or less (short-term leases) and leases for which the underlying asset is of low value in which case the lease payments associated with those leases are recognized as an expense on a straight-line basis.

The Company as a Lessor. Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Rental income under operating leases is recognized on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same bases as rent income. Contingent rents are recognized as revenue in the period in which these are earned.

Operating lease income is recognized if it is probable that the entity will collect the consideration. In evaluating whether collectability of the amount of consideration is probable, the Company considers the customer's ability and intention to pay. If the collection of the rentals is not probable, operating lease income is recognized only to the extent collectible.

Income Taxes

Current Tax. Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and the tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period.

Deferred Tax. Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their corresponding tax bases. Deferred tax liabilities are recognized for all temporary differences that are expected to increase taxable profit in the future.

Deferred tax assets are recognized for all temporary differences and carryforward benefits of unused tax credits from the net operating loss carryover (NOLCO) that are expected to reduce taxable profit in the future. Deferred tax assets are measured at the highest amount that, on the basis of current or estimated future taxable profit, is more likely than not to be recovered.

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 in the year 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 reporting date.

Current tax and deferred tax are recognized in profit or loss except to the items recognized directly in equity or in OCI.

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

Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to the transactions with any of the Company's other components. The Company has club operations as its only segment.

Related Parties and Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence.

A related party transaction is a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged.

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.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingencies

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

Events after the Reporting Date

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

Comparatives

When necessary, comparative figures have been reclassified to conform to the changes in the presentation of the current year.

3. Significant Judgment, Accounting Estimates and Assumptions

The preparation of the financial statements in accordance with PFRS requires management to exercise judgment, make accounting estimates and use assumptions that affect amounts of assets, liabilities, income and expenses reported in the financial statements and related notes. The judgment, accounting estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as at reporting date.

While management 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 judgment, apart from those involving estimations, which have the most significant effect on the amounts recognized in the financial statements.

Determining the Classification of Financial Instruments. The Company exercises judgments in classifying a financial instrument on initial recognition either as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the statement of financial position.

The classification of financial assets depends on the results of the business model test and "solely payment of principal and interest" test performed by the Company. The Company exercises judgment in determining the business model to be used in managing its financial instruments to achieve their business objectives.

The Company determines that the primary business model used in the management of its financial assets is to hold the financial asset to collect contractual cash flows representing solely payments of principal and interest. Consequently, all financial assets are measured at amortized cost.

Distinguishing between Investment Properties and Owner-Occupied Properties. The Company determines whether a property qualifies as investment property. In making its judgment, the Company considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to the property but also to the other assets used in the production or supply process.

Some properties comprise a portion that is held to earn rentals for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions cannot be sold separately, the property is accounted for as an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Company considers each property separately in making its judgment.

Evaluation of Consistency of Lease Commitments. The evaluation of whether an arrangement contains a lease is based on its substance. An arrangement is, or contains a lease when the fulfillment of the arrangement depends on specific asset or assets and the arrangement conveys a right to use the asset.

Classifying Lease Commitments - The Company as a Lessee. The Company elected to apply the recognition exemption on leases of low-value assets and short-term leases. The related rent expense on these lease agreements are recognized in profit or loss.

Rent expense related to leases wherein the recognition exemptions were elected amounted to ₱0.8 million and ₱1.1 million in 2022 and 2021, respectively (₱3.1 million in 2020) (see Note 18).

Accounting Estimates and Assumptions

The key estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as at the date of the Company's financial statements. Actual results could differ from such estimates.

Assessing ECL on Financial Assets at Amortized cost. For receivable from members, the Company uses specific identification approach in determining balance of receivables from each member to be potentially uncollectible, when it meets the following criteria: (a) the member is more than 120 days past due on its contractual payments, i.e. principal and/or interest including penalties; and (b) the current market value of the shares of each member is below its outstanding receivables. The current market value of the shares is considered as collateral in case of non-payment of members, as the Company has the current right to rescind the shares and sell it in an auction. The Company determines the loss given default (recoverable amount of outstanding receivables) in computing the provision for ECL.

For receivable from related parties, the Company uses judgment, based on the best available facts and circumstances, including but not limited to, assessment of the related parties' operating activities (active or dormant), business viability and overall capacity to pay, in providing for ECL. The provision for ECL are re-evaluated and adjusted as additional information is received.

For other financial assets at amortized cost, the Company applies the general approach in measuring ECL. The Company assessed that cash in banks and cash equivalents are deposited with reputable counterparty banks that possess good credit ratings. For nontrade receivables and refundable deposits, the Company considers the financial capacity of the counterparty to pay the obligations to the Company as they fall due.

The Company did not recognize provision for ECL in 2022, 2021 (and 2020). Allowance for ECL amounted to ₱0.4 million as at December 31, 2022 and 2021 (see Note 5).

The carrying amounts of financial assets at amortized cost are as follows:

	Note	2022	2021
Cash in banks and cash equivalents	4	₱63,892,247	₱70,253,360
Trade and other receivables*	5	29,063,927	50,025,002
Refundable deposits**	9	966,469	966,469

*Excluding advances to employees

**Presented under "Other noncurrent assets" account

Estimating the Useful Lives of Depreciable Property and Equipment. The Company estimates the useful lives of the depreciable property and equipment based on the period over which these assets are expected to be available for use. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of these assets. In addition, estimation of the useful life is based on collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. Management will increase the depreciation and amortization charges where the period of consumption is less than the previously estimated period of consumption.

There were no changes in the estimated useful lives of depreciable property and equipment in 2022, 2021 (and 2020). The carrying amount of depreciable property and equipment amounted to ₱111.6 million and ₱114.4 million as at December 31, 2022 and 2021, respectively (see Note 7).

Assessing Impairment of Nonfinancial Assets. The Company assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amounts of these assets 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; and
- Significant negative industry or economic trends.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is the higher of the asset's value in use or estimated selling price less cost to sell. In determining value in use, the present value of estimated future cash flows expected to be generated from the continued use of the assets is determined using estimates and assumptions that can materially affect the financial statements.

The Company assessed that there were no impairment indicators, hence no impairment loss was recognized during 2022, 2021 (and 2020). The carrying amounts of nonfinancial assets are as follows:

	Note	2022	2021
Property and equipment	7	₱344,111,393	₱346,454,867
Other current assets	6	71,748,576	65,894,136
Other noncurrent assets*	9	18,463,264	19,760,655
Investment property	8	5,545,392	5,545,392

*Excluding refundable deposits

Estimating the Retirement Benefits. The determination of the Company's obligation and cost for retirement benefits is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 17 to the financial statements.

Retirement expense recognized in profit or loss amounted to ₱2.1 million and ₱2.0 million in 2022 and 2021, respectively (₱2.9 million in 2020). Retirement asset amounted to ₱1.4 million as at December 31, 2022 and retirement liability amounted to ₱1.4 million in 2021 (see Note 17).

Assessing the Realizability of Deferred Tax Assets. The Company reviews its deferred tax assets at each reporting date and reduces the carrying amount 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.

The Company has unrecognized deferred tax assets amounting to ₱61.0 and ₱64.8 million as at December 31, 2022 and 2021, respectively (see Note 19). Management has assessed that it is not probable that sufficient taxable income will be available to allow all of the deferred tax assets to be utilized.

4. Cash and Cash Equivalents

This account consists of:

	2022	2021
Cash on hand	₱2,341,339	₱1,976,672
Cash in banks	20,560,339	38,606,010
Cash equivalents	43,331,908	31,647,350
	₱66,233,586	₱72,230,032

Cash on hand consists of funds kept in different outlets. Cash in banks earn interest at the prevailing bank deposit rates.

Cash equivalents pertain to short-term placements which are made for varying periods of up to three months depending on the immediate cash requirements of the Company, and earn interest based on prevailing market interest rates.

Interest income earned amounted to ₱0.5 million and ₱0.1 million in 2022 and 2021, respectively (₱0.5 million in 2020). Interest receivable, included in "Nontrade" under "Trade and other receivables" account, amounted to ₱58,729 and nil as at December 31, 2022 and 2021, respectively.

5. Trade and Other Receivables

	Note	2022	2021
Trade:			
Members		₱17,316,033	₱16,769,691
Related parties	11	4,177,130	26,025,772
Nontrade		7,924,733	7,583,508
Advances to employees		1,053,915	1,926,320
		30,471,811	52,305,291
Less allowance for ECL		353,969	353,969
		₱30,117,842	₱51,951,322

Receivables from related parties consist of charges for the use of the Company's facilities. These receivables are noninterest-bearing and are due and demandable.

Trade receivables from members pertain to billings by the Company for the services it rendered to members. This account also includes outstanding membership dues. Members' accounts are normally on a 30 to 60 days term. Unsettled members' accounts for more than 60 days are considered past due. The Company has the option to put members' proprietary shares into auction in case of nonpayment of members' accounts when the account is more than 120 days past due.

Nontrade receivables mainly pertain to interest receivable and receivables from functions and concessionaires, which are noninterest-bearing and generally have 30 to 90 days term.

Advances to employees are noninterest-bearing and are normally settled or liquidated within one month from availment date.

Allowance for impairment pertains to nontrade receivables. No provision for impairment of receivables was recognized in 2022, 2021 (and 2020).

6. Other Current Assets

This account consists of:

	2022	2021
CWT	₱48,983,345	₱44,979,957
Input VAT	14,574,530	11,635,342
Prepaid expenses	6,939,506	7,819,144
Current portion of deferred input VAT	1,251,195	1,459,693
	₱71,748,576	₱65,894,136

Prepaid expenses mainly pertain to taxes paid in advance and unamortized portion of insurance for the Company's properties, health insurance of directors and officers, and other prepaid expenses. These are expected to be utilized and consumed within one year.

7. Property and Equipment

Movements in this account are as follows:

	2022						Total
	Land	Buildings and Improvements	Facilities and Equipment	Furniture, Fixtures and Equipment	Transportation Equipment	Construction In Progress	
Cost							
Balances at beginning of year	₱229,680,840	₱720,602,171	₱365,263,685	₱75,119,874	₱31,298,250	₱2,383,254	₱1,424,348,074
Additions	-	14,155,835	13,037,557	3,129,039	49,509	1,909,778	32,281,718
Reclassifications	-	1,450,060	-	-	-	(1,450,060)	-
Balance at end of year	229,680,840	736,208,066	378,301,242	78,248,913	31,347,759	2,842,972	1,456,629,792
Accumulated Depreciation							
Balances at beginning of year	-	641,976,056	344,649,578	60,358,039	30,909,534	-	1,077,893,207
Depreciation	-	21,236,020	9,361,243	3,831,287	196,642	-	34,625,192
Balances at end of year	-	663,212,076	354,010,821	64,189,326	31,106,176	-	1,112,518,399
Carrying Amount	₱229,680,840	₱72,995,990	₱24,290,421	₱14,059,587	₱241,583	₱2,842,972	₱344,111,393

	2021						Total
	Land	Buildings and Improvements	Facilities and Equipment	Furniture, Fixtures and Equipment	Transportation Equipment	Construction In Progress	
Cost							
Balances at beginning of year	₱229,680,840	₱717,279,268	₱362,494,668	₱70,099,176	₱31,025,381	₱1,026,169	₱1,411,605,502
Additions	-	3,322,903	2,769,017	5,020,698	272,869	1,357,085	12,742,572
Balances at end of year	229,680,840	720,602,171	365,263,685	75,119,874	31,298,250	2,383,254	1,424,348,074
Accumulated Depreciation							
Balance at beginning of year	-	620,073,026	336,716,206	57,364,743	30,013,874	-	1,044,167,849
Depreciation	-	21,903,030	7,933,372	2,993,296	895,660	-	33,725,358
Balances at end of year	-	641,976,056	344,649,578	60,358,039	30,909,534	-	1,077,893,207
Carrying Amount	₱229,680,840	₱78,626,115	₱20,614,107	₱14,761,835	₱388,716	₱2,383,254	₱346,454,867

Construction in progress pertains to the project development of its golf course.

Depreciation and amortization recognized in profit and loss consists of:

	Note	2022	2021	2020
Property and equipment		₱34,625,192	₱33,725,358	₱36,231,277
Computer software	9	4,544,337	4,083,747	3,932,395
		₱39,169,529	₱37,809,105	₱40,163,672

Depreciation and amortization are allocated as follows:

	Note	2022	2021	2020
Cost of services	14	₱35,774,735	₱35,047,779	₱37,109,849
General and administrative expenses	15	3,394,794	2,761,326	3,053,823
		₱39,169,529	₱37,809,105	₱40,163,672

The cost of fully depreciated property and equipment still being used by the Company amounted to ₱586.3 million and ₱519.6 million as at December 31, 2022 and 2021, respectively.

Construction in progress pertains to construction of slope protection and renovation of club house, golfer's lounge, caddie house and other ongoing projects that are expected to be completed in 2023.

8. Investment Property

This account pertains to land held for capital appreciation. The property is carried at cost amounting to ₱5.5 million as at December 31, 2022 and 2021.

The fair value amounted to ₱187.8 million as determined on November 4, 2020 by an independent appraiser who holds a recognized and relevant professional qualification. The valuation of investment property was based on market values using sales comparison approach. This approach considers the sale of similar or substitute properties and related market data and establishes a value estimate by process involving comparison.

The significant input to valuation includes market value per share amounting to ₱8,500 per square meter. The fair value measurement for investment property is categorized under Level 2 fair value measurement. In estimating the fair value of the investment property, management takes into account the market participant's ability to generate economic benefits by using the investment property in its highest and best use. Based on management's assessment, the fair value of the Company's investment property represents its best use.

Management has assessed that there were no conditions from the last date of appraisal that would significantly change the appraisal value of the investment property as at report date.

9. Other Noncurrent Assets

This account consists of:

	2022	2021
Computer software	₱12,602,928	₱17,147,265
Advances to contractors and suppliers	4,498,511	370
Deferred input VAT on capital goods - net of current portion	1,361,825	2,613,020
Refundable deposits	966,469	966,469
	₱19,429,733	₱20,727,124

Computer software pertains to the cost of the Company's accounting and information system. Movements in the computer software are as follows:

	Note	2022	2021
Cost			
Balance at beginning of year		₱25,012,055	₱24,860,704
Additions		-	151,351
Balance at end of year		25,012,055	25,012,055
Accumulated Amortization			
Balance at beginning of year		7,864,790	3,781,043
Amortization	7	4,544,337	4,083,747
Balance at end of year		12,409,127	7,864,790
Carrying Amount		₱12,602,928	₱17,147,265

Advances to contractors and suppliers represent payment for construction of property and equipment which will be recouped upon every progress billing payment depending on the percentage of accomplishment.

Refundable deposits pertain to deposit for utilities services which are refundable upon termination.

10. Trade and Other Payables

This account consists of:

	Note	2022	2021
Trade:			
Related parties	11	₱98,980,778	₱139,837,997
Third parties		7,762,811	9,689,706
Statutory payables		38,967,768	39,224,462
Membership dues collected in advance		22,234,851	19,206,933
Concessionaires		9,683,943	9,363,582
Accrued expenses:			
Outside services		3,399,501	3,478,400
Professional fees		652,580	275,580
Utilities		248,320	1,203,253
Employee benefits		156,568	141,086
Rent		99,225	779,647
Others		622,937	593,679
Refundable deposits		3,698,000	2,549,000
Auctioned membership liability		3,668,022	2,158,947
Room sharing payable		3,436,521	3,123,796
Retention payable		2,190,232	1,538,472
Members' prepayment		2,063,462	2,221,149
Unclaimed gift certificate		1,785,311	1,791,311
Service charge payable		836,750	447,501
Provision for Christmas assessment		758,579	307,162
Others		10,484,065	4,603,674
		₱211,730,224	₱242,535,337

Trade payables are noninterest-bearing and are normally settled on a 30 to 60 days' term.

Payable to related parties arises from the use by the Company's members of facilities of the related parties. This also consists of reimbursement of operating expenses to related parties. These payables are due and demandable.

Statutory payables pertain to deferred output VAT and obligations to government agencies that are normally settled in the following month.

Membership dues collected in advance pertain to membership dues that are already collected but are not yet earned as at reporting date. This is expected to be recognized as revenue within the next financial year.

Concessionaires pertain to food and beverage sales collected by the Company for a third party which are remitted every month.

Accrued expenses are generally settled within the following month.

Refundable deposits pertain to cash receipts from members upon assignment of shares which is expected to be refunded within one year. The amount paid is refundable upon completion of terms and conditions.

Auctioned membership liability refers to the unclaimed net proceeds or the excess of the bid price over the amount of receivables from delinquent members whose shares were sold at auction. These are normally claimed within 30 to 180 days.

Room sharing payable pertains to the collections from rental of members' units. This is noninterest-bearing and payable to the members within one year.

Retention payable pertains to amount withheld from contractors of the Company until the completion of specified conditions based on the agreement.

Unclaimed gift certificate refers to the gift certificates issued by the Company for the availment by the members of services and products of the Company. Paid and Universal gift certificates are recognized as liability upon receipt of cash. Barter, Complimentary and Reward gift certificates are recognized as expense upon issuance.

Others include payables to nontrade suppliers. These payables are noninterest-bearing and are normally settled within a year.

The Company reversed accruals amounting to ₱1.0 million and ₱2.2 million in 2022 and 2021, respectively (₱2.4 million in 2020) (see Note 16).

11. Related Party Transactions

The Company has the following transactions and balances with its related parties:

Related Party	Transaction	Amount of Transactions			Outstanding Balances	
		2022	2021	2020	2022	2021
Shareholder						
	Utilities	₱13,506,329	₱12,298,460	₱6,709,294		
	Repairs and maintenance	2,331,890	2,178,792	2,258,857		
<i>Trade and other payables (see Note 10)</i>	Others	535,359	1,148,080	314,131	₱1,486,800	₱1,555,680
Related parties with common shareholder						
	Food, beverage and sundries					
	Green fees					
	Golf cart and locker rental					
<i>Trade and other receivables (see Note 5)</i>	Room sales	₱180,909,771	₱120,799,539	₱63,736,551	₱4,177,130	₱26,025,772
<i>Trade and other payables (see Note 10)</i>	Reimbursement of expenses/ club services	₱168,535,458	₱102,000,178	₱46,738,344	₱97,493,978	₱138,282,317
Plan Assets						
<i>Retirement plan assets (see Note 17)</i>	Contributions	₱4,593,492	₱5,470,684	₱10,149,489	₱23,943,228	₱19,606,358

Terms and Conditions of Transactions with Related Parties

The outstanding balances as at year-end are unsecured, noninterest-bearing, due and demandable and settlement occurs in cash. The Company has not made any provision for ECL relating to the amounts owed by the related parties. This assessment is undertaken each financial year by examining the financial position of the related parties and the market in which the related parties operate.

Transactions with a Shareholder

The Company has an agreement with Belle wherein Belle will provide utilities, repairs and maintenance, and other works on the Company's facilities.

Transactions with Other Belle Clubs

Reciprocity Agreements. On October 6, 1999, the Company entered into a Reciprocity Agreement with other Belle Clubs that are substantially-owned by Belle, whereby members of the Company and other Belle Clubs will be allowed to enjoy the use of each other's facilities, subject to rules and regulations. This agreement shall remain in effect until mutually terminated by the parties. Other payables arising from this arrangement include collections on behalf of other Belle Clubs.

Others. The Company also has transactions for reimbursement of operating expenses such as contract services, repairs and maintenance, utilities and labor cost. Moreover, this also includes payments of food and beverage costs, room and spa, massage charges, and shuttle services of the Company's employees.

Transactions with Retirement Benefit Plan

The Company has a retirement benefit plan in the form of a bank-trustee managed account with BDO Unibank, Inc. - Trust and Investments Group. The Company's transactions with the retirement fund mainly pertain to contributions during the year.

Compensation of Key Management Personnel

Compensation of key management personnel consists of:

	2022	2021	2020
Short-term employee benefits	P6,083,280	P5,632,278	P4,039,151
Post-employment benefits	973,682	884,928	715,237
	P7,056,962	P6,517,206	P4,754,388

12. Equity

Track Record of Registration of Securities

The following summarizes the information on the Company's registration of securities under the Securities Regulation Code:

Date of SEC Approval	Authorized Shares	Number of Shares Issued	Issue/Offer Price
August 26, 1991	3,000	2,957	P200,000 to P450,000

The proprietary membership certificates amounted to P910.7 million as at December 31, 2022 and 2021. The Company's APIC, which is the excess of proceeds and/or fair value received, amounted to P35 million as at December 31, 2022 and 2021.

The ownership of all shares of stock of the Company is subject to the following restrictive conditions:

- a. No issuance or transfer of shares of stock of the Company which would reduce the stock ownership of Philippine citizens or nationals to less than the minimum percentage of the outstanding capital stock required by any applicable provisions of the Constitution, law, or regulation to be owned by Philippine citizens or nationals, shall be made or effected by, or shall be recorded in the books of the Company.
- b. No holder, of any class of shares of the Company shall have, as such holder any preemptive right to acquire, purchase, or subscribe for any share of the capital stock of any class of the Company which it may issue or sell, whether out of the number of shares authorized by the Articles of Incorporation as originally filed, or by any amendment thereof, or out of shares of the capital stock of any class of the Company acquired by it after the issue thereof; nor shall any holder of any class of shares of the Company have, as such shareholder, have any preemptive right to acquire, purchase, or subscribe for any obligation which the Company may issue or sell that shall be convertible into or exchangeable for any shares of the capital stock of any class of the Company or to which shall be attached or appertain any warrant or any instrument that shall confer upon the owner of such obligation, warrant, or instrument the right to subscribe for, or to acquire or purchase from the Company, any share of its capital stock of any class.
- c. No profit shall inure to the exclusive benefit of any of its shareholders, hence, no dividends shall be declared in their favor. Shareholders shall be entitled only to a pro-rata share of the asset of the Company at the time of the dissolution or liquidation of the Company.
- d. The members of the Company shall be subject to the payment of monthly dues and other dues and assessments and subject to such rules and conditions as may be prescribed in the By-Laws or by the BOD to meet the expenses for the general operations of the Company, and the maintenance and improvement of its premises and facilities, in addition to such fees as may be charged for the actual use of the facilities. In the case of a shareholder who is a corporate shareholder, the designated representative shall be initially billed for such dues. In case of nonpayment by the representative, the corporate shareholder shall be ultimately liable for the payment of such dues. Such dues together with all other obligations of the shareholders to the Company, shall constitute a first lien on the shares, second only to any lien in favor of the national or local government, and in the event of delinquency such shares may be ordered sold by the BOD in the manner provided in the By-Laws to satisfy said dues or other obligations of the shareholders.
- e. Any shareholder selling or disposing of his/its share(s) in the Company shall pay a transfer fee in such amount as may be determined by the BOD from time to time. Said transfer fee shall be levied and collected at the time of transfer in the Company's Stock and Transfer Book. Any transfer of shares, except transfer by hereditary succession, made in violation of these conditions shall be null and void and shall not be recorded in the books of the Company.
- f. Except in the case of legally married spouses, shares of stock of the Company may be registered only in the name of a single person, firm, entity, association or corporation. One of the spouses may be entitled to apply for membership in the Company. Juridical entities may also designate only one individual playing representative for each share of stock owned by them.

- g. A holder of a share of stock of the Company is not an ipso facto member of the Company, and he must file an application for Company membership, which shall be subject to the approval of the BOD. If an application for membership of a shareholder is disapproved by the BOD, the shareholder shall dispose of his share within a period of 60 days from notice of such disapproval. In the event of his failure to affect such transfer, his share shall be offered for sale at auction in the manner prescribed in the By-Laws or by the BOD.
- h. In case any shareholder or member violates the provisions of the Articles of Incorporation or the By-Laws or the rules and regulations of the Company, or the resolutions duly promulgated by the BOD or the shareholders, or commit any other act or conduct which the BOD may deem injurious to the interest or hostile to the objects of the Company, such shareholder or member may be expelled by the BOD in the manner provided in the By-Laws upon proper notice and hearing. A shareholder/member who is so expelled shall then cease to be a shareholder/member and shall have no right with respect to his share except the right to demand payment therefore in accordance with these By-Laws. The Company shall have a period of 30 days from the expulsion of the shareholder to make payment of his share/s, and upon such payment the shareholder shall forthwith transfer and assign the share/s held by him as directed by the Company.
- i. All certificates of stock of the Company shall contain an appropriate reference to the foregoing limitations and restrictions, and stock may be issued or transferred in the books of the Company only in accordance with the terms and provisions of such limitations and restrictions.

13. Basic and Diluted Income (Loss) per Proprietary Membership Certificate

Basic and diluted income (loss) per proprietary membership certificate is computed as follows:

	2022	2021	2020
(a) Net income (loss)	₱7,314,265	₱1,783,881	(₱22,363,327)
(b) Weighted average number of proprietary membership certificates	2,957	2,957	2,957
Basic income (loss) per proprietary membership certificate (a/b)	₱2,474	₱603	(₱7,563)

In 2022, 2021 (and 2020), the Company has no potential dilutive proprietary membership certificates outstanding, therefore basic income (loss) per proprietary membership certificate is the same as diluted income (loss) per proprietary membership certificate.

14. Cost of Sales and Services

Cost of Sales

This account consists of:

	2022	2021	2020
Food cost	₱51,428,434	₱32,969,438	₱11,502,873
Franchise fee	7,702,747	6,285,064	4,581,525
Beverage cost	6,862,999	4,647,450	2,059,026
Sundry inventory cost	5,769,293	3,257,515	473,296
	₱71,763,473	₱47,159,467	₱18,616,720

Cost of Services

This account consists of:

	Note	2022	2021	2020
Depreciation and amortization	7	₱35,774,735	₱35,047,779	₱37,109,849
Repairs and maintenance		23,519,741	21,429,646	22,340,412
Salaries and other benefits		20,322,738	18,777,162	21,019,468
Communication, light and water		11,226,271	10,446,362	6,651,220
Outside services	18	4,533,678	3,462,846	2,262,184
Taxes and licenses		3,265,806	3,658,453	3,681,469
Club tournament expense		2,465,633	308,561	284,222
Supplies		2,099,746	1,518,744	1,469,154
Fuel and oil		1,442,346	210,567	871,478
Commission expenses		1,327,035	1,092,360	757,647
Bank charges		1,064,113	766,183	486,639
Retirement expense	17	1,043,678	990,841	1,454,102
Insurance		699,982	605,459	467,367
Laundry		669,281	349,175	708,408
Rent	18	508,033	583,921	1,438,491
Advertising and promotions		420,182	188,149	1,930,326
Waste disposal		198,091	350,384	297,389
Representation		169,318	83,006	153,044
Dues and subscriptions		35,181	122,081	103,585
Others		5,115,435	3,597,723	5,356,869
		₱115,901,023	₱103,589,402	₱108,843,323

Others pertain to costs incurred from events and other activities held by the Company.

15. General and Administrative Expenses

This account consists of:

	Note	2022	2021	2020
Salaries and other benefits		₱10,879,684	₱8,710,673	₱7,767,033
Outside services	18	8,318,180	7,340,250	7,003,117
Depreciation and amortization	7	3,394,794	2,761,326	3,053,823
Taxes and licenses		3,217,190	3,623,475	3,652,008
Repairs and maintenance		2,600,320	2,351,738	3,735,332
Communication, light and water		1,274,521	982,457	1,128,546
Bank charges		1,063,116	766,183	486,639
Retirement expense	17	1,043,679	990,840	1,454,102
Fuel and oil		944,090	1,187,112	593,717
Insurance		637,594	513,660	405,795
Supplies		615,079	536,319	903,209
Rent	18	292,496	517,649	1,641,568
Representation		217,093	88,969	144,294
Waste disposal		198,091	350,384	310,997
Dues and subscriptions		111,110	64,773	170,905
Club events		109,406	500	20,226

(Forward)

	Note	2022	2021	2020
Advertising and promotions		₱87,055	₱202,175	₱67,467
Transportation and travel		59,179	50,124	210,040
Laundry		–	61,752	130,324
Clean-up operations		–	–	2,681,216
Others		1,149,626	1,343,249	1,996,952
		₱36,212,303	₱32,443,608	₱37,557,310

Others pertain to expenses related to club activities which are not individually material.

16. Other Income

This account consists of:

	Note	2022	2021	2020
Membership transfer fees		₱6,767,857	₱9,267,857	₱2,982,196
Guest card fees		5,994,689	3,581,188	1,606,304
Commission		3,382,231	2,319,344	1,176,948
Assignment fees		2,312,597	2,167,956	896,042
Members' penalties and charges		1,820,299	910,346	484,157
Cell site rental	18	1,610,594	1,610,594	1,610,594
Reversal of accruals	10	1,001,018	2,151,485	2,438,278
Photoshoot fees		859,832	163,294	28,875
Room amenities		682,517	–	–
Management fees		557,523	342,081	79,385
Unrealized foreign exchange gain (loss)		485,754	248,629	(246,603)
Income from sponsorship		349,371	–	371,530
Income from shuttle services		89,793	41,977	143,902
Car sticker sales		9,168	2,963	6,883
Sundries		–	1,842,404	601,593
Income from members' fund assessment		–	–	1,831,521
Others		1,343,922	1,073,173	412,533
		₱27,267,165	₱25,723,291	₱14,424,138

Membership transfer fees include income derived from transfer of right by an individual member through selling of shares and transfer of right through change of designee by a corporate member.

Guest card fee pertains to the unused portion of the consumable amount charged against the Company's guests.

Commission income includes share of the Company to the income of its concessionaires and green fees.

Assignment fees refer to income arising from assignment of members' right to any other party for the right to use the facilities of the Company.

Members' penalties and charges pertain to collection from members for late payments of membership dues and other charges.

Management fees pertain to income charged to concessionaires for administrative purposes.

Others pertain to income derived from events held by the Company which include wedding ceremonies, seminars, golf tournaments, among others.

17. Retirement Benefits

The Company is a participant to the Tagaytay Highlands Multiemployer Retirement Plan which is non-contributory defined benefit plan. The plan provides a retirement benefit equal to one hundred percent (100%) of plan salary for every year credited service or in accordance with the collective bargaining agreement. Benefits are paid in a lump sum upon retirement or separation in accordance with the terms of the plan.

The retirement benefit obligation is determined using the projected unit credit method. The latest available actuarial report of the Company is as at December 31, 2022.

The components of retirement expense are as follows:

	2022	2021	2020
Current service cost	₱2,128,837	₱1,937,827	₱2,391,081
Net interest expense	(41,480)	43,854	489,611
Settlement loss	-	-	27,512
	₱2,087,357	₱1,981,681	₱2,908,204

The components of retirement expense recognized in profit or loss are as follows:

	Note	2022	2021	2020
Cost of services	14	₱1,043,678	₱990,841	₱1,454,102
General and administrative expenses	15	1,043,679	990,840	1,454,102
		₱2,087,357	₱1,981,681	₱2,908,204

The components of net retirement asset (liability) are as follows:

	2022	2021
Present value of DBO	(₱22,490,218)	(₱21,053,091)
FVPA	23,943,228	19,606,358
Effect of the asset ceiling	(95,184)	-
	₱1,357,826	(₱1,446,733)

The changes in fair value of plan assets are as follows:

	2022	2021
Balance at beginning of year	P19,606,358	P14,067,617
Contributions	4,593,492	5,470,684
Interest income	1,068,871	618,349
Remeasurement loss	(1,325,493)	(550,292)
Balance at end of year	P23,943,228	P19,606,358

The changes in present value of the retirement liability are as follows:

	2022	2021
Balance at beginning of year	P21,053,091	P17,994,651
Current service cost	2,128,837	1,937,827
Remeasurement loss (gain) on DBO due to changes in:		
Financial assumptions	(1,927,231)	(1,211,662)
Experience adjustments	306,080	2,346,535
Interest expense	1,027,391	662,203
Benefits paid from book reserve	(97,950)	(676,463)
Balance at end of year	P22,490,218	P21,053,091

The cumulative remeasurement gain recognized in OCI are as follows:

	2022	2021
Balance at beginning of year	P6,455,076	P8,140,241
Remeasurement gain (loss):		
DBO	1,621,151	(1,134,873)
Plan assets	(1,325,493)	(550,292)
Effect of asset ceiling	(95,184)	-
	200,474	(1,685,165)
Balance at end of year	P6,655,550	P6,455,076

The principal actuarial assumptions used to determine retirement benefits are as follows:

	2022	2021
Discount rate	7.01%	4.88%
Salary increase rate	4.00%	4.00%

The sensitivity analysis based on reasonably possible changes of the assumptions are as follows:

	Change in Assumption	Effect on the present value of retirement liability	
		2022	2021
Discount rate	+100bps	(P762,994)	(P881,800)
	-100bps	848,097	996,682
Salary increase rate	+100bps	865,256	995,471
	-100bps	(791,153)	(896,950)

Each sensitivity analysis on the significant actuarial assumptions was prepared by remeasuring the DBO at the end of each reporting date after adjusting one of the current assumptions according to the applicable sensitivity increment or decrement while all other assumptions remained unchanged.

It should be noted that 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 responsible.

The composition of plan assets for benefits as at December 31 is as follows:

	2022	2021
Cash and cash equivalents	1.54%	–
Debt instruments - government bonds	93%	98.29%
Debt instruments - other bonds	8.82%	1.21%
Unit investment trust funds	1.19%	0.91%
Others	-4.55%	-0.41%
	100.00%	100.00%

The retirement plan exposes the Company to actuarial risks as follows:

Investment and Interest Risks. The present value of retirement liability for consistency is calculated using a discount rate determined by reference to market yields to government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments and if the return on plan asset falls below this rate, it will create a deficit in the plan.

Longevity and Salary Risks. The present value of retirement liability is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

Maturity analysis of the undiscounted benefit payments as at reporting date are as follows:

	2022	2021
Within one year	₱16,709,120	₱14,076,233
More than one year to five years	3,377,126	2,883,195
More than five years	10,007,913	8,602,957
	₱30,094,159	₱25,562,385

The average duration of the retirement liability is 3.6 years and 4.5 years at the end of December 31, 2022 and 2021, respectively.

18. Significant Agreements

Outside Services

The Company has entered into several agreements with a related party and third parties to outsource property management and administration, security services, maintenance, grounds keeping and landscaping, housekeeping, hotel concierge and administration, pest control, medical, and technical support, and the related manpower, and tools and equipment of the aforementioned services. These agreements are valid for terms between one (1) and three (3) years.

Total amount of outside services recognized in profit or loss are as follows:

	Note	2022	2021	2020
Cost of services	14	₱4,533,678	₱3,462,846	₱2,262,184
General and administrative expense	15	8,318,180	7,340,250	7,003,117
		₱12,851,858	₱10,803,096	₱9,265,301

The Company as a Lessee

The Company executed a lease agreement with a third party whereby the former shall lease the land of latter where certain facilities of the Company are located. The term of the lease is three (3) years, and automatically renewed unless terminated by both parties.

Rent expense associated with the land lease amounted to ₱43,324 and ₱54,322 in 2022 and 2021, respectively (₱97,282 in 2020).

The Company also has low-value leases for staff housing and equipment with third parties

Rent expense is presented in the statements of comprehensive income as follows:

	Note	2022	2021	2020
Cost of services	14	₱508,033	₱583,921	₱1,438,491
General and administrative expenses	15	292,496	517,649	1,641,568
		₱800,529	₱1,101,570	₱3,080,059

The Company as a Lessor

The Company has entered into a Memorandum of Agreement (MOA) with Smart Communications, Inc. (Smart) wherein Smart will lease the land owned by the Company for cell sites to be situated in the area. The agreement shall be deemed to have started on September 1, 2010 and shall end on August 31, 2020 unless earlier terminated and may be renewed for a period to be mutually agreed upon by both parties. Accordingly, this MOA was extended until August 31, 2030. Also, the Company entered into another agreement with Smart for another cell site to be situated in the area. The agreement shall be deemed to have started on December 4, 2014 and shall end on December 30, 2024 unless earlier terminated.

The Company entered into a Contract Agreement with Digitel Mobile Philippines, Inc. (Digitel) wherein Digitel will lease the land owned by the Company for cell sites to be situated in the area. The term is for the period of five years which ended on June 15, 2021.

Cell site rental income recognized by the Company amounted to ₱1.6 million in 2022, 2021 and 2020.

Franchise

The Company entered into a MOA with Philippine Seven Corporation for the franchise of a 7-Eleven store to operate in the premises of the Company. Actual operations commenced on August 3, 2014 and effective until August 3, 2024. Income and cost of sales from franchise from amounted to ₱11.5 million and ₱7.7 million respectively, in 2022 and ₱9.4 million and ₱6.3 million respectively, in 2021 (₱6.8 million and ₱4.6 million, respectively, in 2020).

Concessions

The Company has concession agreements with food, beverage and pharmaceutical service providers, which operate restaurants and pharmacy within the Company's premises to provide services to their members and guests.

The Company charges the concessionaires commission based on monthly sales. Commission income from all concessionaires amounted to ₱2.7 million and ₱2.3 million in 2022 and 2021, respectively (₱1.2 million in 2020).

19. Income Tax

The Company has no provision for current income tax due to its taxable loss position in 2022 and 2021 (provision for current income tax amounted to ₱0.1 million in 2020). Provision for deferred income tax amounted to ₱0.5 million and ₱2.4 million in 2022 and 2021, respectively (benefit from income tax amounted to ₱2.4 in 2020).

On June 26, 2019, the Supreme Court (SC) released a decision discussing that membership dues, assessment fees, etc. are exempt from income tax and VAT. This is the SC case G.R. No. 228539 entitled "Association of Non-Profit Clubs, Inc. (ANPC) vs. Bureau of Internal Revenue" which was rendered final and executory with the Entry of Judgment made at the SC Second Division.

SC ruled that, for as long as these membership fees, assessment dues, and the like are treated as collections by recreational clubs from their members as an inherent consequence of their membership, and are, by nature, intended for the maintenance, preservation, and upkeep of the clubs' general operations and facilities, then these fees cannot be classified as "the income of recreational clubs from whatever source" that are "subject to income tax". Instead, they only form part of capital from which no income tax may be collected or imposed.

The components of deferred tax liability are as follows:

	2022	2021
Remeasurement gain - OCI	₱1,663,888	₱1,613,769
Retirement asset	339,457	-
Unrealized foreign exchange gain	121,439	-
	₱2,124,784	₱1,613,769

Provision for deferred income tax is presented in profit or loss.

The components of the Company's unrecognized deferred tax assets as at December 31, 2022 and 2021 are as follows:

	2022	2021
NOLCO	₱58,330,083	₱61,866,004
Excess of contribution over service cost	2,618,840	2,523,217
Retirement liability	–	361,683
Allowance for expected credit losses	88,492	88,492
	₱61,037,415	₱64,839,396

These deferred tax assets amounting to ₱61.0 million and ₱64.8 million as at December 31, 2022 and 2021, respectively, were not recognized since management believes that it is not probable that taxable income will be available against which the deferred tax assets can be utilized.

Under the Republic Act No. 11494, *Bayanihan to Recover As One Act*, and Revenue Regulations No. 25-2021, the Company is allowed to carry over its operating losses incurred for the taxable years 2020 and 2021 for the next five years immediately following the year of such loss.

The details of NOLCO which can be claimed as deduction from future taxable income are shown below.

Year Incurred	Beginning Balance	Incurred	Expired	Ending Balance	Valid Until
2022	₱–	₱54,459,002	₱–	₱54,459,002	2025
2021	53,831,922	–	–	53,831,922	2026
2020	125,029,407	–	–	125,029,407	2025
2019	68,602,687	–	(68,602,687)	–	2022
	₱247,464,016	₱54,459,002	(₱68,602,687)	₱233,320,331	

The reconciliation of provision for (benefit from) income tax computed at the statutory tax rate and the effective tax rate follows:

	2022	2021	2020
Provision for (benefit from) income tax at statutory income tax rate	₱1,943,790	₱1,056,488	(₱7,411,183)
Tax effects of:			
Nontaxable membership dues	(23,550,478)	(15,882,462)	(31,031,864)
Nondeductible expenses	8,842,275	1,757,233	29,834
Interest income subjected to final tax	(123,382)	(18,958)	(155,990)
Expired NOLCO	17,150,672	–	–
Change in unrecognized deferred tax assets	(3,801,981)	4,359,605	35,307,962
Effect of change in income tax rate	–	10,331,764	–
Expired MCIT	–	838,402	819,169
Final tax on interest income	–	–	101,455
	₱460,896	₱2,442,072	(₱2,340,617)

Corporate Recovery and Tax Incentives for Enterprises Act (CREATE)

On March 26, 2021, the CREATE Act was signed into law by the President of the Philippines and took effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation.

Under the CREATE Act, the RCIT of domestic corporations was revised from 30% to 25% or 20% depending on the amount of total assets or taxable income. In addition, MCIT was changed from 2% to 1% of gross income for a period three years. The changes in income tax rates were applied retrospectively beginning July 1, 2020.

In 2022 and 2021, the current income tax rates used in preparing the financial statements are 25% RCIT and 1% MCIT. The impact of changes in tax rates in 2020 was recognized in 2021.

20. Financial Assets and Financial Liabilities

Financial Risk Management Objectives and Policies

The Company's principal financial instruments consist of cash and cash equivalents, trade and other receivables (excluding advances to employees), refundable deposits (presented under "Other noncurrent assets" account), and trade and other payables (excluding statutory payables and membership dues collected in advance). The main purpose of these financial instruments is to provide funds for the Company's operations and capital expenditures.

The BOD has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and manage the Company's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company has exposure to credit risk and liquidity risk from the use of its financial instruments. The BOD reviews and approves the policies for managing each of these risks.

Credit Risk. Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant. The Company does not offer credit terms without the specific approval of the BOD. There is no significant concentration of credit risk.

The Company's maximum exposure to credit risk is equal to the carrying amount of its financial assets. The Company has no concentration of credit risk.

The tables below show the credit quality by class of financial assets based on the Company's credit rating system.

	2022				
	Neither Past Due nor Impaired		Past Due but not Impaired	Impaired	Total
	High Grade	Standard Grade			
Simplified approach -					
Trade receivables	₱21,493,163	₱-	₱-	₱-	₱21,493,163
12-month ECL:					
Cash in banks and cash equivalents	63,892,247	-	-	-	63,892,247
Nontrade receivables	7,570,764	-	-	353,969	7,924,733
Refundable deposits*	-	966,469	-	-	966,469
	₱92,956,174	₱966,469	₱-	₱353,969	₱94,276,612

*Presented under "Other noncurrent assets" account in the statements of financial position.

	2021				
	Neither Past Due nor Impaired		Past Due but not Impaired	Impaired	Total
	High Grade	Standard Grade			
Simplified approach -					
Trade receivables	₱42,795,463	₱-	₱-	₱-	₱42,795,463
12-month ECL:					
Cash in banks and cash equivalents	70,253,360	-	-	-	70,253,360
Nontrade receivables	7,229,539	-	-	353,969	7,583,508
Refundable deposits*	-	966,469	-	-	966,469
	₱120,278,362	₱966,469	₱-	₱353,969	₱121,598,800

*Presented under "Other noncurrent assets" account in the statements of financial position.

The credit quality of the financial assets was determined as follows:

- High grade - applies to customers and counterparties that always pay on time or even before maturity.
- Standard grade - applies to receivable from counterparties that always pay on due date if they are reminded or followed up by the Company.
- Past due but not impaired - items with history of frequent default, nevertheless, the amounts are still collectible.
- Impaired - those that are long outstanding or those that have been provided with an allowance for ECL.

Liquidity Risk. Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company seeks to manage its liquidity profile to be able to finance its capital expenditures and service its maturing debts. The Company's objective is to maintain a balance between continuity of funding and flexibility through valuation of projected and actual cash flow information. The Company considers obtaining borrowings as the need arises.

As at December 31, 2022 and 2021, the Company's trade and other payables (excluding statutory payables and membership dues collected in advance) are generally settled within a year.

Capital Management

The primary objective of the Company's capital management is to ensure that the Company has sufficient funds in order to support its business, pay existing obligations and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, whenever there are changes in economic conditions. To manage or adjust the capital structure, the Company may obtain additional support from members. No changes were made in the objectives, policies or processes as at December 31, 2022 and 2021. The Company considers its equity as capital employed and monitors capital using the monthly cash position report and financial statements.

Fair Value of Financial Assets and Liabilities

The table below presents the carrying amount and fair value of financial instruments:

	2022		2021	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets at Amortized Cost				
Cash and cash equivalents	₱66,233,586	₱66,233,586	₱72,230,032	₱72,230,032
Trade and other receivables*	29,063,927	29,063,927	50,025,002	50,025,002
Refundable deposits**	966,469	966,469	966,469	966,469
	₱96,263,982	₱96,263,982	₱123,221,503	₱123,221,503
Financial Liability at Amortized Cost				
Trade and other payables***	₱150,527,605	₱150,527,605	₱184,103,942	₱184,103,942

*Excluding advances to employees amounting to ₱1.1 million and ₱1.9 million as at December 31, 2022 and 2021, respectively.

**Presented under "Other noncurrent assets" account in the statement of financial position

***Excluding membership dues collected in advance and statutory payables with an aggregate amount of ₱61.2 million and ₱58.4 million as at December 31, 2022 and 2021, respectively.

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

Cash and Cash Equivalents, Trade and Other Receivables (excluding advances to employees), Trade and Other Payables (excluding Membership Dues Collected in Advance and Statutory Payables). Due to the short-term nature and demandable feature of these financial instruments, their fair values approximate the carrying amounts as at reporting date.

Refundable Deposits. These are presented at cost since the timing and amounts of future cash flows related to the refundable deposits are linked to the termination of the contract with a third party service provider which cannot be reasonably and reliably estimated.

There were no transfers between levels in the fair value hierarchy in 2022 and 2021.

**REPORT OF INDEPENDENT AUDITORS
TO ACCOMPANY FINANCIAL STATEMENTS FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION**

The Members and the Board of Directors
Tagaytay Highlands International Golf Club, Inc.
Tagaytay Highlands Complex
Barangay Calabuso, Tagaytay City, Philippines

We have audited the accompanying financial statements of Tagaytay Highlands International Golf Club, Inc. (the Company) as at and for the years ended December 31, 2022 and 2021, on which we have rendered our report dated April 1, 2023.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the Company has one (1) stockholder owning one hundred (100) or more shares.

REYES TACANDONG & Co.


BELINDA B. FERNANDO

Partner

CPA Certificate No. 81207

Tax Identification No. 102-086-538-000

BOA Accreditation No. 4782; Valid until April 13, 2024

SEC Accreditation No. 81207-SEC Group A

Issued January 30, 2020

Valid for Financial Periods 2019 to 2023

BIR Accreditation No. 08-005144-004-2022

Valid until October 16, 2025

PTR No. 9564560

Issued January 3, 2023, Makati City

April 1, 2023

Makati City, Metro Manila

**REPORT OF INDEPENDENT AUDITORS
ON SUPPLEMENTARY SCHEDULES FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION**

The Members and the Board of Directors
Tagaytay Highlands International Golf Club, Inc.
Tagaytay Highlands Complex
Barangay Calabuso, Tagaytay City, Philippines

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Tagaytay Highlands International Golf Club, Inc. (the Company) as at and for the years ended December 31, 2022 and 2021 and have issued our report thereon dated April 1, 2023. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying Supplementary Schedules for submission to the Securities and Exchange Commission are the responsibility of the Company's management.

The supplementary schedules include the following:

- Schedule of Financial Soundness Indicators as at and for the years ended December 31, 2022 and 2021
- Schedules required Annex 68-J of the Revised Securities Regulation Code (SRC) Rule 68 as at and for the year ended December 31, 2022

The financial soundness indicators are not measures of operating performance defined by the Philippine Financial Reporting Standards and may not be comparable to similarly titled measures presented by other companies. The components of these financial soundness indicators have been traced to the Company's financial statements as at and for the years ended December 31, 2022 and 2021, and no material exceptions were noted.

The supplementary schedules are presented for purposes of complying with the Revised SRC Rule 68 and are not part of the basic financial statements. The supplementary schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the financial data required to be set forth therein in relation to the basic financial statements taken as a whole.

REYES TACANDONG & Co.



BELINDA B. FERNANDO

Partner

CPA Certificate No. 81207

Tax Identification No. 102-086-538-000

BOA Accreditation No. 4782; Valid until April 13, 2024

SEC Accreditation No. 81207-SEC Group A

Issued January 30, 2020

Valid for Financial Periods 2019 to 2023

BIR Accreditation No. 08-005144-004-2022

Valid until October 16, 2025

PTR No. 9564560

Issued January 3, 2023, Makati City

April 1, 2023

Makati City, Metro Manila

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

DECEMBER 31, 2022 and 2021

Ratio	Formula	2022	2021
Current Ratio	Total current assets	₱169,315,415	₱191,308,587
	Divided by: Total current liabilities	211,730,224	242,535,337
	Current Ratio	0.8	0.79
Acid Test Ratio	Total current assets	₱169,315,415	₱191,308,587
	Less: Inventories	(1,215,411)	(1,233,097)
	Other current assets	(71,748,576)	(65,894,136)
	Quick assets	96,351,428	124,181,354
	Divide by: Total current liabilities	211,730,224	242,535,337
	Acid Test Ratio	0.46	0.51
Solvency Ratio	Net income	₱7,314,265	₱1,783,881
	Add: Depreciation and amortization	39,169,529	37,809,105
	Net income before non-cash expenses	46,483,794	39,592,986
	Divided by: Total liabilities	213,855,008	245,595,839
	Solvency Ratio	21.74%	16.12%
Debt-to-Equity Ratio	Total liabilities	₱213,855,008	₱245,595,839
	Divided by: Total equity	325,904,751	318,440,131
	Debt-to-Equity Ratio	0.66	0.77
Asset-to-Equity Ratio	Total assets	₱539,759,759	₱564,035,970
	Divided by: Total equity	325,904,751	318,440,131
	Asset-to-Equity Ratio	1.66	1.77
Return on Equity	Net income	₱7,314,265	₱1,783,881
	Divided by: Average total equity	322,172,441	317,976,622
	Return on Equity	2.27%	0.56%
Return on Assets	Net income	₱7,314,265	₱1,783,881
	Divided by: Average total assets	551,897,865	558,776,272
	Return on Assets	1.33%	0.32%
Net Profit Margin	Net income	₱7,314,265	₱1,783,881
	Divided by: Revenue	109,689,357	68,665,623
	Net Profit Margin	6.67%	2.6%

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
SEC SUPPLEMENTARY SCHEDULES AS REQUIRED BY
PAR. 7 PART II OF REVISED SRC RULE 68
DECEMBER 31, 2022

Table of Contents

<i>Schedule</i>	<i>Description</i>	<i>Page</i>
A	Financial Assets	<u>N/A</u>
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)	<u>N/A</u>
C	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	<u>N/A</u>
D	Long-Term Debt	<u>N/A</u>
E	Indebtedness to Related Parties	<u>N/A</u>
F	Guarantees of Securities of Other Issuers	<u>N/A</u>
G	Capital Stock	<u>Attached</u>

Notes:

A - None to report. The Company has no financial assets measured at fair value through profit or loss.

B - None to report. All receivables arise from the ordinary course of business.

C - Not applicable. The Company does not prepare consolidated financial statements.

D - None to report. The Company has no long-term debt.

E - None to report. The Company has no long-term indebtedness to a related party.

F - None to report. The Company has no guarantees of securities of other issuers.

** No profit inures to the exclusive benefit of any of the Company's members and no dividend shall be declared in their favor, hence, a supplementary schedule of reconciliation of retained earnings available for dividend declaration as at December 31, 2022 is not applicable.*

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.

SCHEDULE G – PROPRIETARY MEMBERSHIP CERTIFICATES

DECEMBER 31, 2022

<i>Title of Issue</i>	<i>Number of proprietary membership certificates authorized</i>	<i>Number of proprietary membership certificates issued and outstanding as shown under statement of financial position</i>	<i>Number of proprietary membership certificates reserved for options, warrants, conversion and other rights</i>	<i>Number of proprietary membership certificates held by related parties</i>	<i>Directors, officers and employees</i>	<i>Others</i>
Proprietary Membership Certificates	3,000	2,957	–	1,329	11	1,617

Tagaytay Highlands International Golf Club <[REDACTED]>

Tagaytay Highlands International Golf Club, Inc._SEC Form 17-Q_08August2023

ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>
To: [REDACTED]

Tue, Aug 8, 2023 at 1:26 PM

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO
COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, effective 01 July 2023, the following reports shall be submitted through <https://efast.sec.gov.ph/user/login>.

1. FORM MC 18 7. Completion Report
2. FORM 1 - MC 19 8. Certificate-SEC Form MCG- 2009
3. FORM 2- MC 19 9. Certificate-SEC Form MCG- 2002, 2020 ETC.
4. ACGR 10. Certification of Attendance in Corporate Governance
5. I-ACGR 11. Secretary's Certificate Meeting of Board Directors (Appointment)
6. MRPT

Please be informed that the submission of the abovementioned eleven (11) reports through the ictdsubmission@sec.gov.ph shall no longer be accepted. For further information, please access this link Notice for guidance on the filing of reports:

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at <https://efast.sec.gov.ph/user/login> :

1. AFS 7. IHFS 13. SSF
2. GIS 8. LCFS 14. AFS with Affidavit of No Operation
3. BDFS 9. LCIF 15. AFS with NSPO Form 1,2, and 3
4. FCFS 10. OPC_AO 16. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 11. PHFS 17. FS - Parent
6. GFFS 12. SFFS 18. FS – Consolidated

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link – <https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.


CERTIFICATION

I, **FREDERICK D. DEOCARIZA**, Financial Controller, is a duly authorized representative of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** (“Club”), with SEC registration number ASO91-190731 and principal office at Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City, Philippines, does hereby certify and state that:

- 1) That on behalf of the Club, I have caused this Quarterly Report for the period ended 30 June 2023 (SEC Form 17-Q) to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records; and
- 3) That the Club will comply with the requirements set forth in SEC Notice dated 24 June 2020 for a complete and official submission of reports and/or documents through electronic mail:


IN WITNESS WHEREOF, I have hereunto set my hand this AUG 08 2023.


FREDERICK D. DEOCARIZA
Financial Controller

SUBSCRIBED AND SWORN to before me this AUG 08 2023 in TAGAYTAY CITY City, affiant exhibiting to me his Driver's License No.  as competent evidence of identity.

Doc. No. 263;
Page No. 21;
Book No. 212;
Series of 2023.




ATTY. VALENTIN C. GUANILLO
JP Rizal Avenue, Kaybaga! South, Tagaytay City
Commission Expires on DECEMBER 31, 2024
PFR No. 5131980/January 3, 2023
ROLL No. 22908
IBP LIFETIME RES NO 02892
MCLE COMPLIANCE NO. VII-0016975

A S O 9 1 - 1 9 0 7 3 1
S.E.C. Registration Number

T A G A Y T A Y H I G H L A N D S
I N T E R N A T I O N A L G O L F C L U B , I N C .

(Company's Full Name)

T A G A Y T A Y H I G H L A N D S C O M P L E X
B R G Y C A L A B U S O T A G A Y T A Y C I T Y

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

Maria Clara T. Kramer
Contact Person
8632-0905/10
Company Telephone Number

1 2 - 3 1
Month Day
Calendar Year

1 7 - Q
FORM TYPE

0 6 - 3 0
Month Day
For the Quarter

Ended

Secondary License Type, If Applicable

S E C
Dept. Requiring this Doc.

N / A
Amended Articles Number/Section

1 5 1 7
Total No. of Stockholders

Domestic Foreign
Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended: **June 30, 2023**
2. SEC Identification Number: **190731** 3. BIR Tax Identification No.: **000-533-433-000**
4. Exact name of issuer as specified in its charter: **Tagaytay Highlands International Golf Club, Inc.**
5. **Makati, Metro Manila, Philippines** 6. (SEC Use Only)
Province, Country or other jurisdiction of Industry Classification Code:
incorporation or organization
7. **Tagaytay Highlands Complex, Brgy. Calabuso, Tagaytay City** **4120**
Address of principal office Postal Code
8. **(046) 4830848**
Issuer's telephone number, including area code
9. **Year end December 31**
Calendar Year

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Proprietary Shares	2,957

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

Yes [] No [x]

12. Check whether the issuer:

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

Yes [x] No []

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

Yes [] No [x]

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

The following financial statements are attached as Exhibits:

1. Unaudited Statements of Financial Position as of June 30, 2023 and Audited Statements of Financial Position as of December 31, 2022;
2. Unaudited Statements of Income for the six-month period ended June 30, 2023 and June 30, 2022 and for the three-month period ended June 30, 2023 and June 30, 2022;
3. Unaudited Statements of Changes in Members' Equity for the six-month period ended June 30, 2023 and June 30, 2022;
4. Unaudited Statements of Cash Flows for the six-month period ended June 30, 2023 and June 30, 2022.

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

Financial Condition

June 30, 2023 compared to December 31, 2022

ASSETS

The Tagaytay Highlands International Golf Club, Inc. ("the Golf Club") has total assets of ₱546.21 million as of June 30, 2023 which increased by ₱6.45 million or 1.19% compared to ₱539.76 million as of December 31, 2022. It has a current ratio of ₱0.88 as of June 30, 2023 and ₱0.80 as of December 31, 2022.

Cash and cash equivalents

Cash and cash equivalents increased by ₱21.05 million or 31.79%, from ₱66.23 million as of December 31, 2022 to ₱87.29 million as of June 30, 2023 due to net cash of ₱28.92 million provided by operating activities. This was offset by addition to property and equipment of ₱6.82 million and increase in other noncurrent assets of ₱0.98 million.

Trade and Other Receivables

Trade and other receivables decreased by ₱5.77 million or 19.17% from ₱30.12 million as of December 31, 2022 to ₱24.34 million as of June 30, 2023, mainly due to collections from related parties, concessionaires, and members.

Inventories

Inventories decreased by ₱0.01 million or 0.46% from ₱1.22 million as of December 31, 2022 to ₱1.21 million as of June 30, 2023, mainly due to kitchen fuel and other supplies consumption.

Other Current Assets

Other current assets showed an increase of ₱0.69 million or 0.97% from ₱71.75 million as of December 31, 2022 to ₱72.44 million as of June 30, 2023, mainly due to the increase of creditable withholding tax and input vat on capital goods to be carried over to the succeeding period.

Property and Equipment

Property and equipment decreased by ₱10.21 million or 2.97% from ₱344.11 million as of December 31, 2022 to ₱338.90 million as of June 30, 2023, mainly due to the depreciation charges of ₱17.03 million which was offset by additions to property of ₱6.82 million.

Investment Property

Investment property which consists of land held for capital appreciation remained at its carrying value amounting to ₱5.55 million. Management has assessed that there were no conditions from the last date of appraisal that would significantly change the appraisal value of the investment property as at report date.

Net Retirement Asset

Net retirement asset increased by ₱2.05 million or 150.64% from ₱1.36 million as of December 30, 2022 to ₱3.40 million as of June 30, 2023. This is due to the contributions made to the Golf Club's retirement fund during the period.

Other Noncurrent Assets

Other noncurrent assets decreased by ₱1.35 million or 6.96% from ₱19.43 million as of December 31, 2022 to ₱18.08 million as of June 30, 2023, mainly due to the amortization of computer software amounting to ₱2.33 million.

LIABILITIES

The Golf Club has total liabilities of ₱212.59 million as of June 30, 2023 which decreased by ₱1.26 million or 0.59% compared to ₱213.86 million as of December 31, 2022. It has a liabilities-to-equity ratio of ₱0.64 as of June 30, 2023 and ₱0.66 as of December 31, 2022.

Trade and Other Payables

Trade and other payables decreased by ₱1.21 million or 0.57% from ₱211.73 million as of December 31, 2022 to ₱210.52 million as of June 30, 2023 mainly due to payment of net proceeds from the sale of delinquent shares from auction.

Deferred Tax Liability

Deferred tax liability decreased by ₱0.05 million or 2.36%, from ₱2.12 million as of December 31, 2022 to ₱2.07 million as of June 30, 2023.

MEMBERS' EQUITY

The Golf Club's members' equity as of June 30, 2023 of ₱333.61 million was higher by ₱7.71 million or 2.37% compared to ₱325.90 million as of December 31, 2022 due to the net income for the period ended June 30, 2023.

Results of Operations

Six-Month Period Ended June 30, 2023 compared to June 30, 2022

REVENUES

Total club revenues of ₱67.83 million for the six months ended June 30, 2023 were higher by

₱18.37 million or 37.14% compared to ₱49.46 million for the six months ended June 30, 2022, due to high patronage from members and guests as a result of a more relaxed community restrictions related to Covid-19 as compared to 2022.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by ₱7.38 million or 21.35%, from ₱34.59 million in 2022 to ₱41.97 million in 2023. This is mainly due to the full operation of the Golf Club's concessionaires and opening of Kuranosuke, an authentic ramen restaurant.

Green Fees

Revenues from green fees increased by ₱9.21 million or 143.14%, from ₱6.43 million in 2022 to ₱15.64 million in 2023, mainly due to higher rounds of golf and increase in green fee rate in May 2023.

Golf Cart and Locker Rental

Revenues from golf cart and locker rental increased by ₱0.64 million or 13.40%, from ₱4.78 million in 2022 to ₱5.42 million in 2023.

Room Sales

Revenues from room sales increased by ₱0.76 million or 22.28%, from ₱3.39 million in 2022 to ₱4.15 million in 2023, mainly due to the increase in occupancy for the period.

Other Revenues

Other revenues increased by ₱0.38 million or 143.23%, from ₱0.26 million in 2022 to ₱0.64 million in 2023. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱121.15 million for the six months ended June 30, 2023 were higher by ₱14.51 million or 13.61%, compared to ₱106.64 million for the six months ended June 30, 2022, as a result of higher operating activities due to the lifting of Covid-19 restrictions.

Cost of Sales

Cost of sales increased by ₱6.99 million or 21.25%, from ₱32.90 million in 2022 to ₱39.89 million in 2023, mainly due to relatively higher sales for the period. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services increased by ₱9.53 million or 17.53%, from ₱54.38 million in 2022 to ₱63.92 million in 2023, mainly due to higher volume of operations. This includes club tournament, commission, and other direct expenses.

General and Administrative Expenses

General and administrative expenses decreased by ₱2.02 million or 10.42%, from ₱19.35 million in 2022 to ₱17.34 million in 2023, mainly due to cost efficiency measures on utilities and decrease in repairs and maintenance of the Golf Club.

OTHER INCOME (CHARGES)

Interest Income

Interest income increased by ₱0.95 million or 755.71%, from ₱0.13 million in 2022 to ₱1.07 million in 2023, due to time deposits and increase of its interest rate from 4.875% to 5.250%.

Other Income

Other income of ₱13.09 million for the six months ended June 30, 2023 was higher by ₱0.40 million or 3.16%, compared to ₱12.69 million for the six months ended June 30, 2022. Other income includes transfer fee, assignment fee, management fee, guest card fee, commission income, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the six-month period ended June 30, 2023, the Golf Club generated membership dues of ₱47.03 million which was higher by ₱0.05 million or 0.10% as compared to June 30, 2022. This is mainly due to the increase in the number of active members in 2023.

PROVISION FOR INCOME TAX

Provision for income taxes increased by ₱0.19 million or 761.03%, from ₱0.02 million in 2022 to ₱0.21 million in 2023. This is due to the final withholding taxes of interest income for the six-month period.

NET INCOME

For the six-month period ended June 30, 2023, the Golf Club posted a net income of ₱7.66 million which was higher by ₱5.06 million or 195.18% as compared to net income of ₱2.59 million for the period ended June 30, 2022.

Quarter Ended June 30, 2023 compared to June 30, 2022

REVENUES

Total club revenues of ₱30.25 million for the quarter ended June 30, 2023 were higher by ₱2.48 million or 8.91% compared to ₱27.77 million for the quarter ended June 30, 2022, due to high patronage from members and guests as a result of the lifting of community restrictions related to Covid-19.

Food, Beverage, and Sundries

Revenues from food, beverage and sundries increased by ₱0.42 million or 2.20%, from ₱19.31 million in 2022 to ₱19.73 million in 2023. This is mainly due to the full operation of the Golf Club's concessionaires and opening of Kuranosuke, an authentic ramen restaurant.

Green Fees

Revenues from green fees increased by ₱2.11 million or 54.96%, from ₱3.84 million in 2022 to ₱5.95 million in 2023, due to higher patronage and increase in green fee rate in May 2023.

Golf Cart and Locker Rental

Revenues from golf cart and locker rental decreased by ₱0.16 million or 6.09%, from ₱2.60 million in 2022 to ₱2.44 million in 2023.

Room Sales

Revenues from room sales decreased by ₱0.01 million or 0.63%, from ₱1.90 million in 2022 to ₱1.89 million in 2023, mainly due to the lower occupancy for the quarter.

Other Revenues

Other revenues increased by ₱0.11 million or 93.51%, from ₱0.12 million in 2022 to ₱0.23 million in 2023. This consists mainly of revenues from golf balls, mulligans, and golf club rental.

COST AND EXPENSES

Total cost and expenses of ₱57.62 million for the quarter ended June 30, 2023 were higher by ₱1.58 million or 2.82%, compared to ₱56.04 million for the quarter ended June 30, 2022, as a result of higher operating activities due to the lifting of Covid-19 restrictions.

Cost of Sales

Cost of sales increased by ₱0.18 million or 0.96%, from ₱18.49 million in 2022 to ₱18.67 million in 2023, mainly due to relatively higher sales for the period. This includes food and beverage cost, sundry inventory cost, and 7-11 cost of sales.

Cost of Services

Cost of services increased by ₱2.86 million or 10.11%, from ₱28.28 million in 2022 to ₱31.14 million in 2023, mainly due to higher volume of operations. This includes club tournament, commission, and other direct expenses.

General and Administrative Expenses

General and administrative expenses decreased by ₱1.46 million or 15.71%, from ₱9.26 million in 2022 to ₱7.81 million in 2023, mainly due to cost efficiency measures on utilities and decrease in repairs and maintenance of the Golf Club.

OTHER INCOME (CHARGES)

Interest Income

Interest income increased by ₱0.48 million or 593.87%, from ₱0.08 million in 2022 to ₱0.56 million in 2023, due to time deposits and increase of its interest rate from 4.875% to 5.250%.

Other Income

Other income of ₱5.69 million for the quarter ended June 30, 2023 was lower by ₱1.01 million or 15.12%, compared to ₱6.70 million for the quarter ended June 30, 2022. Other income includes transfer fee, assignment fee, management fee, guest card fee, commission income, and foreign exchange gain or loss.

MEMBERS' SUPPORT

During the quarter ended June 30, 2023, the Golf Club generated membership dues of ₱24.32 million which was higher by ₱0.18 million or 0.72% as compared to the same quarter in 2022. This is mainly due to the increase in the number of active members in 2023.

PROVISION FOR INCOME TAX

Provision for income taxes increased by ₱0.10 million or 597.35% during the quarter ended June 30, 2023, from ₱0.02 million in 2022 to ₱0.11 million in 2023. This is due to the final withholding taxes of interest income for the quarter.

NET INCOME

For the quarter ended June 30, 2023, the Golf Club posted net income of ₱3.09 million which was higher by ₱0.44 million or 16.71% as compared to net income of ₱2.65 million for the quarter ended June 30, 2022.

Below are the comparative key performance indicators of the Club:

<i>Performance Indicators</i>	<i>Formula for Calculation</i>	<i>June 30, 2023 (Unaudited)</i>	<i>June 30, 2022 (Unaudited)</i>	<i>December 31, 2022 (Audited)</i>
Current ratio	Current assets over current liabilities	0.88 : 1.00	0.79 : 1.00	0.80 : 1.00
Acid Test Ratio	Quick assets (Total current assets less inventories and other current assets) over total current liabilities	0.53 : 1.00	0.50 : 1.00	0.46 : 1.00
Solvency Ratio	Net income (loss) before noncash expenses (Total depreciation and amortization) over total liabilities	12.71%	10.10%	21.74%
Debt to equity ratio	Total liabilities over total members' equity	0.64 : 1.00	0.68 : 1.00	0.66 : 1.00
Asset-to-Equity ratio	Total assets over total members' equity	1.64 : 1.00	1.68 : 1.00	1.66 : 1.00
Return on Equity	Net income (loss) over total members' equity	2.32%	0.81%	2.27%
Return on Assets	Net income (loss) over average assets	1.41%	0.47%	1.33%
Net Profit Margin (Profitability Ratio)	Net income (loss) over total revenue	11.29%	5.25%	6.67%

As of the second quarter ended June 30, 2023 except for what has been noted in the preceding, there were no material events or uncertainties known to management that had a material impact on past performance, or that would have a material impact on future operations, in respect of the following:

- i. Known trends, demands, commitments, events or uncertainties that would have a material impact on the Golf Club;
- ii. Events that will trigger direct or contingent financial obligation that is material to the Golf Club, including any default or acceleration of an obligation;
- iii. Material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Golf Club with unconsolidated entities or other persons created during the reporting period;
- iv. Material commitments for capital expenditures that are reasonably expected to have a material impact on the Golf Club's short-term or long-term liquidity;
- v. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations;
- vi. Significant elements of income or loss that did not arise from the Golf Club's continuing operations;
- vii. Seasonal aspects that had a material impact on the Golf Club's results of operations; and
- viii. Material changes in the financial statements of the Golf Club from the interim period ended June 30, 2023, except as reported in the MD&A.

PART II - OTHER INFORMATION

Other Required Disclosures

1. The attached interim financial reports were prepared in compliance with the Philippine Financial Reporting Standards (PFRS). The accounting policies and methods of computation followed in these interim financial statements are the same compared with the audited financial statements for the period ended December 31, 2022.

The adoption of the following PFRS standards, which are effective January 1, 2020, enumerated below does not have significant impact on its financial statements.

- i. Amendments to PFRS 3, *Business Combinations, Definition of a Business*
 - ii. Amendments to PFRS 7, *Financial Instruments: Disclosures* and PFRS 9, *Financial Instruments, Interest Rate Benchmark Reform*
 - iii. Amendments to Philippine Accounting Standards (PAS) 1, *Presentation of Financial Statements*, and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*
 - iv. Amendments to PFRS 16, *COVID-19-related Rent Concessions*
2. There are no material events or uncertainties known to management that had a material impact on the seasonal aspects of the Golf Club's results of operations.
3. There are no items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size, or incidents.
4. There are no material changes in estimates of amounts reported in prior interim periods of prior financial years.
5. There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the period June 30, 2023.
6. There are no material changes in the composition of the club during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.
7. The Golf Club has no contingent liabilities or contingent assets.
8. There are no material contingencies existing as of interim period that can have a material effect in the decision making of the financial statement users.
9. The application of the amendment on PAS 27 (Separate Financial Statements) will have no significant impact on the Golf Club's financial position or financial performance.
10. The amendment on PFRS 1 (Government Loans) does not apply to the Golf Club.
11. There will be no impact on the Golf Club's financial position and performance for the application of PFRS 10 (Consolidated Financial Statements)
12. The application of PFRS 12 (Disclosure of Interests in Other Entities) will have no impact on the Golf Club's financial position or performance.
13. The Golf Club does not anticipate that the adoption of PFRS 13 (Fair Value Measurement) will have a significant impact on the financial position or performance.

14. The Golf Club has not been involved in any bankruptcy, receivership or similar proceedings for the past three (3) years.
15. The Golf Club has not engaged in any material reclassification, merger, consolidation or purchase or sale of a significant amount of assets (not ordinary) for the past three (3) years.
16. All the Golf Club's securities are registered under the Securities Regulation Code. There were no sale of reacquired securities, as well as new issues, securities issued in exchange for property, services, or other securities, and new securities resulting from the modification of outstanding securities for the past three (3) years.
17. The Golf Club is a non-profit corporation and as such, does not declare dividends to its shareholders. In accordance with the Golf Club's Articles of Incorporation and By-Laws, no profit shall inure to the exclusive benefit of any of its shareholders, hence, no dividends shall be declared in their favor. Shareholders shall be entitled only to a pro-rata share of the asset of the Golf Club at the time of the dissolution or liquidation of the Golf Club.

EXHIBITS AND SCHEDULES

Exhibit "A" Financial Statements (Statements of Financial Position, Statements of Income, Statements of Changes in Members' Equity, and Statements of Cash Flows, Statement of Accounts)

SIGNATURES

Pursuant to the requirements of the Revised Securities Act, Tagaytay Highlands International Golf Club, Inc. has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.


FREDERICK D. DEOCARIZA
Financial Controller

Date Signed: August 8, 2023


MARIA CLARA T. KRAMER
General Manager

Date Signed: August 8, 2023

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

STATEMENTS OF FINANCIAL POSITION

As of June 30, 2023 and December 31, 2022

		June 30 2023 (Unaudited)	December 31 2022 (Audited)
ASSETS			
Current Assets			
Cash and cash equivalents	1	₱ 87,287,815	₱ 66,233,586
Trade and other receivables	2	24,344,391	30,117,842
Inventories	3	1,209,851	1,215,411
Other current assets	4	72,443,527	71,748,576
Total Current Assets		185,285,583	169,315,415
Noncurrent Assets			
Property and equipment	5	333,897,594	344,111,393
Investment property		5,545,392	5,545,392
Net retirement asset		3,403,231	1,357,826
Other noncurrent assets	6	18,076,630	19,429,733
Total Noncurrent Assets		360,922,848	370,444,344
		₱ 546,208,431	₱ 539,759,759
LIABILITIES AND MEMBERS' EQUITY			
Current Liabilities			
Trade and other payables	7	₱ 210,519,737	₱ 211,730,224
Total Current Liabilities		210,519,737	211,730,224
Noncurrent Liabilities			
Deferred tax liability		2,074,665	2,124,784
Total Noncurrent Liabilities		2,074,665	2,124,784
Total Liabilities		212,594,402	213,855,008
Members' Equity			
Proprietary certificates - no par value		910,736,853	910,736,853
Additional paid-in capital		35,000,000	35,000,000
Retained earnings (Deficit)		(617,164,606)	(624,823,764)
Cumulative remeasurement gain on net retirement asset/liability - net of deferred tax		5,041,781	4,991,662
		(612,122,825)	(619,832,102)
Total Members' Equity		333,614,028	325,904,751
		₱ 546,208,431	₱ 539,759,759

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

STATEMENTS OF INCOME

For the Six-Month Period Ended June 30, 2023 and 2022

	For the period ended June 30		This Quarter	
	2023 (Unaudited)	2022 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
REVENUES				
Food, beverage and sundries	₱ 41,973,936	₱ 34,590,536	₱ 19,730,694	₱ 19,306,035
Green fees	15,642,962	6,433,664	5,954,183	3,842,294
Golf cart and locker rental	5,417,680	4,777,669	2,443,805	2,602,347
Room sales	4,147,635	3,392,052	1,891,763	1,903,813
Other revenues	643,258	264,469	226,777	117,194
	67,825,472	49,458,391	30,247,223	27,771,682
COSTS AND EXPENSES				
Cost of sales	8 39,892,044	32,899,597	18,668,072	18,491,454
Cost of services	9 63,916,146	54,382,317	31,140,460	28,282,461
General and administrative expenses	10 17,336,928	19,354,520	7,808,894	9,264,706
	121,145,117	106,636,434	57,617,426	56,038,621
OTHER INCOME (CHARGES)				
Interest Income	1,073,056	125,400	561,598	80,937
Other Income	11 13,092,452	12,691,153	5,687,757	6,701,310
	14,165,508	12,816,553	6,249,355	6,782,247
DEFICIENCY OF REVENUES OVER COSTS AND EXPENSES BEFORE MEMBERS' SUPPORT	(39,154,137)	(44,361,490)	(21,120,848)	(21,484,692)
MEMBERS' SUPPORT				
Membership dues	47,027,742	46,981,168	24,324,417	24,149,417
EXCESS OF REVENUES AND MEMBERS' SUPPORT OVER COSTS AND EXPENSES	7,873,605	2,619,678	3,203,568	2,664,725
PROVISION FOR (BENEFIT FROM) INCOME TAX				
Current	(214,447)	(24,906)	(112,236)	(16,095)
	(214,447)	(24,906)	(112,236)	(16,095)
NET INCOME	₱ 7,659,158	₱ 2,594,772	₱ 3,091,332	₱ 2,648,630
OTHER COMPREHENSIVE INCOME (LOSS)				
Remeasurement gain (loss) on net retirement asset/liability - net of deferred tax	50,119	-0	50,119	(0)
NET INCOME (LOSS)	7,709,277	2,594,772	3,141,451	2,648,630
Income/Loss Per Share	12 2,590	878	1,045	896

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

STATEMENTS OF CHANGES IN MEMBERS' EQUITY

For the Six-Month Period Ended June 30, 2023 and 2022

	June 30	June 30
	2023	2022
	(Unaudited)	(Unaudited)
PROPRIETARY CERTIFICATES - no par value		
Authorized - 3,000 shares		
Issued and outstanding - 2,957 shares	₱ 910,736,853	₱ 910,736,853
ADDITIONAL PAID-IN CAPITAL	35,000,000	35,000,000
DEFICIT		
Balance at beginning of period	(624,823,764)	(632,138,033)
Net Income/(Loss)	7,659,158	2,594,772
Balance at end of period	(617,164,606)	(629,543,261)
CUMULATIVE REMEASUREMENT GAIN ON NET RETIREMENT ASSET		
Balance at beginning of period	4,991,662	4,841,307
Remeasurement gain (loss) - net of deferred tax	50,119	(0)
	5,041,781	4,841,307
	₱ 333,614,028	₱ 321,034,899

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

STATEMENTS OF CASH FLOWS

For the Six-Month Period Ended June 30, 2023 and 2022

	June 30 2023 (Unaudited)	June 30 2022 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES		
Excess of revenues over expenses before income tax	₱ 7,873,605	₱ 2,619,678
Adjustments for:		
Depreciation expense	17,030,296	16,961,106
Amortization	2,333,363	2,574,872
Retirement benefits cost	1,043,679	990,840
Reversal of accrual	(286,060)	(754,571)
Interest Income	(1,073,056)	(125,400)
Unrealized foreign exchange loss (gain)	68,897	(385,916)
Excess of revenues over expenses before working capital changes	26,990,723	21,880,608
Decrease (increase) in:		
Trade and other receivables	5,773,451	33,076,317
Other current assets	424,699	4,374,546
Inventories	5,560	(41,005)
Increase (decrease) in:		
Trade and other payables	(924,427)	(24,418,277)
Net cash generated from operations	32,270,007	34,872,189
Contribution to plan asset	(2,296,746)	(2,296,746)
Benefits paid	(792,338)	(49,650)
Interest received	1,073,056	125,400
Income tax paid	(1,334,096)	(548,167)
Net cash provided by (used in) operating activities	28,919,883	32,103,026
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of property and equipment	(6,816,497)	(13,165,440)
Acquisitions of computer software	2	(302,702)
Decrease (increase) in other noncurrent assets	(980,262)	(749,874)
Net cash used in investing activities	(7,796,758)	(14,218,016)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments of:		
Loans	0	0
Interest	-	-
Net cash from (used in) financing activities	0	0
NET INCREASE (DECREASE) IN CASH	21,123,125	17,885,010
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	(68,897)	385,916
CASH AT BEGINNING OF YEAR	66,233,586	72,230,032
CASH AT END OF YEAR	₱ 87,287,814	₱ 90,500,959

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

SCHEDULE OF ACCOUNTS

	June 30 2 0 2 3 (Unaudited)	December 31 2 0 2 2 (Audited)
Schedule 1		
CASH AND CASH EQUIVALENTS		
Cash on hand	₱ 1,946,281	₱ 2,341,339
Cash in banks	35,641,922	20,560,339
Cash equivalents	49,699,611	43,331,908
	₱ 87,287,815	₱ 66,233,586
Schedule 2		
TRADE AND OTHER RECEIVABLES		
Members	₱ 14,328,744	₱ 17,316,033
Trade related parties receivable	1,558,322	4,177,130
Nontrade	6,693,691	7,924,733
Advances to employees	2,117,603	1,053,915
	24,698,360	30,471,811
Less:		
Allowance for expected credit losses	(353,969)	(353,969)
	₱ 24,344,391	₱ 30,117,842
Schedule 3		
INVENTORIES		
Food and beverage inventories	₱ 750,760	₱ 739,712
Supplies inventories	459,090	475,699
	₱ 1,209,851	₱ 1,215,411
Schedule 4		
OTHER CURRENT ASSETS		
Creditable withholding tax	₱ 50,102,995	₱ 48,983,345
Input VAT	16,935,677	14,574,530
Prepaid expenses	4,190,881	6,939,506
Current portion of deferred input VAT	1,213,974	1,251,195
	₱ 72,443,527	₱ 71,748,576

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

SCHEDULE OF ACCOUNTS

	June 30 2 0 2 3 (Unaudited)	December 31 2 0 2 2 (Audited)
Schedule 5		
PROPERTY AND EQUIPMENT		
Land improvements	₱ 552,602,971	₱ 551,536,518
Facilities and equipment	358,545,758	355,076,187
Land	229,680,840	229,680,840
Building improvements	112,746,705	111,108,138
Office furniture and fixture	79,213,742	78,248,913
Building	73,655,731	73,563,410
Transportation equipment	31,614,732	31,347,759
Operating equipment	23,361,831	23,225,055
	1,461,422,311	1,453,786,820
Accumulated depreciation	(1,129,548,698)	(1,112,518,399)
	331,873,613	341,268,421
Construction in progress	2,023,981	2,842,972
	₱ 333,897,594	₱ 344,111,393

Schedule 6

OTHER NON CURRENT ASSETS		
Computer software	₱ 10,269,563	₱ 12,602,928
Advances to contractors and suppliers	6,072,311	4,498,511
Refundable deposits	975,969	966,469
Deferred input VAT - net of current portion	758,788	1,361,825
	₱ 18,076,630	₱ 19,429,733

Schedule 7

TRADE AND OTHER PAYABLES		
Trade related parties payable	₱ 99,130,019	₱ 98,980,778
Trade third parties	7,294,321	7,762,811
Statutory payables	38,253,317	38,967,768
Membership dues collected in advance	25,834,544	22,234,851
Concessionaires	9,153,823	9,683,943
Accrued expenses	6,292,848	5,179,131
Customer deposits	4,032,343	3,698,000
Auctioned membership liability	2,036,618	3,668,022
Room revenue sharing	2,279,989	3,436,521
Retention payable	2,169,438	2,190,232
Members' prepayment	2,932,711	2,063,462
Unclaimed gift certificate	1,724,311	1,785,311
Service charge payable	701,687	836,750
Provision for christmas assessment	1,595,668	758,579
Stale checks	293,568	156,632
Other Payables	6,794,532	10,327,433
	₱ 210,519,737	₱ 211,730,224

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

SCHEDULE OF ACCOUNTS

	For the period ended June 30		This Quarter	
	2023 (Unaudited)	2022 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Schedule 8				
COST OF SALES				
Cost of Sales	₱ 32,513,605	₱ 26,727,158	₱ 14,890,851	₱ 15,121,887
7-11 Cost of Sales	4,262,895	3,574,091	2,225,520	1,913,043
Sundry Inventory Cost	3,115,544	2,598,348	1,551,701	1,456,524
	₱ 39,892,044	₱ 32,899,597	₱ 18,668,072	₱ 18,491,454

Schedule 9

COST OF SERVICES				
Depreciation and amortization	₱ 17,816,400	₱ 17,950,136	₱ 9,101,231	₱ 9,124,938
Repairs and Maintenance	12,133,028	11,424,444	5,845,410	6,060,728
Salaries and other benefits	11,655,053	10,300,316	6,016,671	5,488,056
Communication, light and water	7,571,864	5,373,672	4,004,883	2,982,114
Outside Services	2,825,694	1,984,358	1,519,078	1,114,446
Taxes and Licenses	2,010,841	1,633,678	826,226	835,760
Club Tournament Expenses	1,388,203	517,410	334,280	310,589
Supplies	2,320,354	1,010,123	968,185	239,008
Laundry	824,093	257,029	290,634	129,045
Commission Expenses	742,124	616,907	382,199	320,221
Caddy expenses	728,721	194,105	333,826	162,784
Bank Charges	581,727	532,676	234,769	256,433
Retirement	521,839	495,420	260,920	247,710
Insurance	323,519	339,383	161,363	195,959
Rent	257,398	228,609	138,033	120,198
Waste Disposal	118,765	79,402	47,436	39,701
Entertainment, amusement and recreation	61,275	19,926	16,253	9
Advertisements & Promotions	44,578	407,448	26,773	146,862
Transportation & Travel	14,968	11,218	4,928	4,697
Club Events	14,824	79,018	-	45,536
Other Expenses	1,960,877	927,040	627,363	457,666
	₱ 63,916,146	₱ 54,382,317	₱ 31,140,460	₱ 28,282,461
	₱ 103,808,190	₱ 87,281,914	₱ 49,808,533	₱ 46,773,915

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

SCHEDULE OF ACCOUNTS

	For the period ended June 30		This Quarter	
	2023 (Unaudited)	2022 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Schedule 10				
GENERAL AND ADMINISTRATIVE EXPENSES				
Salaries and other benefits	₱ 5,288,333	₱ 5,325,983	₱ 2,304,317	₱ 2,845,782
Ouside Services	3,603,085	4,207,890	1,587,430	2,088,739
Taxes and Licenses	1,982,724	1,607,185	811,887	815,436
Depreciation and amortization	1,547,259	1,585,841	767,033	800,540
Communication, light and water	1,382,091	2,109,280	1,029,387	86,825
Bank Charges	581,727	532,676	234,769	256,433
Repairs and Maintenance	584,164	1,087,894	23,672	620,686
Retirement	521,839	495,420	260,920	247,710
Supplies	330,796	228,444	168,005	136,065
Insurance	295,325	304,622	148,057	179,543
Entertainment, amusement and recreation	172,809	87,475	66,067	58,581
Rent	146,655	170,329	69,351	76,568
Waste Disposal	118,765	79,402	47,436	39,701
Advertisements & Promotions	44,934	45,846	36,695	24,378
Dues & Subscriptions	41,298	81,577	23,074	52,117
Transportation & Travel	37,855	14,155	20,664	10,338
Fuel and Oil	30,318	882,152	15,318	725,008
Club events	10,000	79,018	-	45,536
Other Expenses	616,949	429,330	194,810	154,720
	₱ 17,336,928	₱ 19,354,520	₱ 7,808,894	₱ 9,264,706

Schedule 11

OTHER INCOME				
Guest card fees	₱ 2,799,142	₱ 2,804,388	₱ 1,411,470	₱ 1,639,721
Commission income	2,496,574	1,638,756	1,121,290	924,775
Income from sponsorship	1,780,893	125,000	152,321	50,000
Transfer fees	1,608,929	2,987,143	635,714	1,987,143
Rental income	1,320,730	1,126,725	800,225	563,363
Assignment fees	1,005,460	1,008,112	467,698	882,640
Members' penalties and charges	482,646	1,029,110	252,088	256,510
Management fees	395,141	212,923	193,298	98,504
Room amenities	377,677	357,549	120,656	155,865
Reversal of accruals	286,060	754,571	231,544	(321,287)
Photoshoot fees	171,441	69,246	85,901	48,880
Income from shuttle services	46,423	22,680	16,275	19,119
Car sticker sales	5,610	3,888	2,648	2,241
Forex gain/(loss)	(68,897)	385,916	94,993	252,435
Miscellaneous income	384,624	165,145	101,636	141,402
	₱ 13,092,452	₱ 12,691,153	₱ 5,687,757	₱ 6,701,310

TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.
(A Nonprofit Corporation)

SCHEDULE OF ACCOUNTS

Schedule 12

INCOME PER SHARE

Income per share is computed by dividing the excess of expenses over revenues by the weighted average number of shares issued and outstanding during the period.

The Club's reported income per share for each of the six months in the period ended June 30, 2023 and 2022 were computed as follows:

	June 30	June 30
	2 0 2 3	2 0 2 2
(a) Net Income	₱ 7,659,158 ₱	2,594,772
(b) Weighted average number of shares outstanding	2,957	2,957
(c) Income per share (a / b)	₱ 2,590 ₱	878

The Club's reported income per share for each of the quarter ended June 30, 2023 and 2022 were computed as follows:

	June 30	June 30
	2 0 2 3	2 0 2 2
(a) Net Income	₱ 3,091,332 ₱	2,648,630
(b) Weighted average number of shares outstanding	2,957	2,957
(c) Income per share (a / b)	₱ 1,045 ₱	896

CERTIFICATION OF INDEPENDENT DIRECTOR

I, JOHNIP G. CUA, Filipino, of legal age and a resident of 19 Warbler St., Greenmeadows Subd., Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** and have been its independent director since October 2021.
2. I am affiliated with the following companies or organizations:

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
P&Gers Fund Inc.	Chairman of the Board of Trustees	2009 to present
Xavier School, Inc.	Chairman of the Board of Trustees	2012 to present
Taibrews Corporation	Chairman and President	2011 to present
Asia Brewery, Inc.	Independent Director	2018 to present
MacroAsia Corp.	Independent Director	2006 to present
MacroAsia Properties Development Corp.	Independent Director	2013 to present
MacroAsia Catering Services, Inc.	Independent Director	2007 to present
MacroAsia Airport Services Corp.	Independent Director	2007 to present
LT Group, Inc.	Independent Director	2018 to present
PAL Holdings, Inc.	Independent Director	2014 to present
Philippine Airlines, Inc.	Independent Director	2014 to present
PhilPlans First, Inc.	Independent Director	2009 to present

Tanduay Distillers, Inc.	Independent Director	2018 to present
Interbake Marketing, Inc.	Director	1991 to present
Teambake Marketing, Inc.	Director	1994 to present
Lartizan Corporation	Director	2007 to present
Allied Botanical Corporation	Independent Director	2012 to present
First Aviation Academy	Independent Director	2017 to present
Zenori Corporation	Director	2018 to present
Xavier School Educational & Trust Fund	Trustee	1996 to present
MGCC Foundation Inc.	Trustee, Treasurer	2015 to present
P&Gers Fund Inc.	Chairman of the Board of Trustees	2009 to present
Xavier School, Inc.	Chairman of the Board of Trustees	2012 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, as provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I do not hold any government position and therefore do not request written permission or consent from the any head of a government agency/department to be an independent director in **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as an independent director under the Securities Regulation Code and its Implementing rules and Regulations, Code of Corporate Governance, and other SEC issuances.

Done this 29 day of AUGUST 2023 at QUEZON CITY .

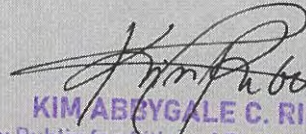
[REDACTED]

JOHN P. CUA
Affiant

SEP 14 2023

SUBSCRIBED AND SWORN to before me this day of 2023 at PASIG CITY , affiant personally appeared before me and exhibited to me his with No. issued on at as his competent evidence of identity.

Doc. No. 151 ;
Page No. 33 ;
Book No. I ;
Series of 2023.



KIM ABEYGALE C. RIBO
Notary Public for Cities of Pasig and San Juan
and in the Municipality of Pateros
Appointment No. 362 (2023-2024)
Commission Expires on December 31, 2024
2704 East Tower, Teknita Towers, Exchange Road
Ortigas Center, 1905 Pasig City
PTR No. 057311/05.11.23/Pasig
IBP No. 341000/05.08.23/RSM
Roll of Attorneys No. 87163
Admitted to the Bar: 05.02.23

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Olivia Lara S. Vicente, Filipino, of legal age and a resident of 207 Chateau Verde, Kaimito St., Valle Verde 1, Pasig City, after having been duly sworn to in accordance with law do hereby declare that:


1. I am a nominee for independent director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**
2. I am affiliated with the following companies or organizations:

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
Real Estate	Licensed Broker	2008 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, as provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I do not hold any government position and therefore do not request written permission or consent from the any head of a government agency/department to be an independent director in **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as an independent director under the Securities Regulation Code and its Implementing rules and Regulations, Code of Corporate Governance and other SEC issuances.

SEP 14 2023

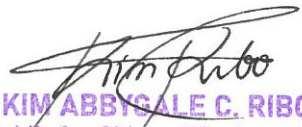
Done this ___ day of _____ 2023 at PASIG CITY


OLIVIA LARA
Affiant S. VICENTE

SEP 14 2023

SUBSCRIBED AND SWORN to before me this ___ day of _____ 2023 at PASIG CITY, affiant personally appeared before me and exhibited to me his _____ with No. _____ issued on _____ at _____ as his competent evidence of identity.

Doc. No. 161 ;
Page No. 24 ;
Book No. I ;
Series of 2023.



KIM ABBYSALE C. RIBO
Notary Public for Cities of Pasig and San Juan
and in the Municipality of Pateros
Appointment No. 302 (2023-2024)
Commission Expires on December 31, 2024
2704 East Tower, Tektile Towers, Exchange Road
Ortigas Center, 1305 Pasig City
PTR No. 0573119/05.11.23/Pasig
IBP No. 341000/05.08.23/RSM
Roll of Attorneys No. 87163
Admitted to the Bar: 05.02.23

CERTIFICATION OF INDEPENDENT DIRECTOR

I, ROGER S. GO, Filipino, of legal age and a resident of #29 Sto. Domingo St., Urdaneta Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** and have been its independent director since October 2021.
2. I am affiliated with the following companies or organizations:

COMPANY / ORGANIZATION	POSITION / RELATIONSHIP	PERIOD OF SERVICE
Powerball Marketing & Logistics Corp	President	2015 to Present
Pacific Online Systems Corp.	Director	2010- 2015
Phil. Gravure Corp	VP - Finance	1984 - 2010

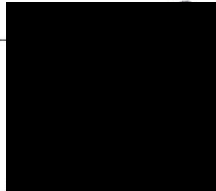
3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, as provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I do not hold any government position and therefore do not request written permission or consent from the any head of a government agency/department to be an independent director in **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVII of the Revised Civil Service Rules.


7. I shall faithfully and diligently comply with my duties and responsibilities as an independent director under the Securities Regulation Code and its Implementing rules and Regulations, Code of Corporate Governance, and other SEC issuances.

PASIG CITY

05 SEP 2023

Done this ___ day of _____ 2023 at _____


ROGER S. GO
Affiant



05 SEP 2023

SUBSCRIBED AND SWORN to before me this ___ day of _____ 2023 at _____, affiant personally appeared before me and exhibited to me his _____ with No. _____ issued on _____ at _____ as his competent evidence of identity.

Doc. No. 84;
Page No. 18;
Book No. 188
Series of 2023.

FERDINAND D. AYAHAO
Notary Public
For Pasig City, Pateros and San Juan City
Appointment No. 108 (2022-2023) valid until 12/31/2023
MCLE Exemption No. VII-BEP003719 valid until 04/14/25
Roll No. 46377; IBP LRN 02459; OR 535886; 06/21/2001
TIN 123-011-785; PTR 0161665; 01/06/23; Pasig City
Unit 5, West Tower PSE, Exchange Road
Ortigas Center, Pasig City Tel.+632-86314090

REPUBLIC OF THE PHILIPPINES)
PASIG CITY, METRO MANILA) S.S.

CERTIFICATION


ANN MARGARET K. LORENZO, of legal age, Filipino, with office address at 2704 East Tower, Tektite Towers (Formerly: Philippine Stock Exchange Centre), Exchange Road, Ortigas Center, Pasig City, Metro Manila, after having been sworn to in accordance with law, does hereby certify that:

1. I am the duly elected and incumbent Assistant Corporate Secretary of **TAGAYTAY HIGHLANDS INTERNATIONAL GOLF CLUB, INC.** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, with principal office at Tagaytay Highlands Complex, Barangay Calabuso, Tagaytay City 4120, Cavite, Philippines;

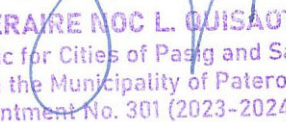
2. Based on the information provided to the Corporation by the members of its Board of Directors and its principal executive officers, none of said members of the Board of Directors and principal executive officers of the Corporation are presently employed by any office or agency of the Philippine Government.

IN ATTESTATION OF THE ABOVE, this Certificate has been signed this 04 SEP 2023 day of September 2023 in Pasig City, Metro Manila.


ANN MARGARET K. LORENZO
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this 04 SEP 2023 day of September 2023 in Pasig City, Metro Manila, affiant exhibiting to me her Philippine Passport No.  issued on 09 November 2018 at DFA NCR East which expires on 08 November 2028 as competent evidence of her identity.

Doc. No. 473 ;
Page No. 96 ;
Book No. 1 ;
Series of 2023.


JESERAIRE NOC L. QUISAOT
Notary Public for Cities of Pasig and San Juan
and in the Municipality of Pateros
Appointment No. 301 (2023-2024)
Commission Expires on December 31, 2024
2704 East Tower, Tektite Towers, Exchange Road
Ortigas Center, 1605 Pasig City
PTR No. 0573118/05.11.23/Pasig
IBP No. 340930/05.08.23/RSM
Roll of Attorneys No. 87050
Admitted to the Bar: 05.02.23