



MARY MEDIATRIX MEDICAL CENTER  
J.P. Laurel Highway, Lipa City

NOTICE OF 30<sup>th</sup> STOCKHOLDERS' MEETING

Dear Stockholders,

We would like to inform you that a stockholders' meeting of the shareholders of Mary Mediatrix Medical Center, Inc. ("The Company") has been scheduled on **August 15, 2020 at 10:00 a.m.** to be only conducted by remote communication through the online meeting platform, Zoom.

*The agenda for the meeting shall be as follows:*

- I. *Call to Order*
- II. *Certification of Notice and Determination of Quorum*
- III. *Approval of the Minutes of the previous meeting*
- IV. *Business arising from the minutes of the previous meeting*
- V. *Annual Report*
- VI. *Ratification of Board Acts and Management*
- VII. *Election of the Board of Directors (including Independent Directors)*
- VIII. *Appointment of External Auditor*
- IX. *Other Matters*

A brief explanation of each agenda item which requires stockholders' approval is provided herein. Additional information regarding the agenda items particularly those to be voted upon is provided in the Information Statement available at <https://mediatrixmedcenter.com.ph/wp-content/uploads/2020/07/Definitive-Information-Statement-2020.pdf> or through the QR code below. Hard copies of the Information Statement will be provided free of charge, upon request sent to [mmmc.executive2020@gmail.com](mailto:mmmc.executive2020@gmail.com).

We are not soliciting proxies. If, however, you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the **attached proxy form**. Stockholders intending to attend the Annual Stockholders' Meeting by remote communication, or by proxy, should notify the Corporation or send their proxies by email to [mmmc.executive2020@gmail.com](mailto:mmmc.executive2020@gmail.com) **by August 7, 2020 at 12 noon**. The procedure and further details for attending the meeting through remote communication will be sent by email to each stockholder or his/her proxy.

All proxy forms must be received by the Corporate Secretary for inspection and recording not later than **7 August 2020**. Proxies shall be validated on **9 August 2020 at 10:00 A.M.** through the online meeting platform, Zoom. If you wish to attend the validation of proxies, kindly send a request for the link to the Zoom meeting by email to [mmmcnomelec@gmail.com](mailto:mmmcnomelec@gmail.com).

Only stockholders of record as of **1 August 2020** shall be entitled to vote. Since the Annual Meeting will be conducted through remote communication, we have provided the **attached ballot** for the election of the board of directors. You may send in your ballots **on or before August 7, 2020 at 12 noon** through e-mail at [mmmcnomelec@gmail.com](mailto:mmmcnomelec@gmail.com), or hardcopies to the **Administrative Office of the Corporation at the 4<sup>th</sup> Floor of the H.B. Calleja Bldg. addressed to the Committee**. Please refer to the attached Rules for the Election of Directors of MMMCI By Remote Communication for guidance.

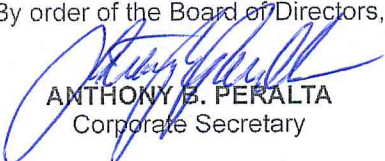
The Organizational Meeting of the Board of Directors will follow soon after the Annual Meeting of the Stockholders with the following agenda:

AGENDA

- I. *Call to Order*
- II. *Secretary's Proof of the Notice of the Meeting and Certification of Quorum.*
- III. *Election of Officers*
- IV. *Other Matters*
- V. *Adjournment*



By order of the Board of Directors,

  
ANTHONY B. PERALTA  
Corporate Secretary

**ANNUAL STOCKHOLDERS' MEETING**  
15 AUGUST 2020

**EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL**

Approval of Minutes of the July 6, 2019 Annual Stockholders Meeting

Copies of the minutes will be distributed to the stockholders before the meeting and will be presented to the stockholders for approval.

Report of the President and Audited Financial Statements for 2019

The annual report and the financial statements for the preceding fiscal year will be presented to the stockholders for approval.

Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year

The acts of the Board of Directors and its committees, officers and management of the Company since the last annual stockholders' meeting up to the current stockholders' meeting will be presented to the stockholders for ratification.

Election of Directors (including the Independent Directors)

A brief description of the business experience of the incumbent directors is provided in the Information Statement sent to the stockholders, as well as the business experience of new nominees to the Board.

Appointment of External Auditor

The Company's external auditor is Reyes Tacandong & Co., and will be nominated for reappointment for the current fiscal year.

Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.

**AUTHORIZATION**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned stockholder of **MARY MEDIATRIX MEDICAL CENTER, INC. ("MMMC")** do hereby name, constitute and appoint

- \_\_\_\_ CHAIRMAN OF THE BOARD OF MARY MEDIATRIX MEDICAL CENTER
- \_\_\_\_ PRESIDENT OF MARY MEDIATRIX MEDICAL CENTER
- \_\_\_\_ ANY REPRESENTATIVE (Full Name and Email address of representative)

\_\_\_\_\_

as my proxy, with right of substitution and revocation, to represent and vote for and in my behalf, all shares registered in my name in the books of MMMC, or owned by me, at the Annual Meeting of the Stockholders on August 15, 2020 and at any and all adjournments or postponements thereof, upon any election or question which may lawfully be brought before such meeting, as fully to all intents and purposes as I might do if present and acting in person, hereby ratifying and confirming all that my said proxy shall lawfully do or cause to be done by virtue of these presents.

**IN CASE OF NON-ATTENDANCE OF MY PROXY NAMED ABOVE, I AUTHORIZE AND EMPOWER THE CHAIRMAN OF THE MEETING TO FULLY EXERCISE ALL RIGHTS AS MY PROXY AT SUCH MEETING.**

This authorization shall continue until such time as the same is withdrawn by me through notice in writing delivered to the Corporate Secretary at least three (3) working days before the scheduled meeting on August 15, 2020, but shall not apply in instances where I personally attend the meeting.

**I EXPRESSLY WITHHOLD THE AUTHORITY TO VOTE FOR THE FF. NOMINEE/S TO THE BOARD OF DIRECTORS:** \_\_\_\_\_

The undersigned hereby declares that the issuance of this authorization is within the undersigned's powers and authority, which powers and authority are duly registered in accordance with Philippine laws.

IN WITNESS WHEREOF, I have hereunto signed these presents this \_\_\_\_ day of \_\_\_\_\_, 2020 in \_\_\_\_\_.

\_\_\_\_\_  
PRINTED NAME OF STOCKHOLDER

\_\_\_\_\_  
SIGNATURE OF STOCKHOLDER/AUTHORIZED SIGNATORY

\_\_\_\_\_  
ADDRESS OF STOCKHOLDER

\_\_\_\_\_  
CONTACT TELEPHONE NUMBER

AN AUTHORIZATION SUBMITTED BY A COMPANY SHOULD BE ACCOMPANIED BY A CORPORATE SECRETARY'S CERTIFICATE QUOTING THE BOARD RESOLUTION DESIGNATING A CORPORATE OFFICER TO EXECUTE THE PROXY.

THE REPRESENTATIVE'S EMAIL ADDRESS IS NECESSARY SO THAT THE PROCEDURE AND FURTHER DETAILS FOR ATTENDING THE MEETING THROUGH REMOTE COMMUNICATION CAN BE SENT TO YOUR REPRESENTATIVE.

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:  
MARY MEDIATRIX MEDICAL CENTER, INC.
3. Province, country or other jurisdiction of in Company or organization:  
REPUBLIC OF THE PHILIPPINES
4. SEC Identification Number:  
76646
5. BIR Tax Identification Code:  
000-958-720-000
6. Address of principal office:  
J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217
7. Registrant's telephone number, including area code:  
(+043 ) 773-6800
8. Date, time and place of the meeting of security holders:  
August 15, 2020 at 10:00 a.m. through the online platform, Zoom, to be live streamed from the Lillian Magsino Hall, 5<sup>th</sup> Floor, H.B. Calleja Bldg., Mary Mediatrix Medical Center, J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217
9. Approximate date on which the Information Statement is first to be sent or given to security holders:  
July 22, 2020
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):
- | Title of Each Class | Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding |
|---------------------|--|
| Common Stock        | 1,117,500 shares as of 31 March 2020                                       |
| Total liabilities   | 650,705,822  |
11. Are any or all of registrant's securities listed on a Stock Exchange?  
Yes [ ] No [X]

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:  
Philippine Stock Exchange / Common Stock

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**PART I.**

**INFORMATION REQUIRED IN INFORMATION STATEMENT**

**A. GENERAL INFORMATION**

**Item 1. Date, time and place of meeting of security holders.**

Date, time and place of meeting : **August 15, 2020  
10:00 a.m.  
Through online platform, Zoom, to be live  
streamed from the Lillian Magsino Hall, 5<sup>th</sup>  
Floor, H.B. Calleja Bldg., Mary Mediatrix  
Medical Center, J.P. Laurel Highway, Mataas  
na Lupa, Lipa City, 4217**

Complete mailing address of the Registrant : **MARY MEDIATRIX MEDICAL CENTER,  
INC.  
J.P. Laurel Highway, Mataas na Lupa, Lipa  
City, 4217**

Approximate date on which the Information  
Statement is first to be sent or given to  
Security holders : **July 22, 2020 (Wednesday)**

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

**Item 2. Dissenters' Right of Appraisal**

Pursuant to Section 80 of the Revised Corporation Code of the Philippines, any stockholder of the Company shall have the right to dissent and demand payment of the fair value of his shares on any matter that may be acted upon such as in the following instances:

1. In case any amendment to the articles of in Company 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 of 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 of the corporate property and assets;
3. In case of merger or consolidation; and
4. In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

If, at any time after this information statement has been sent out, an action which may give rise to the right of appraisal is proposed at the meeting, any stockholder who voted against the proposed action and who wishes to exercise such right must make a written demand, within thirty (30) days after the date of the meeting or when the vote was taken, for the payment of the fair market value of his shares. Failure to make a demand within such period shall be deemed a waiver of the appraisal right. The value shall be determined as of the day prior to the date when the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action. Upon payment, he must surrender his certificate of stock. No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment. Within ten (10) days after demanding payment for his shares, a dissenting stockholder shall submit to the Company the certificate(s) of stock representing his shares for notation that the shares are dissenting shares.

**No corporate action is being proposed or submitted in the meeting that may call for the exercise of a stockholder's right of appraisal under Title X of the Revised Corporation Code.**

**Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

- (a) None of the incumbent directors and officers of the Company have any undisclosed substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon.
- (b) The Company has not received any information from any director that he/she intends to oppose any matter to be acted upon in the meeting.

**B. CONTROL AND COMPENSATION INFORMATION**

**Item 4. Voting Securities and Principal Holders Thereof**

- (a) The Company has 1,117,500 common shares of stock subscribed and outstanding as of 31 March 2020. The Company does not have any class of shares other than common shares. Each share is entitled to one (1) vote. The 1,117,500, outstanding common shares are all owned by Filipinos. The Company does not have any class of shares other than common shares.
- (b) All stockholders of record as of the close of business on August 1, 2020 are entitled to notice of, and to vote at, the Annual Stockholders' Meeting.
- (c) Action will be taken with respect to the election of directors to which persons solicited have cumulative voting rights. At every meeting of the stockholders of the Company, every stockholder entitled to vote shall be entitled to one vote for each share of stock outstanding in his name in the book of the Company, except with respect to the election of directors, when each stockholder may accumulate his votes, as provided in the Company Code. Every stockholder entitled to vote at any meeting of stockholders may vote by proxy as well as in person.
- (d) No proxy solicitation is being made.

Security ownership Certain Record and Beneficial Owners and Management

- (i) Security ownership of certain record and beneficial owners (more than 5% of voting securities) as of March 31, 2020 are as follows:

Title of Class	Name and Address of Record Owner/ Relationship with Issuer	Name of Beneficial Owner/ Relationship with Record Owner	Citizenship	No. of Shares	Percent of Class
Common	Mount Grace Hospitals, Inc.  2/F Bayanihan Center Annex 132 Pioneer Street Mandaluyong City	UL Health SERVICES, Inc.  Authorized representatives to vote MGHI Shares: Carlos C. Ejercito, Rhais M. Gamboa, and/or Jose Ronaldo H. De los Santos	Filipino	143,050	12.80%

Common	Magsino, Vicente M. Jr.  31 Pitch Lane, Howell, New Jersey 07731  Individual Shareholder	Magsino, Vicente M. Jr.	Filipino	82,310	7.37%
Common	Panganiban, Mary Ann Frances M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Panganiban, Mary Ann Frances M.	Filipino	82,310	7.37%
Common	Magsino, Jaime Amado  Antipolo Del Norte, Lipa City  Individual Shareholder	Magsino, Jaime Amado	Filipino	81,310	7.28%
Common	Magsino, Robert M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Magsino, Robert M.	Filipino	81,309	7.28%
Common	Health Delivery System, Inc.  66 United St. Mandaluyong City	UL Health SERVICES, Inc.  Authorized representatives to vote MGHI Shares: Carlos C. Ejercito, Rhais M. Gamboa, and/or Jose Ronaldo H. De los Santos	Filipino	79,999	7.16%
Common	Marissa Patricia M. Panganiban  Lot 8 Blk 11, Malarayat Country Club, Dagatan, Lipa City  Individual Shareholder	Marissa Patricia M. Panganiban	Filipino	78,330	7.01%



Common	Manalo, Ma. Teresa M.  Antipolo Del Norte, Lipa City  Individual Shareholder	Manalo, Ma. Teresa M.	Filipino	67,850	6.07%
Common	Songco, Marilou M.  308 Dingalan St. Ayala Alabang Vil- lage, Muntinlupa City  Individual Shareholder	Songco, Marilou M.	Filipino	63,870	5.72%

(ii) Security Ownership of Management as of March 31, 2020:

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizen ship	Percent of Class
Common	Magsino, Vicente M. Jr.	82,310 / direct	Filipino	7.37%
Common	Panganiban, Mary Ann Frances M.	82,310 / direct	Filipino	7.37%
Common	Magsino, Robert M.	81,309 / direct	Filipino	7.28%
Common	Marissa Patricia M. Panganiban	78,330 / direct	Filipino	7.01%
Common	Songco, Marilou M.	63,870 / direct	Filipino	5.71% 5.72
Common	Fernando Tabora	1,000 / direct	Filipino	0.09%
Common	Clarito Magsino	1,000 / direct	Filipino	0.09%
Common	Antonio Panganiban	1,980 / direct	Filipino	0.18%
Common	Ernesto O. Domingo	1 / direct	Filipino	0.00%
Common	Rhais Gamboa	1 / direct	Filipino	0.00%
Common	Carlos Ejercito	1 / direct	Filipino	0.00%
Common	Jose Ronaldo Delos Santos	1 / direct	Filipino	0.00%

(iii) Voting Trust Holders of 5% or more

There are no voting trust holders of 5% or more of the common shares.

(iv) Changes in Control

There has been no change in the control of the Company since the beginning of its last fiscal year.

**Item 5. Directors and Executive/Corporate Officers**

**(a) Directors, Executive Officers, Promoters and Control Persons**

Below is the list of the Company's directors and officers for 2019-2020 with their corresponding positions. The directors assumed their directorship during the Company's Annual Stockholders' Meeting in 2019 for a term of one (1) year.

Name	Age	Position	Citizenship
Dr. Ernesto O. Domingo	89	Chairman of the Board / Independent Director	Filipino
Dr. Robert M. Magsino	66	President	Filipino
Engr. Antonio Panganiban	65	Treasurer	Filipino
Dr. Vicente M. Magsino, Jr.	61	Director	Filipino
Mary Ann M. Panganiban	54	Director	Filipino
Dr. Marilou M. Songco	60	Director	Filipino
Dr. Fernando Tabora	77	Director	Filipino
Clarito Magsino	60	Independent Director	Filipino
Rhais Gamboa	69	Director	Filipino
Carlos Ejercito	74	Director	Filipino
Jose Ronaldo Delos Santos	52	Director	Filipino
Anthony B. Peralta	59	Corporate Secretary	Filipino
Jean Marie L. Uy	34	Assistant Corporate Secretary & Compliance Officer	Filipino
Marissa M. Panganiban	63	Senior Vice President - Administrative Services	Filipino
Godofredo V. Cruz	56	Chief Financial Officer	Filipino
Maria Gemma Cruz	56	Chief Operating Officer	Filipino

The business experience of the members of the Board and Executive Officers for the last five (5) years is as follows:

**Dr. Ernesto O. Domingo**

Chairman of the Board / Independent Director  
Term of office: 17 September 2016 to present

Dr. Domingo had his medical degree in 1961 at the University of the Philippines where he also had his Internal Medicine residency. He had his Gastroenterology and Hepatology, residency in 1967 at Case Western Reserve University, Cleveland, Ohio, U.S.A.

He is currently a University Professor Emeritus (highest academic rank) at the University of the Philippines aside from his practice.

**Dr. Robert M. Magsino**

President / Director  
Term of office: 2000 to present

Dr. Robert M. Magsino obtained his medical degree in 1979 at the Pontifical University of Santo Tomas. His stellar medical career began as an Intern in Makati Medical Center.

He trained in several prestigious medical centers particularly Raritan Bay Medical Center where he finished his Internal Medicine residency training in New Jersey. His persistence and dedication to his job landed him a coveted position as Chief Resident at Raritan Bay.

He advanced his medical career by passing the rigorous Diplomate exams given by the American Board of Internal Medicine and later pursued his fellowship training in Gastroenterology and Hepatology at the renowned University of Rochester School of Medicine, Strong Memorial Hospital. He is a recognized Fellow of the American College of Physicians and member of the American College of Gastroenterology, and the American College of Physicians Executive.

In 2002, Dr. Magsino passed his Diplomate exams in Internal Medicine and later became a fellow of the Philippine College of Physicians (PCP). He is also a diplomate and fellow of the Philippine Society of Gastroenterology and Philippine Society of Digestive Endoscopy.

Dr. Magsino is founder and current President of the Private Hospital Association of Lipa City which aims to unite hospital owners and address health concerns to help the local government and the community as well.

**Engr. Antonio Panganiban**

Public Relations Officer / Director / Treasurer & Director  
Term of office: 1992-1995 / 2011 to 2015 / 2016 to present

Engr. Panganiban earned his BS Metallurgical Engineering degree in 1977 from the University of the Philippines and an MBA degree in 1985 from La Salle Business School.

He has solid exposure in Operations Management, Sales & Marketing Management, Product Management, Cross Functional Team Leadership and Executing Strategic Plans for Business Growth.

He was the managing partner of KC Industrial Company from 2010 to 2017, president/country manager of GE Lighting Philippines and GE Consumer and Industrial from 2004 to 2009 and country manager of Fuji/GE Private Ltd. from 1995 to 2003.

He is a director of Mary Mediatrix Medical Center, Inc., Quad - Am Inc., UP Gamma Sigma Pi Alumni Association and Malarayat Golf and Country Club.

**Dr. Vicente M. Magsino, Jr.**

Director

Term of office: 17 September 2016 to present

Dr. Vicente Magsino, Jr. had his medical degree in 1983 at the University of Perpetual College of Medicine. He had his Residency Training in Internal Medicine at St. Luke's Medical Center - Quezon City in 1988. He had his fellowship in Cardiology at the same institution in 1990. He trained in Raritan Bay Medical Center where he finished his Internal Medicine residency training and became Assistant Chief Resident in 1999. He is a recognized fellow of the American College of Physicians and a diplomate of American College of Internal Medicine. He has been a bonafide stockholder of Mary Mediatrix Medical Center since 1994.

**Mary Ann M. Panganiban**

Director

Term of office: 2014 to present

Ms. Panganiban had her degree in Psychology at the University of Santo Tomas in March of 1986.

She had her Master of Arts Degree on Occupational Therapy at the New York University in 1994 and obtained a Certificate in Neurodevelopmental Treatment of Adults with Hemiplegia in Neurodevelopmental Treatment Association in Boston, USA in 1999 and a Graduate Certificate in Applied Behavioral Analysis in September 2012 at Penn State University, State College, USA.

She is currently active in several professional organizations both local and international such as a member of the Occupational Therapy Association of the Philippines since 2008; an adviser on the Autism Society of the Philippines – Lipa Chapter since 2008; and a member of the American Occupational Therapy Association since 1994.

**Dr. Marilou M. Songco**

Corporate Secretary & Director / Director

Term of office: 1992 to 2011 / 2011 to 2014; 1 July 2017 to present

Dr. Songco obtained her medical degree in 1984 at the University of Perpetual Help Biñan. She had her Residency Training in Pediatrics at Makati Medical in 1990 and became Chief Resident in 1995 in the said institution. A Diplomate and Fellow member of Philippine Pediatric Society. She has been a bonafide stockholder of Mary Mediatrix Medical Center since 1994.

**Dr. Fernando Tabora**

Director

Term of office: 17 September 2016 to present

Dr. Tabora obtained his medical degree in 1969 at the Manila Central University. He had his residency training program in Harlem Hospital Center at Columbia University, College of Physicians & Surgeons, New York City in 1984. He had his fellowship in trauma and critical care at the same institution in 1987. He has been a bonafide stockholder of Mary Mediatrix Medical Center since 1994.

**Clarito Magsino**

Independent Director

Term of office: 4 August 2018 to present

Mr. Clarito D. Magsino spent more than two decades of his professional life as an IT Professional. He was the Chief Information Officer (CIO) of the Development Bank of the Philippines from 1993 until his early retirement as Senior Vice President and CIO in 2012. Since 2002, he was concurrently President and CEO of the DBP Data Center, Inc., the Bank's IT Subsidiary until 2012. Upon his retirement, he headed the CIOF Foundation, Inc, composed of former govern-

ment CIOs in their advocacy to promote eGovernance and the efficient use of information and communications technology in government.

In 2013, he also served as Independent Management and IT Consultant, Information Systems Support for the Bureau of Treasury. In 2017, he was appointed as Independent Management Consultant of the National Irrigation Authority. In 2017 to present, he was appointed Assistant Secretary, ICT Management Group of the Department of Budget and Management.

He also previously served as a member of the Board of Directors of the Philippine Dealing and Exchange Company (PDEX) and the Philippine Central Depository, Inc. (PCD).

He obtained his MBA degree from the Ateneo Graduate School of Business, Regis Program, in 2015 and his Bachelor of Science in Mechanical Engineering from the University of the Philippines under a National Science Development Board (NSDB) Scholarship in 1981.

### **Rhais Gamboa**

Director

Term of office: 2002 to present

Rhais Gamboa has worked in the health sector for most of his professional career, giving him the depth of perspective in various facets of the sector: private health insurance, social health insurance, health policy formulation and implementation, health policy research, pharmaceutical marketing and distribution, health facility acquisition, health facility management.

Mr. Gamboa is presently the Executive Vice President & Chief Operating Officer of Mt. Grace Hospitals, Inc., a company investing in hospitals. He is a member of the board of directors of several private-tertiary hospitals and of Manila Southwoods Golf and Country Club.

He was previously a Vice-President of United Laboratories Inc. assigned to the Business Development Group. Prior to said posting, he was successively appointed to the Office of Regulatory Affairs and the Sales & Distribution Division. He likewise oversaw the business operations of a health benefit management company affiliated with Unilab.

He worked with Aetna Philippines as president of its HMO subsidiary. He was also previously President of CARRA Inc., a research outfit that specialized in the areas of health policy, health financing and social health insurance.

He also worked with the government, having been Undersecretary of Health and Vice-Chairman of the Philippine Medical Care Commission, the country's national social health insurance program now transformed into the Philippine Health Insurance Company.

Mr. Gamboa obtained his B.S. Management Engineering degree from Ateneo de Manila University and finished his secondary education from the Philippine Science High School.

### **Carlos Ejercito**

Director

Term of office: 17 September 2016 to present

Mr. Ejercito is currently the President and Chief Executive Officer of Mount Grace Hospitals, Inc. He is an Independent Director and a member of the Board Audit Committee of Bloomberry Resorts Company, Century Properties Group, Inc., and Aboitiz Power Company, all publicly-listed companies, and an Independent Director of Monte Oro Resources and Energy Company. Mr. Ejercito is the Chairman and Chief Executive Officer of Forum Cebu Coal Company. Mr. Ejercito is a Board Member of eight hospitals including Medical Center Manila, VR Potenciano Medical Center, Tagaytay Medical Center, Pinehurst Medical Services Inc., and Silvermed Company. He is also the President of Pinehurst Medical Services, Inc. Mr. Ejercito was formerly the Chairman of the Board of United Coconut Planters Bank and a former Director of the National Grid Company of the Philippines. He served as President and Chief Executive Officer of United Laboratories, Inc., Unilab Group of Companies, Univet Agricultural Products, Inc. and Greenfield Development Company. He was a member of the Board of Governors of the Management Association of the Philippines.

Mr. Ejercito graduated cum laude from the University of the East with a degree in Bachelor of Science in Business Administration. He completed the Management Development Program of Harvard Business School in 1983 and the coursework for Master's in Business Administration at the Ateneo Graduate School of Business. Mr. Ejercito is a certified public accountant.

**Jose Ronaldo Delos Santos**

Director

Term of office: 4 August 2018 to present

Mr. Delos Santos was a money market trader of the Treasury Department of China Banking Company, and the Head of Research and Licenses Stockbroker of Meridian Securities at the Philippine Stock Exchange. He began his career in the medical field when was appointed to various management positions at the De los Santos Medical Center, as hospital operations manager, finance director, COO and CFO. He also became the Managing Director of Megaclinic, and a member of the Board of DLS-STI Medical Center and College, as well as a member of the Board and management consultant of Fe Del Mundo Hospital. In 2013, he became the Operations Group Head of ManilaMed Medical Center, Manila, tasked to study the feasibility of businesses and acquisitions while improving organization setups, processes and management team capabilities in profit centers and support services. In 2015 to 2018, Mr. Delos Santos was promoted to President, to oversee the financial, operational and Medical success of the hospital in line with annual strategic objectives crafted by the organization and approved by the Board.

Mr. Delos Santos is currently the South Cluster Head for the Mount Grace Hospitals, Inc. and is serving as President to three (3) hospitals, namely: Tagaytay Medical Center, Healthserv Los Baños Medical Center and Westlake Medical Center where he is ensuring its advancement, profitability and growth while instilling mount grace quality, safety and culture in the organization.

Mr. Delos Santos has a Bachelor of Arts in Economics from the De La Salle University, Masters in Hospital Administration from the Ateneo Graduate School of Business and a Masters in Business Administration from Duke University, Fuqua School of Business.

**Anthony B. Peralta**

Corporate Secretary

Term of office: 4 August 2018 to present

Atty. Peralta is a senior partner of Calleja Law Office. He is also Corporate Secretary of Pulse Asia, Inc., Pulse Asia Research, Inc., ML Identification Technologies, Inc. and the Jose W. Diokno Foundation, Inc. His practice areas include Corporate Law, Foreign Investments Law, Intellectual Property, Litigation, Mergers & Acquisitions, Real Estate, Securities, Taxation, Technology Media & Telecommunications, He serves as President of the Licensing Executives Society of the Philippines. He is a Director of Accor Advantage Plus Philippines, Inc. and Country Representative of Dermalog Information Systems GmbH. He is a member of IP PRO Philippines, International Trademark Association, Asian Patent Attorneys Association, International Technology Law Association and Intellectual Property Association of the Philippines. He received his Bachelor of Arts degree in 1982 and his Bachelor of Laws degree in 1986 from the University of the Philippines. He was the author of the Philippine section of International Telecommunications Law, published by BNA in London, U.K. He is also a co-author of the Philippine section of Global Privacy and Security Law published by Aspen Publishers/Wolters Kluwer in New York City.

**Jean Marie Uy Yam**

Assistant Corporate Secretary / Compliance Officer

Term of office: 19 September 2016 to present

Atty. Uy is a senior partner of Calleja Law Office. She obtained her Bachelor of Arts degree in Political Science from Ateneo de Manila University in 2007. She received her Juris Doctor degree from the Ateneo de Manila School of Law in 2011 where she graduated with Second Honors.

**Marissa M. Panganiban**

Senior Vice President for Administrative Services  
Term of office: 2016 to present

Mrs. Panganiban has been with the Company since 1999 as Vice President for Hospital Administration. She was promoted in 2016 to SVP for Administrative Services. She previously worked for Philippine Airlines as SR Controller and Philippine Banking Company as a management trainee.

She has been a member of the Philippine Hospital Association since 1999, and the Philippine College of Hospital Administrators, Inc. since 2000.

She obtained her Bachelor of Arts and Sciences degree in Commerce in Business Administration from the University of Sto. Tomas in 1978, and received her Master of Health Administration from the Ateneo Graduate School of Business in 1999.

**Godofredo V. Cruz**

Chief Financial Officer  
Term of office: 8 July 2019 to present

Mr. Godofredo V. Cruz spent more than three decades of his career in the banking industry (UCPB and Metrobank). He worked in Branches Operations during the first seven years and in Account Management during the remaining part of his career.

Mr. Cruz worked his way up in the Corporate ladder and in 2013, he was promoted as Senior Vice President and National Sales Head of the Business Banking Center of Metropolitan Bank and Trust Company (MBTC). Under his leadership, he conceptualized the marketing strategies and loan products making him responsible for the growth of Small and Medium Sized Enterprises (SMEs) loan portfolio at an average of 30% per year. His team managed a loan portfolio of about P18 Billion with over 3,000 clients nationwide. Mr. Cruz supervised 190 Relationship Managers and Marketing Assistants, in establishing 35 Lending Offices from Tuguegarao City in Cagayan Valley to Zamboanga City in Mindanao.

Mr. Cruz's Marketing unit in Makati directly handled the loan syndications for a Group of Companies. These loans funded the construction of the Cebu-Mactan International Airport and the 4,000 Classrooms in Region 4A for the Public Private Partnership of the Government.

As a Senior Officer of the Bank, he was made member of Credit Committee (Crecom), Senior Crecom and the Non-Performing Assets Committee (NPAC). Mr. Cruz likewise served as Corporate Secretary for affiliate Philippine Charter Insurance Corporation for more than 5 years.

Mr. Cruz was a graduate of Pamantasan ng Lungsod ng Maynila. He obtained his CPA license in May 1984 and his masteral studies from the Adamson University. He was a part time Assistant Professor for the Colegio San Agustin in Binan City for 7 years and a became part time lecturer of Bankers Association of the Phils. In Ateneo Graduate School in Makati.

He retired from the banking industry last September 30, 2018 and put up his own tire and battery dealership business.

**Maria Gemma Cruz**

Chief Operating Officer  
Term of office: 2019 to present

Ms. Cruz was the Chief Financial Officer (CFO) of PSI Healthcare Development Services Corp (the parent Company of the network hospitals of The Medical City) from April 1, 2013 to Sep-

tember 30, 2019. The hospitals under the network are Guam Regional Medical City, The Medical City Iloilo, The Medical City South Luzon, The Medical City Clark, The Medical City Pangasinan and SAMA TMC Dubai LLC.

She was also a member of the Board of Directors, Treasurer and CFO of PSI International Healthcare Staffing, Inc., the CFO of TMC Pangasinan (Finance, Accounting, Payroll, Billing, Admitting, Purchasing and Logistics) and she handled the day to day operations of PSI Healthcare Development Services Corporation (Treasury, Finance, Accounting, HR and Administration).

Ms. Cruz dealt with the external auditors for the preparation of the Annual Audited Financial Reports in the Philippines, Guam and Dubai in companies stated above, and worked closely with the Chairman, Board of Directors, Presidents and CEOs, COOs, Medical Directors and CFOs of the TMC sister company (TMC Clinics) and different TMC subsidiaries.

She negotiated corporate loans and transactions with various leading banks in the Philippines, Guam (USA) and Dubai (United Arab Emirates) and was involved in the hospital construction of Guam Regional Medical City, TMC Iloilo, TMC Clark and TMC Pangasinan. She also set-up the monitoring of construction cost for Guam Regional Medical City and the Accounting System for Guam Regional Medical City and prepared the Annual Financial Reports for 2013-2016. She secured the licenses to construct, operate for TMC Clark with the DOH, BIR and Clark Development Corporation (for the PEZA Zone license and CORTE) and was the main negotiator for the medical services contracts with Jesuit Health and Wellness Center of the Ateneo de Manila University.

All Directors shall hold office until a new Board of Directors is elected during the Company's Annual Stockholders' Meeting to be held on August 15, 2020. The Annual Stockholders' Meeting as provided in the By-Laws of the Company is scheduled on the 1<sup>st</sup> Saturday of June of each year, however due to the Covid-19 pandemic, the Board of Directors was constrained to move the Annual Stockholders' Meeting to a later date.

#### **Nominations for Independent and Regular Directors and Procedure for Nomination**

The procedure for the nomination and election of Independent and Regular Directors, which is embodied in the Rules for Nomination and Election of Directors as promulgated by the Nomination and Election Committee, is in accordance with SEC Memorandum Circular No. 16, series of 2002.

The Nomination and Election Committee is composed of Dr. Ernesto O. Domingo (independent director), the Chairman, and its members, Dr. Fernando Tabora, Mary Ann M. Panganiban, Atty. Joel Macalino, Atty. Anthony B. Peralta and Mary Chris Valencia.

The nomination of all directors shall be conducted by the Committee prior to a stockholders' meeting and the Committee shall pre-screen the qualifications and prepare a final list of all candidates, which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex "C" of SRC Rule 12, which list shall be submitted to the Corporate Secretary, and shall be made available to the Commission and to all stockholders through the filing and distribution of the Company's Definitive Information Statement. No other nominations shall be entertained after the Final List of nominees has been prepared. No other nominations for both Independent and Regular Directors shall be accepted at the floor during the Annual Stockholders' Meeting. The name of the person or group of persons who nominates an Independent Director shall be identified in such report including any relationship with the nominee.

In approving the nominations for directors, the Committee considered the qualifications and disqualifications prescribed in the Company's Manual on Corporate Governance and SEC Memorandum Circular No. 16, series of 2002.

As conveyed to the Committee, the following are the nominees for the Independent Directors for 2020-2021:

1. Clarito D. Magsino (Nominated by Ms. Teresa Manalo, Dr. Vicente Magsino, Jr., Dr. Jaime Magsino, Dr. Celedonio Magsino, and Dra. Marilou M. Songco. They are all first cousins with the nominee.)



2. Dr. Ernesto O. Domingo (Nominated by Ms. Teresa Manalo, Dr. Vicente Magsino, Jr., Dr. Jaime Magsino, Dr. Celedonio Magsino, and Dra. Marilou M. Songco.)

A copy of Dr. Ernesto O. Domingo's Certification of Qualification of Independent Director is attached hereto.

Unfortunately, on July 15, 2020, Mr. Clarito Magsino informed the Nomination and Election Committee that he cannot accept his nomination as independent director due to his current government position.

Since there are no other nominees qualified for the position of independent director, the position will be subsequently filled by the newly elected Board as soon as a suitable and qualified candidate is found.

As conveyed to the Committee, the following are the nominees for Regular Directors for 2020-2021:

1. Dr. Robert M. Magsino
2. Engr. Antonio Panganiban
3. Mary Ann Frances Panganiban
4. Dr. Marilou M. Songco
5. Dr. Vicente M. Magsino, Jr.
6. Rhais Gamboa
7. Carlos Ejercito
8. Jose Ronaldo delos Santos
9. Dr. Jaime Songco
10. Dr. Arturo Marquiño, Jr.
11. Dr. Raymund Diga

Below are the profiles of the nominees who are not incumbent Board members:

#### **Jaime SD. Songco**

Dr. Songco obtained his medical degree in 1984 at the University of Sto. Tomas. He had his clinical internship at Makati Medical Center. He likewise had his residency training for general surgery at the Makati Medical Center, and Urology at the National Kidney and Transplant Institute where he became the Chief Resident. He was a Clinical Observer, Walk in Fellow at the Memorial Sloan Kettering Cancer Center in New York City, and a Research Fellow at the William Beaumont Medical Center in Michigan. He also took a post graduate course in laparoscopic techniques in urology at the New York University. He is a diplomate of the Philippine Board of Urology and a fellow of the Philippine College of Surgeon.

Dr. Songco served as the Secretary of the Philippine Society of Urologic Oncologist from 2002-2011, and as its President from 2012-2014. He was the head of the Urologic-Oncology Cancer Center of Makati Medical Center from 2010 to 2014, and was also the Vice Chairman of the Department of Surgery of Makati Medical Center in 2018. He was the co-founder of Mary Mediatrix Medical Center with Dr. Vicente L. Magsino in 1994, served as its Senior Vice President for Finance and Business Development and was its Chief Operating Officer from 1994 to 2014. He also served as a member of the Board of Directors of Mary Mediatrix Medical Center from 1994-2013.

He also serves on the Advisory Board of several pharmaceutical companies such as Pfizer, Inc., Astra Zeneca, Novartis, GlaxoSmithKline, BiomedisOnco, InvidaMenarini International, Ferring, Phils., and Astellas.

#### **Arturo O. Marquiño, Jr.**

Dr. Marquiño obtained his medical degree in 1989 at the De la Salle Health Science Institute. He had his clinical internship at the De la Salle University Medical Center, and had his residency training in general surgery at the Medical Center Manila. He is a diplomate of the Philippine Board of Surgery and a fellow of the Philippine Society of General Surgeons, Philippine College of Surgeons and Philippine Association of Laparoscopic and Endoscopic Surgery.

He served on the Board of Directors of Metro San Jose Medical Center in 2012-2013 and 2017-2019, and was also its Chief of Clinics in 2017-2019. He was the Chairman of the Department of Surgery of Mary Mediatrix Medical Center from 2007-2012 and 2016-2018, and Chairman of its Credentials Committee from 2000-2007. Dr. Marquiño is also the newly elected President of the Medical Staff Organization of the Company.

#### **Raymund Felix Diga**

Dr. Diga obtained his medical degree in 1990 at the University of Sto. Tomas where he also had his clinical internship. He had his residency training in internal medicine at the Veterans Memorial Medical Center, and as well as his fellowship training in pulmonary medicine where he became the Chief Fellow. He had his post-graduate fellowship training in pulmonary rehabilitation at the Toronto Western Hospital in Ontario, Canada. He is a fellow of the Philippine College of Chest Physicians and Philippine College of Physicians.

Dr. Diga served as the Asst. Chief of the Pulmonary Section and Training Officer of the Internal Medicine Program of Mary Mediatrix Medical Center from 2006-2012. He served as President of the Homeowners' Association from 2015-2017. He is the Head of the Pulmonary Rehabilitation Clinic since 2005 and Section Chief of the Pulmonary Section since 2012 of Mary Mediatrix Medical Center. He is also a member of the current Covid Task Force of the Hospital.

#### **Significant Employees**

The Company considers the contribution of every employee important to the fulfillment of its goals.

#### **Family Relationships**

Dr. Robert M. Magsino, Dr. Vicente M. Magsino, Jr., Dr. Marilou M. Songco, Mary Ann M. Panganiban and Marissa M. Panganiban are siblings.

Engr. Antonio Panganiban and Mrs. Marissa M. Panganiban are spouses.

Dr. Jaime Songco and Dr. Marilou M. Songco are spouses.

There are no other family relationships within the fourth degree of consanguinity known to the registrant other than those that have been disclosed above.

#### **Involvement in Certain Legal Proceedings**

To the best of the Company's knowledge and belief and after due inquiry, and except as otherwise disclosed, None of the directors or the executive officers has, during the last five years and to date, been subject to any of the following:

1. 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;
2. 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;
3. 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

4. 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.

**Interest on Certain Matters to be Acted Upon**

No director or officer of the Company has undisclosed substantial interest, direct or indirect, in any matter to be acted upon in the meeting.

**Certain Relationship and Related Transactions**

There are no transactions with or involving the Company or any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years.

**Item 6. Compensation of Directors and Executive Officers**

The following summarizes the executive compensation received by the President and the top four (4) most highly compensated officers of the Company for 2017, 2018 and 2019, and estimated amount of compensation for 2020, namely Dr. Robert M. Magsino, Marissa Patricia M. Panganiban, Maria Gemma Cruz, Dr. Asis Encarnacion and Dr. Rommel Lojo. It also summarizes the aggregate compensation received by all the officers and directors, unnamed.

Name and Position	Year	Salaries	Bonuses	Others	Total
President and the top four (4) officers	2020	15,965,829	614,070	1,680,000	18,259,899
	2019	13,957,537	550,320	1,629,171	16,137,028
	2018	13,674,167	1,678,158	1,553,333	16,905,658
	2017	12,779,129	1,642,720	1,519,999	15,941,849
Aggregate compensation paid to all officers and directors as a group unnamed	2020	22,454,101	901,511	4,361,730	27,717,342
	2019	18,355,325	724,869	3,845,901	22,926,095
	2018	16,284,909	1,977,297	3,737,777	21,999,983
	2017	15,190,818	1,924,185	4,762,802	21,877,806

## **Compensation of Directors**

The directors of the Company do not receive any compensation as director except for per diem for attendance at board meetings.

## **Standard Arrangements and Other Arrangements**

Other than the per diem as stated above, as at December 31, 2019, 2018 and 2017, the Company has no existing arrangements with members of the Board of Directors, executive officers, and employees.

## **Employment Contracts, Termination of Employment, and Change in Control of Arrangements**

There are no special employment contracts between the Company and its executive officers. There is also no arrangement for compensation to be received from the Company in case of resignation or any other termination of employment or from a change in the management or control of the Company.

## **Warrants and Options Outstanding**

There are no outstanding warrants or options held by directors and officers nor are there any adjustments in the exercise price of said warrants or options.

## **Item 7. Independent Public Accountants**

The appointment, approval or ratification of the Company's independent public auditor will be submitted to the shareholders for approval at the Annual Stockholders' Meeting on August 15, 2020.

The Board of Directors has approved, the reappointment of the auditing firm of Reyes Tacandong & Co. and the certifying partner, Ms. Carolina P. Angeles, is expected to be re-appointed as such for the audit of the financial statements for the year 2020.

Reyes Tacandong & Co. took over from Mr. Gil C. Bermudez in 2017 upon its appointment at the shareholders' meeting in July 1, 2017. There were no disagreements with Mr. Bermudez on any accounting matter.

The Company's Audited Financial Statements for 2019 as certified by Ms. Carolina P. Angeles, is attached to this Information Statement as an Exhibit. The Company has been advised that the Reyes Tacandong & Co. auditors assigned to render audit related services have no shareholdings in the Company, or a right, whether legally enforceable or not, to nominate persons or to subscribe to the securities of the Company, consistent with the professional standards on independence set by the Board of Accountancy and the Professional Regulation Commission.

Representatives of Reyes Tacandong & Co. are expected to be present at the scheduled stockholders meeting. They will have the opportunity to make a statement should they desire to do so and will be available to respond to appropriate questions.

## ***External Audit Fees and Services***

### **Audit and Audit-Related Fees**

The total external audit fees amounted to ₱3.2 million for the three years 2019, 2018 and 2017. The fees are exclusive of value-added tax and out-of-pocket expenses.

### **All Other Fees**

The Company did not engage the external auditors for any other service other than those described in the audit and audit-related fees above.

### **Changes in and Disagreements with Accountants on Accounting and Financial Disclosures**

There have been no disagreements on accounting and financial disclosures between the Company and its current and past external auditors.

SRC Rule 68, Part 3(b)(iv)(ix) provides that “[t]he independent auditors or in the case of an audit firm, the signing partner, of the aforementioned regulated entities shall be rotated after every five (5) years of engagement. A two-year cooling off period shall be observed in the re-engagement of the same signing partner or individual auditor.” The Company is compliant with this rule.

**Item 8. Compensation Plans**

No action is to be taken by the shareholders at the Meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

**C. ISSUANCE AND EXCHANGE OF SECURITIES**

**Item 9. Authorization or Issuance of Securities other than for Exchange**

There is no action is to be taken during the Annual Stockholders’ Meeting with respect to authorization or issuance of any securities other than for exchange for outstanding securities.

**Item 10. Modification or Exchange of Securities.**

There is no action to be taken with respect to the modification of any class of securities of the Company, or the issuance or authorization for issuance of one class of securities of the Company in exchange for outstanding securities of another class.

**Item 11. Financial and Other Information**

There is no action is to be taken during the Annual Stockholders’ Meeting with respect to any matter specified in Items 9 or 10.

**Item 12. Mergers, Consolidations, Acquisitions and Similar Matters**

There is no stockholders’ action to be taken with regard to the following: (1) the merger or consolidation of the Company into or with any other person or of any other person into or with the Company; (2) the acquisition by the Company or any of its security holders of securities of another person; (3) the acquisition by the Company of 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 Company; and (5) the liquidation or dissolution of the Company.

**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 Company.

**D. OTHER MATTERS**

**Item 15. Action with Respect to Reports**

The following matters are included in the agenda of the Annual Stockholders’ Meeting for the approval of the stockholders:

- a) Approval of Minutes of the July 6, 2019 Annual Stockholders’ Meeting
- b) Report of the President
- c) Approval of the Annual Report and the Audited Financial Statements for 2019
- d) Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted From July 6, 2019 to August 14, 2020

- e) Election of Directors (including the Independent Directors)
- f) Appointment of External Auditor

A brief description of material matters approved by the Board of Directors and Management since the last Annual Meeting of Stockholders on July 6, 2019 for ratification by the stockholders:

BR No. 2019-022	<p>“RESOLVED, That the following medical applicants are approved:</p> <p><i>ASSOCIATE- ACTIVE</i> Zora Escano - Internal Medicine</p> <p><i>VISITING</i> Angeli Jeff Fabic - GS Head &amp; Neck</p>
BR No. 2019-023	<p>“RESOLVED, That Atty. Joel Macalino is hereby authorized to extend legal assistance and support to Dr. Vincent Garing and his counsel in the criminal case filed against him on behalf of patient Kenneth Troy Reyes.”</p>
BR No. 2019-024	<p>“RESOLVED, That the design fee for the cul de sac for two (2) additional floors is approved and such design fee shall be based on the standard rate of 4% of the final bid results;</p> <p>RESOLVED FURTHER, that the request for partial payment of 25% of the design fee is also approved.”</p>
BR No. 2019-025	<p>“RESOLVED, That the President, Dr. Robert M. Magsino and/or Mrs. Roselle Azucena and Mr. Godofredo Cruz be authorized to continue negotiations with HB Calleja Heart Institute on the operation and management of the Mediatrix Heart Institute at the profit-sharing of 50-50 between the HBCHI and the hospital and to fully load the new agreement with all the applicable expenses for the account of the partnership or joint venture.”</p>
BR No. 2018-026	<p>“RESOLVED, that the following medical applicants are approved:</p> <p><i>ASSOCIATE-ACTIVE</i> Globeline Macalintal, DMD - Dentist Joy Minerva Villalobos, MD - Internal Medicine, ICC Julita Portugal, MD - Occupational Medicine</p> <p><i>INACTIVE VISITING TO ACTIVE VISITING</i> Enriqueto Contreras, MD - General/Cancer Surgery Ponciano Macalintal, MD - EENT Surgery</p>
BR No. 2019-027	<p>“RESOLVED, that the credit limit of Cocolife is approved for increase to Php 1.5 million effective September 2019.”</p>

BR No. 2019-028	<p>“RESOLVED, that the TOTAL supply gap (SGAP) allowance for the Hospital’s registered nurses shall be increased to Php 7,400.00 for overall total pay of Php 20,000.00, with the following breakdown:</p> <table border="0"> <tr> <td>Current Salary Upon Employment</td> <td>Php 11,500.00</td> </tr> <tr> <td>SGAP</td> <td>Php 5,000.00</td> </tr> <tr> <td>Current Total</td> <td>Php 16,500.00</td> </tr> <tr> <td><b>APPROVED ADDITIONAL SGAP</b></td> <td><b>Php 2,400.00</b></td> </tr> <tr> <td>Meal Allowance</td> <td>Php 1,100.00</td> </tr> <tr> <td><b>OVERALL TOTAL</b></td> <td><b>Php 20,000.00</b></td> </tr> </table>	Current Salary Upon Employment	Php 11,500.00	SGAP	Php 5,000.00	Current Total	Php 16,500.00	<b>APPROVED ADDITIONAL SGAP</b>	<b>Php 2,400.00</b>	Meal Allowance	Php 1,100.00	<b>OVERALL TOTAL</b>	<b>Php 20,000.00</b>
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Meal Allowance	Php 1,100.00												
<b>OVERALL TOTAL</b>	<b>Php 20,000.00</b>												
BR No. 2019- 029	<p>“RESOLVED, that Ms. GRETCHEN BARAIRO is hereby appointed the Officer in Charge for the Hospital’s Continuing Professional Development Accreditation.”</p>												
BR No. 2019-030	<p>“ RESOLVED, that METROPOLITAN BANK &amp; TRUST COMPANY (hereinafter called “METROBANK”) be, and is hereby, designated a depository of the funds/monies of the CORPORATION and that the CORPORATION be, and is hereby authorized to open savings, time, current and/or trust accounts with METROBANK, Head Office, and/or any of its branches.</p> <p>RESOLVED FURTHER, that any one (1) of the following be authorized (i) to sign, execute and/or deliver any and all documents in connection with the opening of any account(s) with or investment of any funds through METROBANK; (ii) to withdraw or transfer the funds/monies of the Corporation by checks, receipt, drafts, bills of exchange withdrawal slips, orders of payment or otherwise, (iii) to sign, endorse, draw, accept, make, execute and/or deliver, for negotiation, payment, deposit or collection, checks, receipts, drafts, bills of exchange, orders for payment and/or other similar instruments in connection with the account(s), (iv) to close the account(s), receive the balance(s) thereof and sign any and all documents which METROBANK may require in connection therewith, and (v) to avail of all other banking services, apply for and enroll in electronic banking channels and appoint its authorized users:</p> <table border="0"> <thead> <tr> <th>NAME</th> <th>Position</th> <th>Signature</th> </tr> </thead> <tbody> <tr> <td>Marissa M. Panganiban</td> <td>SVP Admin Services</td> <td></td> </tr> <tr> <td>Mary Ann Panganiban</td> <td>Director</td> <td></td> </tr> </tbody> </table> <p>RESOLVED FURTHERMORE, that METROBANK, its directors, officers, employees, agents or authorized representatives are each entitled and authorized to rely on these instructions as valid, binding, and effective upon the Corporation and that Metrobank, its directors, officers, employees, agents or authorized representatives shall not be liable for any act done or suffered by them in reliance of the above instructions, it being understood that any and all risks and costs arising from the above instructions shall be for CORPORATION’s sole and exclusive account.</p> <p>RESOLVED FINALLY, that all things/act done and documents executed and entered into by the aforementioned signatories pursuant to and in accordance with the foregoing authorities are hereby confirmed, affirmed and ratified. Likewise, all things/acts done and documents executed and entered into prior to this Resolution are hereby affirmed, confirmed and ratified.”</p>	NAME	Position	Signature	Marissa M. Panganiban	SVP Admin Services		Mary Ann Panganiban	Director				
NAME	Position	Signature											
Marissa M. Panganiban	SVP Admin Services												
Mary Ann Panganiban	Director												

BR No. 2019-031	"RESOLVED, That the doctors who were recognized during the 60 <sup>th</sup> Anniversary of the hospital shall be granted a recognition award in the amount of Php 50,000.00 cash each."														
BR No. 2019- 032	"RESOLVED, That the retirement benefits of Ms. Nida Arguelles shall be paid to her immediately and computed until the date she entered into her current service contract which service contract until December 2019 shall be respected;  RESOLVED FURTHER, That the retirement benefits of Ms. Marissa Panganiban shall be paid to her immediately and computed until September 30, 2019 when she turns 62 years old, and her service is extended for a period of one (1) year to cover the transition period for the entry of the new Chief Operating Officer of the Hospital."														
BR No. 2019-033	"RESOLVED, That Mr. Godofredo V. Cruz is appointed as Chief Financial Officer of the Hospital to replace Ms. Geraldine Ferrer."														
BR No. 2019-034	<p>"RESOLVED, that any two (2) of the following officers/directors of the Corporation shall be authorized to act for and on behalf of the Corporation in relation to the Corporation's bank accounts with Metrobank, BDO, PBCom, BPI, Equicom and Security Bank:</p> <table data-bbox="613 943 1224 1123"> <thead> <tr> <th>NAME</th> <th>POSITION</th> </tr> </thead> <tbody> <tr> <td>Robert M. Magsino</td> <td>President</td> </tr> <tr> <td>Marissa Patricia M. Panganiban</td> <td>SVP Admin Services</td> </tr> <tr> <td>Asis Encarnacion Jr.</td> <td>Medical Director</td> </tr> <tr> <td>Mary Ann Frances Panganiban</td> <td>Board Director</td> </tr> <tr> <td>Antonio C. Panganiban</td> <td>Treasurer</td> </tr> </tbody> </table> <p>RESOLVED FURTHER, that the Corporate Secretary shall be authorized to issue the necessary secretary's certificate in whatever form is required by the respective banks in order to give effect to the above resolution."</p>	NAME	POSITION	Robert M. Magsino	President	Marissa Patricia M. Panganiban	SVP Admin Services	Asis Encarnacion Jr.	Medical Director	Mary Ann Frances Panganiban	Board Director	Antonio C. Panganiban	Treasurer		
NAME	POSITION														
Robert M. Magsino	President														
Marissa Patricia M. Panganiban	SVP Admin Services														
Asis Encarnacion Jr.	Medical Director														
Mary Ann Frances Panganiban	Board Director														
Antonio C. Panganiban	Treasurer														
BR No. 2019- 035	"RESOLVED, that the additional Php 2,065,000.00 to the CAPEX budget for St. James is approved."														
BR No. 2019-036	"RESOLVED, that the working capital for three (3) months in the amount of Php2,000,000.00 for St. James is approved."														
BR No. 2019-037	<p>"RESOLVED, that the following medical applicants are approved:</p> <table data-bbox="613 1610 1182 1701"> <thead> <tr> <th>ASSOCIATE – ACTIVE</th> <th></th> </tr> </thead> <tbody> <tr> <td>Erika Blanca Daquil, MD</td> <td>- Optha Glaucoma</td> </tr> <tr> <td>Marilyn Reyes, MD</td> <td>- Family Medicine</td> </tr> </tbody> </table> <table data-bbox="613 1725 1170 1843"> <thead> <tr> <th>INACTIVE VISITING TO ACTIVE VISITING</th> <th></th> </tr> </thead> <tbody> <tr> <td>April Kirsten Ilustre, MD</td> <td>- IM-Nephro</td> </tr> <tr> <td>Ma. Jenica So, MD</td> <td>- Plastic Surgery</td> </tr> <tr> <td>Allan Anthony Ortiz, MD</td> <td>- GS TCVS</td> </tr> </tbody> </table>	ASSOCIATE – ACTIVE		Erika Blanca Daquil, MD	- Optha Glaucoma	Marilyn Reyes, MD	- Family Medicine	INACTIVE VISITING TO ACTIVE VISITING		April Kirsten Ilustre, MD	- IM-Nephro	Ma. Jenica So, MD	- Plastic Surgery	Allan Anthony Ortiz, MD	- GS TCVS
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Ma. Jenica So, MD	- Plastic Surgery														
Allan Anthony Ortiz, MD	- GS TCVS														



BR No. 2019- 038	<p>“RESOLVED, That any two (2) of the following officers/directors of the Corporation shall be authorized to act for and on behalf of the Corporation in relation to the opening of the Corporation’s bank accounts and availment of payroll services with Union Bank and United Coconut Planters Bank:</p> <table data-bbox="615 365 1258 540"> <thead> <tr> <th>NAME</th> <th>POSITION</th> <th>Signature</th> </tr> </thead> <tbody> <tr> <td>Robert M. Magsino</td> <td>President</td> <td></td> </tr> <tr> <td>Marissa Patricia Panganiban</td> <td>SVP Admin Services</td> <td></td> </tr> <tr> <td>Asis Encarnacion Jr.</td> <td>Medical Director</td> <td></td> </tr> <tr> <td>Mary Ann Frances Panganiban</td> <td>Board Director</td> <td></td> </tr> <tr> <td>Antonio Panganiban</td> <td>Treasurer</td> <td></td> </tr> </tbody> </table> <p>RESOLVED FURTHER, That the Corporate Secretary shall be authorized to issue the necessary secretary’s certificate in whatever form is required by the respective banks in order to give effect to the above resolution.”</p>	NAME	POSITION	Signature	Robert M. Magsino	President		Marissa Patricia Panganiban	SVP Admin Services		Asis Encarnacion Jr.	Medical Director		Mary Ann Frances Panganiban	Board Director		Antonio Panganiban	Treasurer	
NAME	POSITION	Signature																	
Robert M. Magsino	President																		
Marissa Patricia Panganiban	SVP Admin Services																		
Asis Encarnacion Jr.	Medical Director																		
Mary Ann Frances Panganiban	Board Director																		
Antonio Panganiban	Treasurer																		
BR No. 2019- 039	<p>“RESOLVED, that the cash dividend in the total amount of P61.7 million or P110.10 per share payable to stockholders of record as of December 31, 2018 is hereby approved.”</p>																		
BR No. 2019- 040	<p>“RESOLVED, that the proposed capital expenditures budget for 2020 in the amount of Php 248 million and the proposed target net income after tax (NIAT) of 14% as a percentage to net revenues is hereby approved.”</p>																		

BR No. 2020- 001A	<p>“RESOLVED, That the following medical applicants are approved:</p> <p><b>ACTIVE</b></p> <p>Julie Anne Patricia Songco, MD General Dermatology Dermatologic and Laser Surgery, Cosmetics and Procedural Dermatology and Research</p> <p><b>ASSOCIATE-ACTIVE</b></p> <table data-bbox="618 1615 1341 1677"> <tr> <td>Gilbert Florentino, MD</td> <td>IM-Cardio (Electrophysiology)</td> </tr> <tr> <td>Michelle Martin, MD</td> <td>OB-Gyne Perinatology</td> </tr> </table> <p><b>VISITING TO ASSOCIATE-ACTIVE</b></p> <table data-bbox="618 1757 1295 1790"> <tr> <td>Manuel P. Hiwatig</td> <td>Surgical Oncology</td> </tr> </table>	Gilbert Florentino, MD	IM-Cardio (Electrophysiology)	Michelle Martin, MD	OB-Gyne Perinatology	Manuel P. Hiwatig	Surgical Oncology
Gilbert Florentino, MD	IM-Cardio (Electrophysiology)						
Michelle Martin, MD	OB-Gyne Perinatology						
Manuel P. Hiwatig	Surgical Oncology						

<p>BR No. 2020- 001B</p>	<p>"RESOLVED, as it is hereby resolved, to authorize the following:</p> <ol style="list-style-type: none"> <li>1. Subscribe to the Land Bank of the Philippines' (LBP's) internet banking facility known as "weAccess"; and</li> <li>2. Designate authorized signatories to enroll and designate authorized users in the LANDBANK weAccess;</li> </ol> <p>"RESOLVED, FURTHER, to authorize ROBERT VINCENT M. MAGSINO, MD, President and CEO and MARISSA PATRICIA M. PANGANIBAN, Senior Vice President for Admin Affairs, to do the following:</p> <ol style="list-style-type: none"> <li>1. execute/sign all documents necessary to subscribe to LBP's "weAccess";</li> <li>2. designate/authorize personnel to act as "maker" or "authorizer" for the company's access to LBP's weAccess banking facility; and</li> <li>3. amend/add/delete enrolled deposit account/s as source and/or destination account/s, access rights to the weAccess modules, authorization rules and/or any information on the original and succeeding enrollments.</li> </ol> <p>THAT, this is an addendum to the signatories of the submitted resolution for savings account 1601-1266-28.</p> <p>THAT, this is an addendum to the signatories of the submitted resolution for the submitted resolution for the opening of our current account."</p>
<p>BR No. 2020-002</p>	<p>"RESOLVED, that the Corporation's President, ROBERT M. MAGSINO, M.D., be authorized to transact business and perform all duties and acts necessary to process legal agreements, contracts, certificates and licenses including the signing of subsequent and supplemental documents with Batangas II Electric Cooperative Inc. with business address at Antipolo del Norte, Lipa City;</p> <p>"RESOLVED FURTHER, that the foregoing resolution has not been altered, modified, nor revoked, and that the same is in full force and binding on the Corporation as of date hereof."</p>
<p>BR No. 2020-003</p>	<p>"RESOLVED, that the following employees of the Corporation are hereby appointed as representatives of the Corporation before the Bureau of Internal Revenue for processing of the Corporation's book of accounts, and to make, sign, execute, deliver and receive contracts, agreements, and any and all documents and other writings of whatever nature or kind as may be necessary to carry into effect the foregoing authority:</p> <ol style="list-style-type: none"> <li>1. PERLA E. CUETO</li> <li>2. LADY RIZZA A. RIZARO</li> <li>3. CLARISSA R. JAPLOS</li> <li>4. FRANCES ANGELIE R. DE GUZMAN."</li> </ol>

BR No. 2020-004	"RESOLVED, That the release or payment of 50% of the cash dividends previously declared for the year 2018 is deferred to a later date to be determined by the Board of Directors."																																								
BR No. 2020-005	<p>"RESOLVED, That the following Risk Exposure Allowance were recognized and approved by the Board of Directors"</p> <table border="0"> <tr> <td>NURSING SERVICE/IC</td> <td>Allowance per month</td> </tr> <tr> <td>Infection Control Nurse</td> <td>P6500- pro-rated if on leave</td> </tr> <tr> <td>ERID Nurses (18)</td> <td>P10,000- pro-rated if on leave</td> </tr> <tr> <td>ER Nurse at the tent</td> <td>P5000</td> </tr> <tr> <td>Station 7 Nurses</td> <td>P5000</td> </tr> <tr> <td>COVID Team Nurses (8)</td> <td>P6500</td> </tr> <tr> <td>Screeners</td> <td>P2500</td> </tr> <tr> <td>Ambulance Nurse</td> <td>P1000</td> </tr> </table> <p>ANCILLARY</p> <table border="0"> <tr> <td>Radiology</td> <td>P250/positive exposure and P100/PUI</td> </tr> <tr> <td>Medtechs</td> <td>P250/positive exposure and P100/PUI</td> </tr> <tr> <td>Pulmo</td> <td>P250/positive exposure and P100/PUI</td> </tr> <tr> <td>CVO Tech</td> <td>P250/positive exposure and P100/PUI</td> </tr> <tr> <td>Ancillary-Others</td> <td>P250/positive exposure and P100/PUI</td> </tr> </table> <p>SUPPORT GROUP</p> <table border="0"> <tr> <td>Ambulance Driver</td> <td>P1000/trip covid patient for transfer</td> </tr> <tr> <td>Engineering/Maintenance</td> <td>P250/positive exposure</td> </tr> <tr> <td>IT</td> <td>P250/positive exposure</td> </tr> <tr> <td>Janitors</td> <td>P250/day for positive (STN 8)</td> </tr> <tr> <td>Security Guard</td> <td>P2,500/mo. Distributed to all SG on duty</td> </tr> <tr> <td>Resident Doctors</td> <td></td> </tr> <tr> <td>IM/Pedia/Surgery/Fellow</td> <td>P5000/mo. Pro-rated if on leave</td> </tr> </table>	NURSING SERVICE/IC	Allowance per month	Infection Control Nurse	P6500- pro-rated if on leave	ERID Nurses (18)	P10,000- pro-rated if on leave	ER Nurse at the tent	P5000	Station 7 Nurses	P5000	COVID Team Nurses (8)	P6500	Screeners	P2500	Ambulance Nurse	P1000	Radiology	P250/positive exposure and P100/PUI	Medtechs	P250/positive exposure and P100/PUI	Pulmo	P250/positive exposure and P100/PUI	CVO Tech	P250/positive exposure and P100/PUI	Ancillary-Others	P250/positive exposure and P100/PUI	Ambulance Driver	P1000/trip covid patient for transfer	Engineering/Maintenance	P250/positive exposure	IT	P250/positive exposure	Janitors	P250/day for positive (STN 8)	Security Guard	P2,500/mo. Distributed to all SG on duty	Resident Doctors		IM/Pedia/Surgery/Fellow	P5000/mo. Pro-rated if on leave
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BR No. 2020-006	"RESOLVED, that Option 3 which is the purchase of the PCR Lab directly from the supplier, Endec, is hereby approved."																																								
BR No. 2020-007	"RESOLVED, that the Audited Financial Statements for the year end 2019 as presented are approved."																																								
BR No. 2020-008	"RESOLVED, that the retained earnings of the Corporation which is in excess of its paid-up capital is appropriated for future construction."																																								
BR No. 2020-009	"RESOLVED, that the release or payment of 50% of the cash dividends previously declared for the year 2018 is deferred to September 2020, depending on the cash flow situation of the Corporation by then."																																								
BR No. 2020-010	"RESOLVED, that the 20 Million capex is approved subject to the presentation to the Execom of the details on appropriation or expenditure, and that any expenditure beyond 5 Million shall be subject to further Board approval."																																								

BR No. 2020-011	"RESOLVED, that the New Manual on Corporate Governance as presented to the Board is approved for submission to the Securities and Exchange Commission."
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**Item 19. Voting Procedures**

- (a) Every shareholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of registrant, unless the law provides otherwise. Cumulative voting may be used in the election of the members of the Board of Directors.
- (b) The votes required for (1) ratification of reports, acts, and resolutions of the Board of Directors and Management, and (2) appointment of external auditor shall be the majority vote of the shareholders.
- (c) Voting shall be done by secret ballots and counting of votes shall be conducted by the Nomination and Election Committee.

**UPON WRITTEN REQUEST OF THE STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A, AS FILED WITH THE SEC, FREE OF CHARGE. ANY WRITTEN REQUEST SHALL BE ADDRESSED TO:**

  
**ANTHONY B. PERALTA**  
Corporate Secretary

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas

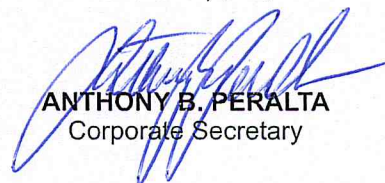
PART III.

SIGNATURE PAGE

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 July 21, 2020.

MARY MEDIATRIX MEDICAL  
CENTER, INC.

By:

  
ANTHONY B. PERALTA  
Corporate Secretary

**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **DR. ERNESTO O. DOMINGO**, Filipino, of legal age and a resident of Tierra Pura, Tandang Sora, 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 MARY MEDIATRIX MEDICAL CENTER, INC. and have been its independent director since 2016.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
Medical Test Systems, Inc.	Vice President, Member Board of Directors	Nov. 15, 1979

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of MARY MEDIATRIX MEDICAL CENTER, INC., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any of the directors/officers/substantial shareholders of MARY MEDIATRIX MEDICAL CENTER, INC. other than the relationship 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 shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
7. I shall inform the Corporate Secretary of MARY MEDIATRIX MEDICAL CENTER, INC. of any changes in the abovementioned information within five days from its occurrence.

Done, this JUN 23 2020 day of \_\_\_\_\_, at MANDALUYONG CITY.

  
**DR. ERNESTO O. DOMINGO**  
 Affiant

SUBSCRIBED AND SWORN to before me this JUN 23 2020 day of \_\_\_\_\_ at MANDALUYONG CITY, affiant personally appeared before me and exhibited to me his PRC ID No. 25037 issued at Manila City on November 1961 and valid until June 2020.

Doc. No. 105 ;  
 Page No. 22 ;  
 Book No. 72 ;  
 Series of 2020.

**ATTY. JAMES ABUGAW**  
**NOTARY PUBLIC**  
 Appt. No. 0142197  
 Until Dec 31, 2020  
 IBPN No. 1010083 01/03/2020 Rizal Chapter  
 Roll No. 26890 Lifetimee  
 MCLE No. VI-0012875 Until 4/14/2022  
 TIN No. 116-239-956  
 PTR No. 42339065701-03-2020  
 TEL No. 631-40-90  
 Mandaluyong City

**MARY MEDIATRIX MEDICAL CENTER, INC  
MANAGEMENT REPORT**

## MANAGEMENT REPORT

### A. General Information

Mary Mediatrix Medical Center, Inc. (MMMCI or the Company) was originally incorporated and registered with the Philippine Securities and Exchange Commission (SEC) as a close Company under the name Magsino General Hospital, Inc. on November 16, 1977.

The Company's primary purpose was to establish, operate, own and/or maintain a hospital or hospitals, medical and clinical laboratories and such other enterprises which may have similar or analogous undertaking or dedicated to services in connection therewith.

The Company presently operates Mary Mediatrix Medical Center (MMMC or the Hospital), a tertiary level four hospital with 200 bed capacity in Lipa City, Batangas.

The Company started operations of the Hospital in the 1960's as Magsino General Hospital, a two-storey facility with 30 bed capacity and adequate basic needs. In 1994, the Company amended its name to Mary Mediatrix Medical Center, Inc. and increased its bed capacity to 100 and offered advanced diagnostic services to cater to its large patient base.

In 2013, the Company received the ISO 9001:2008 certification, which attests to international quality standards of the Hospital, enhancing customer satisfaction. In 2014, the Company added an annex building housing its new dialysis center, more patient rooms and a larger emergency room. This symbolizes the relentless commitment of the Company to provide healthcare of the highest standards to the people of the region.

The Company's principal place of business is located at J.P. Laurel Highway, Mataas na Lupa, Lipa City.

In February 2016, the Company and Mount Grace Hospitals, Inc. (MGHI), a stock Company whose main purpose is to invest in the medical and healthcare industry, entered into a Share Acquisition Agreement wherein MGHI subscribed to at most twenty percent (20%) of the Company's total issued and outstanding capital stock when taken together with Health Delivery Systems, Inc. (HDSI), which is a related party of MGHI and an already existing stockholder of the Company.

In February 2019, the SEC approved the Company's increase in authorized capital stock from 750,000 shares at 100 par value to 1,500,000 shares at 100 par value, and the corresponding stock dividends were distributed to the stockholders of record as of December 31, 2016.

### ***Status of Operations***

The principal services offered by the Hospital are divided into ancillary services and nursing services. Ancillary services include the cardiovascular center, food and nutrition, physical medicine & rehabilitation center, weight management, skin center, industrial corporate center, hearing and balance center, eye center, radiology, pulmonary center, nuclear medicine center, neuroscience center, dental clinic, laboratory medicine and clinical pharmacy. Nursing services include cardiovascular operating room, catheterization laboratory, dialysis services, surgical services, emergency medicine, nursery & well baby facilities, neonatal intensive care unit, cardiac care unit, chemotherapy & blood transfusion unit, bone competence center, intensive care unit, infection control, diagnostic & therapeutic endoscopy unit and diabetes educational clinic. The Hospital also caters to the growing industrial and corporate sector of the Calabarzon region with an average of 9,000 patients per month for preventive and therapeutic health care.

The contributions of these services to revenues are discussed in the Management Discussion and Analysis section of this report.

MMMC can effectively compete with the other hospitals in the area because of its high quality patient care with the most number of medical specialists on its roster at 300 doctors actively practicing in the



institution. MMMC also has accredited training programs in Internal Medicine, Pediatrics as well as Cardiology Fellowship training. MMMC has the most modern and updated equipment with the widest range of ancillary services available in the area, and has the highest number of accredited HMOs and Insurances. Furthermore, MMMC's organizational and functional structure results in very efficient operations and financial management which makes it a consistent market leader.

The Company's primary suppliers of medicines are Zuellig Pharma Corp., United Laboratories, Inc. and Metro Drug, Inc. while medical supplies are sourced from Niles Company, AMHSCO and FAS.

The Company is not dependent on any single or few patients within the locality. It is widely spread among both the locals and foreigners in Lipa City and other nearby towns and cities within the Calabarzon Region.

On April 23, 2018, the SEC approved the amendment of the Company's primary purpose to include the training and development of qualified physicians, surgeons, nurses and other medical professionals so that the Company may be accredited as a local continuing professional development provider by the Professional Regulation Commission (PRC).

The Company is not involved in any bankruptcy, receivership or any similar proceedings; and there is no material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business.

B. Market Price of and Dividends required by Part V of Annex C, as amended

**Market Information**

The common stock of the Company is not listed in any stock exchange nor is it actively traded.

**Stockholders**

As at March 31, 2020, the Company has 221 stockholders. Below is the list of the top 20 stockholders.

No.	Stockholder	No. of Shares	%
1	MOUNT GRACE HOSPITALS, INC.	143,750	12.80
2	MAGSINO, VICENTE M. JR.	82,310	7.37
3	PANGANIBAN, MARY ANN FRANCES M.	82,310	7.37
4	MAGSINO, JAIME AMADO	81,310	7.28
5	MAGSINO, ROBERT M.	81,309	7.28
6	HEALTH DELIVERY SYSTEM, INC.	79,999	7.16
7	PANGANIBAN, MARISSA PATRICIA M.	78,330	7.01
8	MANALO, MA. TERESA M.	67,850	6.07
9	SONGCO, MARILOU M.	63,870	5.72
10	MAGSINO, LILLIAN	51,050	4.57

11	PARRENAS, HEDDA	40,000	3.58
12	VILLANUEVA, JOSE TEODORO	20,000	1.79
13	HIDALGO, MARY ANN A.	17,000	1.52
14	MERCADO, EDWIN M.	10,000	0.89
15	POMPA, REENA SEGUNDINA K.	5,000	0.45
16	REYES, ROSA	4,000	0.36
17	LAT, SUSAN MERCADO	4,000	0.36
18	SONGCO, JULIE ANNE PATRICIA M.	4,000	0.36
19	COMIA, MA. CRISTINA T.	3,000	0.27
20	MAGSINO, CELSO L.	3,000	0.27

### **Dividends**

The Company has declared the following dividends:

<b>Date of Declaration</b>	<b>Record Date</b>	<b>Type</b>	<b>Payment Date</b>	<b>Amount</b>
25 November 2019	31 December 2018	Cash	To be paid no later than December 31, 2020	₱110.10 per share
12 December 2018	31 December 2017	Cash	To be paid no later than December 31, 2019	₱125.90. per share
5 June 2017	31 December 2016	Cash	To be paid no later than December 31, 2018	₱130.24. per share
5 June 2017	31 December 2016	Stock	To be issued upon approval of increase in authorized capital stock	1 share per share
2016	31 December 2015	Cash	To be paid in two equal installments on July 2018 and on December 2018	₱130.24 per share

### **Recent Sales of Unregistered Securities**

The Company does not have any unregistered securities.

C. The financial statements for the fiscal year ended 31 December 2019 and Interim financial statements as of March 31, 2020 are attached to this Information Statement.

### D. Management's Discussion and Analysis (MD&A) or Plan of Operation

The following discussion and analysis should be read in conjunction with the accompanying financial statements and the related notes. The financial statements, and the financial information below, have been prepared in accordance with the Philippine Financial Reporting Standards (PFRS).

Below are the financial highlights of the Company's operation for the three months ended December 31, 2020, and 2019 and financial position as at March 31, 2020, and 2019.

		<b>Three Months Ended March 31</b>	
	Note	<b>2020</b>	2019
<b>REVENUE</b>	14	342,875,098	<b>382,553,809</b>
<b>COST OF SALES AND SERVICES</b>	15	247,478,244	<b>241,398,114</b>
<b>GROSS PROFIT</b>		<b>95,396,854</b>	<b>141,155,695</b>
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	16	59,592,786	<b>58,758,801</b>
<b>OPERATING PROFIT</b>		53,280,508	<b>82,396,894</b>
<b>INTEREST EXPENSE</b>	10	(1,931,127)	<b>(47,318)</b>
<b>OTHER INCOME</b>	18	9,981,371	<b>4,880,147</b>
<b>INCOME BEFORE INCOME TAX</b>		<b>43,854,312</b>	<b>87,229,723</b>
<b>PROVISION FOR INCOME TAX</b>	19	<b>13,146,341</b>	<b>25,802,118</b>
<b>NET INCOME</b>		<b>30,707,971</b>	<b>61,427,605</b>
<b>OTHER COMPREHENSIVE INCOME</b>		–	–
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>30,707,971</b>	<b>61,427,605</b>

	<b>March 31, 2020 (Unaudited)</b>	December 31, 2019 (Audited)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	<b>91,214,236</b>	114,491,471
Trade and other receivables	<b>115,273,552</b>	119,029,214
Inventories	<b>97,417,958</b>	71,688,804
Other Current Assets	<b>10,061,738</b>	9,972,232
Total Current Assets	<b>313,840,989</b>	315,181,721
<b>Noncurrent Assets</b>		
Property and equipment		
At cost	<b>1,410,696,732</b>	1,417,499,068
At revalued amount	<b>494,132,000</b>	494,132,000
Right of Use Asset	<b>12,938,118</b>	13,966,266
Other Non-current Assets	<b>122,149,068</b>	101,608,208
Total Noncurrent Assets	<b>2,039,915,918</b>	2,027,205,542
Total Assets	<b>2,353,756,907</b>	2,342,387,263
<b>LIABILITIES AND EQUITY</b>		
<b>Current Liabilities</b>		
Trade and other payables	<b>341,988,205</b>	368,880,374
Lease Liability - Current	<b>1,070,058</b>	1,935,044
Current portion of loans payable	<b>4,166,667</b>	-
Income tax payable	<b>32,094,553</b>	22,094,037
Total Current Liabilities	<b>379,319,483</b>	392,909,455
<b>Noncurrent Liabilities</b>		
Loans payable - net of current portion	<b>145,833,333</b>	150,000,000
Lease Liability - net of current portion	<b>11,303,796</b>	11,423,668

Net deferred tax liabilities	<b>43,196,899</b>	43,415,061
Net retirement benefits liability	<b>32,131,905</b>	31,528,398
Other noncurrent liabilities	<b>38,920,406</b>	40,767,567
<b>Total Noncurrent Liabilities</b>	<b>271,386,339</b>	277,134,694
<b>Total Liabilities</b>	<b>650,705,822</b>	670,044,149
<b>Equity</b>		
Capital stock	<b>111,950,000</b>	111,950,000
Additional paid-in capital	<b>905,989,615</b>	905,989,615
Stock dividends distributable	–	–
Retained earnings	<b>488,832,767</b>	458,124,796
Revaluation surplus on land	<b>197,006,324</b>	197,006,324
Cumulative net remeasurement gain on retirement benefits liability	<b>4,552,379</b>	4,552,379
Treasury stock	<b>(5,280,000)</b>	(5,280,000)
<b>Total Equity</b>	<b>1,703,051,085</b>	1,672,343,114
	<b>2,353,756,907</b>	2,342,387,263

*\*Differences are due to rounding off*

## **COMPARING MARCH 31, 2020 AND 2019**

### **Statement of Comprehensive Income**

Revenue decreased by 10% from 382.55million in the first quarter of 2019 to 342.88 million during the first quarter of 2020. This is mainly due to the decrease in census as a result of the COVID-19 pandemic as shown by the decrease in revenues earned from hospital and ancillary by 12% from 208.17 million to 184.01 million in 2020. Room and board revenues also decreased by 11% during the period of January to March 2020. This decrease is brought by the decrease in inpatient days averaging 40%.

Cost of sales, however, increased by 3% from 241.40 million in 2019 to 247.48 million in 2020.

There were no major operating expenses during the first quarter of 2020, however, accidental expenses related to COVID-19 pandemic were incurred during the first quarter.

The Company registered a net income after tax of 30.71 million, a decrease of 30.72 million or 50% compared to first quarter of 2019 of 61.43 million.

### **Statement of Financial Position**

The Company's total assets for the three months ended March 31, 2020 amounted to 2,353.8 million which increased from the 2,342.5 million in 2019. Increase in inventory was noticeable for the first quarter because of the managements' decision to stock up in anticipation of increase in medical supplies prices as driven by the crisis. Assets were heavily banked on land, building and investments on medical equipment which amounted to 1,424.13 million or 60% of the total assets.

The Company has an on-going construction of a new building which will house the cancer center and parking area. The company has also paid in full to Siemens for the acquisition of Linear Accelerator Machine for the cancer center.

The significant decrease in revenues correlated the decrease in cash sales that supports the operating expenses of the Company. Also, due to the pandemic, the Company's collections slowed down. In particular, PhilHealth collection is not expected until the 3rd quarter of the year. This impact on the liquidity of the Company resulted in an option to obtain bank loans to support operational expenses.

There are no material off-balance sheet transactions, obligations and other relationships with unconsolidated entities created during the period.

The Company has begun to build and acquire CAPEX directly related to facility improvements in ad-

ressing the COVID-19 pandemic, including but not limited to a PCR laboratory.

The pandemic caused a significant decrease in hospital census subsequently resulting to a decreased in revenues. To address this decrease in revenues, new services are being introduced including but not limited to PCR testing. The Company has also avoided major expenses and has implemented some cost saving measures in manpower scheduling, reduction in contractual services and deferment of non-urgent services.

Total liabilities amounted to 650.71 million which decreased by 3% from the 470.04 million in 2019. Stockholders' equity amounted to 1,703.05 million which increased by 15% from the 1,672.34 million in 2019. Also, the Company has been consistently paying its obligations to creditors for capital expenditures while consistently maintaining a healthy level of cash flows for operations for the first quarter.

Overall, the current COVID-19 pandemic is the main driver of the performance of the Company and has had a material effect on the Company's financial statement.

### **Key Performance Indicators**

#### **A. Hospital Census**

The Company's inpatient days decreased by 40% from 5,475 in the first quarter of 2019 to 3,290 during January to March 31, 2020.

#### **B. Receivables Management**

The Company provided allowance for doubtful accounts based on a certain percentage of revenue.

#### **C. Inventory Management**

On a regular basis, the Company maintains its inventories at a level appropriate to efficiently continue its operations. The Company regularly reviews the reorder quantity and lead-time to ensure that inventory is kept at an optimum level. For the first quarter, additional inventories were purchased in anticipation of the crisis effect on supply and item prices.

D. Payables Management

The Company has been consistently paying obligations to creditors while consistently maintaining a healthy level of cash flows for our operations. In 2017, the Company invested in money market funds to help maintain this balance.

- E. The ratio of income before tax to revenue measures the profitability of the company. For the first quarter of 2020, it decreased to 13% from 23% during the prior year. The decrease in revenue for the first quarter of 2020 is brought by lower census and increase in expenses incurred at the start of the pandemic.

**Causes for Material Changes from Period to Period of Financial Statements including vertical and horizontal analyses (5%)**

a. Gross Revenues	Decrease by 10%	The ECQ and lockdown forced the hospital to close some services (OPD) during the period, which resulted in a major decrease in census, subsequently reducing the revenue compared to a full normal operation during 2019.
b. Interest Expense	Increase by 3,981%	Due to the loan acquired December 2019.
c. Other Income	Increase by 105%	Senior citizen claims were collected for the period.
d. Income Tax Expense	Decrease by 49%	The decrease in income decreases the Company's income tax obligation.
e. Cash and Cash Equivalents	Decrease by 20%	The decrease in sales resulted to a lower cash level by the end of the period. In addition, the Company paid Php 45.0 million as full payment for an equipment to be used in the Cancer Center.
f. Inventories	Increase by 36%	It was management directive to purchase and stock up on essential supplies that are vital during COVID in anticipation of any price hike and demand driven shortage.

### ***Changes in and Disagreements with Accountants on Accounting and Financial Disclosure***

The financial statements of the Company for the years ended December 31, 2019, 2018 and 2017 has been audited by Reyes Tacandong & Co. and the partner in-charge is Ms. Carolina P. Angeles.

There have been no disagreements on accounting and financial disclosures between the Company and its current and past external auditors.

#### **E. Directors, Executive Officers, Promoters and Control Persons**

Please refer to Item 5(a) of this Information Statement.

#### **F. Compliance with Corporate Governance**

The Company adopted a Manual of Corporate Governance to institutionalize the rules and principles of good corporate governance in accordance with the Revised Code of Corporate Governance promulgated by the Securities and Exchange Commission (SEC). Its Manual on Corporate Governance was submitted to the SEC on March 8, 2018, in accordance with SEC Memorandum Circular No. 6, series of 2009.

Even prior to submission of the Company's Manual, the Nomination and Compensation Committees were already in place in the Company and it also elected two (2) independent directors in 2017. Pursuant to the Manual, the Company has three (3) Board Committees, the Nomination, Compensation and Audit Committee which are all in the process of drafting their respective Committee Charters. A Compliance Officer was appointed in 2017, directly reporting to the Chairman of the Board to monitor compliance with the provisions and requirements of the Manual.

There are no known deviations from the Company's Manual of Corporate Governance. The Company, its Board of Directors and Executive Officers have substantially complied with the Manual.

In compliance with SEC Memorandum Circular No. 24, series of 2019, the Company submitted its New Manual of Corporate Governance on June 23, 2020, or within the period prescribed. The Company shall comply with its New Manual and revise its Board Committees in accordance therewith.



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Hi MEDIATRIX,

### Valid files

- EAFS000958720OTH2019-02.pdf
- EAFS000958720OTH2019-04.pdf
- EAFS000958720OTH2019-03.pdf
- EAFS000958720OTH2019-01.pdf
- EAFS000958720ITR2019.pdf
- EAFS000958720AFS2019.pdf

### Invalid file

- <None>

Transaction Code: **AFS-2019-3TRTQS2V0Q1PZVRWWMPV2S2QM0C6L68976**

Submission Date/Time: **Jun 29, 2020 03:26 PM**

Company TIN: **000-958-720**

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- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
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# COVER SHEET

## for AUDITED FINANCIAL STATEMENTS

SEC Registration Number

0 0 0 0 0 0 7 6 6 4 6

### COMPANY NAME

M A R Y M E D I A T R I X M E D I C A L C E N T E R , I N C .

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

J . P . L a u r e l H i g h w a y , M a t a a s n a L u p a ,  
L i p a C i t y , B a t a n g a s

Form Type

A A F S

Department requiring the report

C R M D

Secondary License Type, If Applicable

N A

### COMPANY INFORMATION

Company's Email Address: robertmagmd@yahoo.com  
Company's Telephone Number/s: (043) 773-6800  
Mobile Number: -  
No. of Stockholders: 221  
Annual Meeting (Month / Day): 1st Saturday of June  
Calendar Year (Month / Day): December 31

### CONTACT PERSON INFORMATION

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

Name of Contact Person: Robert M. Magsino  
Email Address: robertmagmd@yahoo.com  
Telephone Number/s: (043) 773-6800  
Mobile Number: -

### CONTACT PERSON'S ADDRESS

J.P. Laurel Highway, Mataas na Lupa, Lipa City

**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.



**STATEMENT OF MANAGEMENT'S RESPONSIBILITY  
FOR FINANCIAL STATEMENTS**

The Management of **Mary Mediatrix Medical Center, Inc.** (the Company) is responsible for the preparation and fair presentation of the financial statements, including the additional components attached therein, as at and for the year ended December 31, 2019, 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.

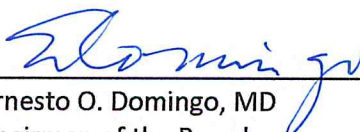
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or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

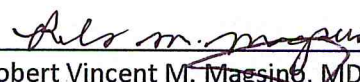
The Board of Directors is responsible for overseeing the Company's financial reporting process.


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, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their reports to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

June 01, 2020

  
\_\_\_\_\_  
Ernesto O. Domingo, MD  
Chairman of the Board

  
\_\_\_\_\_  
Robert Vincent M. Magsino, MD  
President

  
\_\_\_\_\_  
Engr. Antonio C. Panganiban  
Treasurer

## INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors  
Mary Mediatrix Medical Center, Inc.  
J.P. Laurel Highway, Mataas na Lupa  
Lipa City, Batangas

### *Opinion*

We have audited the financial statements of Mary Mediatrix Medical Center, Inc. (the Company), which comprise the statements of financial position as at December 31, 2019 and 2018, the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years ended December 31, 2019, 2018 and 2017, and notes to financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years ended December 31, 2019, 2018 and 2017 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), SEC Form 17-A and Annual Report for the year ended December 31, 2019, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2019 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 audits or otherwise appears to be materially misstated.

*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 the 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 the 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.

  
CAROLINA P. ANGELES

Partner

CPA Certificate No. 86981

Tax Identification No. 205-067-976-000

BOA Accreditation No. 4782; Valid until August 15, 2021

SEC Accreditation No. 0658-AR-3 Group A

Valid until March 23, 2025

BIR Accreditation No. 08-005144-007-2019

Valid until October 16, 2022

PTR No. 8116476

Issued January 6, 2020, Makati City

June 1, 2020

Makati City, Metro Manila

**MARY MEDIATRIX MEDICAL CENTER, INC.**

**STATEMENTS OF FINANCIAL POSITION**

		December 31	
	Note	2019	2018
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	4	P114,491,471	P229,278,474
Trade and other receivables	5	119,029,214	66,772,152
Inventories	6	71,688,804	66,758,891
Other current assets	7	9,972,232	3,021,810
Total Current Assets		315,181,721	365,831,327
<b>Noncurrent Assets</b>			
Property and equipment			
At cost	8	1,417,499,068	1,022,747,485
At revalued amount	8	494,132,000	494,132,000
Right-of-use assets	21	13,966,266	–
Other noncurrent assets	7	101,608,208	110,822,466
Total Noncurrent Assets		2,027,205,542	1,627,701,951
		<b>P2,342,387,263</b>	<b>P1,993,533,278</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Current Liabilities</b>			
Trade and other payables	9	P368,880,374	P302,979,326
Current portion of lease liabilities	21	1,935,044	–
Current portion of loans payable	10	–	500,000
Income tax payable		22,094,037	14,567,639
Total Current Liabilities		392,909,455	318,046,965
<b>Noncurrent Liabilities</b>			
Lease liabilities - net of current portion	21	11,423,668	–
Loans payable - net of current portion	10	150,000,000	3,625,000
Net retirement benefits liability	19	31,528,398	31,468,130
Net deferred tax liabilities	20	43,415,061	44,225,740
Other noncurrent liabilities	11	40,767,567	64,913,159
Total Noncurrent Liabilities		277,134,694	144,232,029
Total Liabilities		670,044,149	462,278,994
<b>Equity</b>			
Capital stock	12	111,950,000	56,500,000
Additional paid-in capital		905,989,615	912,713,967
Retained earnings		458,124,796	304,510,693
Revaluation surplus on land	8	197,006,324	197,006,324
Cumulative net remeasurement gain on retirement benefits liability	19	4,552,379	15,163,300
Treasury stock	12	(5,280,000)	(10,090,000)
Stock dividends distributable	12	–	55,450,000
Total Equity		1,672,343,114	1,531,254,284
		<b>P2,342,387,263</b>	<b>P1,993,533,278</b>

See accompanying Notes to Financial Statements.

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**STATEMENTS OF COMPREHENSIVE INCOME**

	Note	Years Ended December 31		
		2019	2018	2017
REVENUE	14	P1,514,955,488	P1,342,439,044	P1,173,247,398
COST OF SALES AND SERVICES	15	967,327,039	872,915,828	765,215,732
GROSS PROFIT		547,628,449	469,523,216	408,031,666
GENERAL AND ADMINISTRATIVE EXPENSES	16	260,164,708	247,882,249	212,598,670
OPERATING PROFIT		287,463,741	221,640,967	195,432,996
INTEREST EXPENSE	10	(821,718)	(176,905)	(78,879)
OTHER INCOME	18	20,288,055	18,752,364	18,331,643
INCOME BEFORE INCOME TAX		306,930,078	240,216,426	213,685,760
PROVISION FOR (BENEFIT FROM) INCOME TAX	20			
Current		87,870,736	74,512,855	65,257,666
Deferred		3,736,858	(2,307,122)	(1,699,286)
		91,607,594	72,205,733	63,558,380
NET INCOME		215,322,484	168,010,693	150,127,380
<b>OTHER COMPREHENSIVE INCOME</b>				
<i>Not to be reclassified subsequently to profit or loss</i>				
Remeasurement gain (loss) on retirement benefits liability - net of deferred tax	19	(10,610,921)	1,174,482	4,233,561
Revaluation surplus on land - net of deferred tax	8	-	39,900,304	30,388,984
		(10,610,921)	41,074,786	34,622,545
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>P204,711,563</b>	<b>P209,085,479</b>	<b>P184,749,925</b>
<b>BASIC/DILUTED EARNINGS PER SHARE</b>	24	<b>P192</b>	<b>P151</b>	<b>P134</b>

*See accompanying Notes to Financial Statements.*



**MARY MEDIATRIX MEDICAL CENTER, INC.**

**STATEMENTS OF CHANGES IN EQUITY**

	Note	Years Ended December 31		
		2019	2018	2017
<b>CAPITAL STOCK</b>	12	<b>₱111,950,000</b>	₱56,500,000	₱56,500,000
<b>ADDITIONAL PAID-IN CAPITAL</b>	12			
Balance at beginning of year		912,713,967	750,266,563	266,871,925
Reissuance of treasury shares		1,175,000	12,512,000	7,820,000
Return of excess payment from sale of treasury shares		(7,899,352)	-	-
Conversion of due to stockholders		-	149,935,404	475,574,638
Balance at end of year		<b>905,989,615</b>	912,713,967	750,266,563
<b>STOCK DIVIDENDS DISTRIBUTABLE</b>	12			
Balance at beginning of year		55,450,000	55,450,000	-
Issuance of capital stock		(55,450,000)	-	-
Dividends declared		-	-	55,450,000
Balance at end of year		-	55,450,000	55,450,000
<b>RETAINED EARNINGS</b>				
<b>Unappropriated</b>	12			
Balance at beginning of year		224,510,693	126,627,380	105,534,616
Net income		215,322,484	168,010,693	150,127,380
Appropriation		(110,000,000)	-	(80,000,000)
Dividends declared		(61,708,381)	(70,127,380)	(129,034,616)
Reversal		-	-	80,000,000
Balance at end of year		<b>268,124,796</b>	224,510,693	126,627,380
<b>Appropriated</b>	12			
Balance at beginning of year		80,000,000	80,000,000	80,000,000
Appropriation		110,000,000	-	80,000,000
Reversal		-	-	(80,000,000)
Balance at end of year		<b>190,000,000</b>	80,000,000	80,000,000
		<b>458,124,796</b>	304,510,693	206,627,380

(Forward)

		Years Ended December 31		
	Note	2019	2018	2017
<b>OTHER COMPONENTS OF EQUITY</b>				
<b>Revaluation Surplus on Land</b>	8			
Balance at beginning of year		₱197,006,324	₱157,106,020	₱126,717,036
Revaluation surplus - net of deferred tax		-	39,900,304	30,388,984
Balance at end of year		<b>197,006,324</b>	<b>197,006,324</b>	<b>157,106,020</b>
<b>Net Remeasurement Gains on Retirement Benefits Liability</b>	19			
Balance at beginning of year		15,163,300	13,988,818	9,755,257
Net remeasurement gain (loss) - net of deferred tax		<b>(10,610,921)</b>	1,174,482	4,233,561
Balance at end of year		<b>4,552,379</b>	15,163,300	13,988,818
		<b>201,558,703</b>	<b>212,169,624</b>	<b>171,094,838</b>
<b>TREASURY STOCK</b>	12			
Balance at beginning of year		<b>(₱10,090,000)</b>	(₱10,290,000)	(₱9,640,000)
Reissuance of treasury stock		4,810,000	1,520,000	950,000
Repurchase of capital stock		-	(1,320,000)	(1,600,000)
Balance at end of year		<b>(5,280,000)</b>	(10,090,000)	(10,290,000)
		<b>₱1,672,343,114</b>	<b>₱1,531,254,284</b>	<b>₱1,229,648,781</b>

See accompanying Notes to Financial Statements.

**MARY MEDIATRIX MEDICAL CENTER, INC.**

**STATEMENTS OF CASH FLOWS**

		Years Ended December 31		
	Note	2019	2018	2017
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Income before income tax		P306,930,078	P240,216,426	P213,685,760
Adjustments for:				
Depreciation and amortization	8	118,573,031	102,336,699	97,699,004
Retirement expense	19	5,994,277	5,734,895	5,540,233
Interest income	4	(2,923,165)	(4,602,228)	(1,903,374)
Provision for expected credit losses	16	2,415,008	19,950,853	17,407,529
Interest expense	10	821,718	176,905	78,879
Operating income before working capital changes		431,810,947	363,813,550	332,508,031
Decrease (increase) in:				
Trade and other receivables		(54,672,070)	(2,633,482)	(18,182,240)
Inventories		(4,929,913)	(10,067,127)	(980,478)
Other assets		2,263,836	(94,758,819)	(15,464,018)
Increase (decrease) in:				
Trade and other payables		73,978,776	33,581,362	17,664,460
Other noncurrent liabilities		(24,145,592)	11,353,690	8,982,690
Net cash generated from operations		424,305,984	301,289,174	324,528,445
Income tax paid		(80,344,338)	(77,822,231)	(70,415,713)
Benefits paid	19	(16,551,276)	(344,217)	-
Contributions paid - net of benefits payment	19	(4,541,191)	(3,814,464)	-
Interest received		2,923,165	4,602,228	1,903,374
Interest paid	10	(186,294)	(176,905)	(78,879)
Net cash provided by operating activities		325,606,050	223,733,585	255,937,227
<b>CASH FLOW FROM AN INVESTING ACTIVITY</b>				
Acquisition of property and equipment	8	(510,247,987)	(223,748,640)	(167,609,068)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Proceeds from:				
Loan payable	10	150,000,000	-	5,000,000
Issuances of treasury shares	12	5,985,000	14,032,000	8,770,000
Payments for:				
Dividends		(69,786,109)	(68,364,673)	(78,259,575)
Treasury stock	12	-	(1,320,000)	(1,600,000)
Return of excess payment from sale of treasury shares	12	(7,899,352)	-	-
Lease liabilities	21	(4,319,605)	-	-
Loans payable	10	(4,125,000)	(625,000)	(250,000)
Receipt of advances from stockholders		-	-	149,765,888
Net cash provided by (used) in financing activities		P69,854,934	(P56,277,673)	P83,426,313

(Forward)

		Years Ended December 31		
	Note	2019	2018	2017
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>(P114,787,003)</b>	<b>(P56,292,728)</b>	<b>P171,754,472</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>		<b>229,278,474</b>	<b>285,571,202</b>	<b>113,816,730</b>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>		<b>P114,491,471</b>	<b>P229,278,474</b>	<b>P285,571,202</b>
<b>NONCASH FINANCIAL INFORMATION:</b>				
Recognition of right-of-use assets	21	<b>P17,042,893</b>	P-	P-
Conversion of due to stockholders to Additional paid-in capital	12	-	149,935,404	475,574,638
Stock dividend declaration	12	-	-	55,450,000
		<b>P17,042,893</b>	<b>P149,935,404</b>	<b>P531,024,638</b>

*See accompanying Notes to Financial Statements.*

# MARY MEDIATRIX MEDICAL CENTER, INC.

## NOTES TO FINANCIAL STATEMENTS

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### 1. Corporate Information

Mary Mediatrix Medical Center, Inc. (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on November 18, 1977. The Company's primary purpose is to establish, operate, own and/or maintain a hospital or hospitals, medical and clinical laboratories and such other enterprises which may have similar or analogous undertaking or dedicated to services in connection therewith.

The Company presently operates Mary Mediatrix Medical Center (the Hospital), a level three referral tertiary hospital with 228 bed capacity in Lipa City, Batangas.

The Company's principal place of business is located at J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas.

#### Events After the Reporting Period

The country is currently experiencing coronavirus disease (COVID-19) crisis resulting in a slowdown in the Philippine economy because of mandated lockdowns all over the country. While the financial impact is considered a non-adjusting subsequent event as at December 31, 2019, the effect on Company's operations and financial performance, however, cannot be reasonably determined as at our report date. Nonetheless, the Company strongly believes that it can remain a going concern given its liquidity position and its access to short-term and long-term funding.

#### Approval of Financial Statements

The financial statements of the Company as at December 31, 2019 and 2018 and for the years ended December 31, 2019, 2018 and 2017 were authorized for issue by the Board of Directors (BOD) on June 1, 2020.

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### 2. Summary of Significant Accounting Policies

#### Basis of Preparation and Statement of Compliance

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

#### Measurement Bases

The financial statements are presented in Philippine Peso, the Company's functional currency. All values represent absolute amounts except when otherwise stated.

The financial statements of the Company have been prepared on the historical cost basis of accounting except for land classified as "Property and equipment" which is measured at revalued amount. Historical cost is generally based on the fair value of the consideration given in exchange for an asset and consideration received in exchange for incurring a liability.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active market 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.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Further information about the assumptions made in measuring fair value is included in the following notes:

- Note 3, Significant Judgments, Accounting Estimates and Assumptions
- Note 8, Property and Equipment
- Note 23, Fair Value Measurement

#### **Adoption of New and Amended PFRS**

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new and amended PFRS which the Company adopted effective for annual periods beginning on or after January 1, 2019:

- PFRS 16, *Leases* – This standard replaced PAS 17, *Leases*, IFRIC 4, *Determining whether an Arrangement contains a Lease*, SIC-15, *Operating Leases-Incentives*, and SIC-27, *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. PFRS 16 requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under PAS 17 and sets out the principles for the recognition, measurement, presentation and disclosure of leases. The standard provides two recognition exemptions for lessees from this PFRS – leases of low-value assets and short-term leases (i.e., leases with a lease term of 12 months or less).

At the commencement date of a lease, the lessee shall recognize a liability to make lease payments and an asset representing the right to use the underlying asset during the lease term. The lessee is required to recognize the interest on the lease liability and to amortize the right-of-use (ROU) asset.

The lease liability shall be reviewed when there are changes in the lease term and other events affecting the lease, such as future lease payments resulting from a change in the index or rate used to determine those payments. The remeasurement of the lease liability should be recognized as an adjustment to the ROU asset.

Lessor accounting under PFRS 16 is substantially unchanged from accounting under PAS 17. The lessor shall continue to classify leases using the same classification principle as in PAS 17 to distinguish the two types of leases: operating and finance leases.

The Company has applied PFRS 16 for the first time as at January 1, 2019 using modified retrospective approach. Under this approach, the comparative information as at and for the year ended December 31, 2018 was not restated. Moreover, leases for which the underlying asset is of low value are not adjusted on initial date of application and the Company do not recognize a ROU asset and lease liability to leases for which the lease term ends within 2019.

The Company elected to use the practical expedient transitioning, to allow the standard to be applied only to contracts that were previously identified as leases under PAS 17 and Philippine Interpretation IFRIC 4 at the date of initial application.

The following table shows the reconciliation of lease liabilities as at January 1, 2019 (see Note 21):

Minimum lease payments under operating leases as at December 31, 2018	₱4,955,789
Effect of discounting at incremental borrowing rate as at January 1, 2019	(163,742)
	<u>₱4,792,047</u>

The Company opted to measure the ROU assets at an amount equal to lease liabilities amounting to ₱4.8 million as at January 1, 2019. In the recognition of ROU assets and lease liabilities, the Company has applied a weighted average incremental borrowing rate of 4.75%.

- Philippine Interpretation IFRIC 23, *Uncertainty Over Income Tax Treatments* – The interpretation provides guidance on how to reflect the effects of uncertainty in accounting for income taxes under PAS 12, *Income Taxes*, in particular (i) matters to be considered in accounting for uncertain tax treatments separately, (ii) assumptions for taxation authorities’ examinations, (iii) determinants of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, and (iv) effect of changes in facts and circumstances.
- Amendments to PFRS 9, *Financial Instruments - Prepayment Features with Negative Compensation* – The amendments clarify that a financial asset passes the “solely payments of principal and interest” criterion regardless of an event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract. Consequently, financial assets with termination provisions can now be measured at amortized cost (or, depending on the business model, at fair value through other comprehensive income).

- Amendments to PAS 19, *Employee Benefits - Plan Amendment, Curtailment or Settlement* – The amendments specify how companies remeasure a defined benefit plan when a change - an amendment, curtailment or settlement - to a plan takes place during a reporting period. It requires entities to use the updated assumptions from this remeasurement to determine current service cost and net interest cost for the remainder of the reporting period after the change to the plan.
- Annual Improvements to PFRS 2015 to 2017 Cycle:
  - Amendments to PFRS 3, *Business Combinations* and PFRS 11, *Joint Arrangements - Previously Held Interest in a Joint Operation* – The amendments to PFRS 3, *Business Combinations*, clarify that when an entity obtains control of a business that is a joint operation, the acquirer applies the requirements for a business combination achieved in stages, including remeasuring previously held interests in the joint operation at its acquisition-date fair value. The amendment to PFRS 11, *Joint Arrangements*, clarifies that when an entity obtains joint control of a business that is a joint operation, the previously held interests in that business are not remeasured.
  - Amendments to PAS 12, *Income Taxes - Income Tax Consequences of Payments on Financial Instruments Classified as Equity* – The amendments require entities to recognize the income tax consequences of dividends as defined in PFRS 9 when the liability to pay dividends are recognized. The income tax consequences of dividends are recognized either in profit or loss, other comprehensive income or equity, consistently with the transactions that generated the distributable profits. This requirement applies to all income tax consequences of dividends, such as withholding taxes.

Under prevailing circumstances, the adoption of the foregoing new and amended PFRS did not have any material effect on the financial statements except for PFRS 16. Additional disclosures have been included in the notes to financial statements, as applicable.

#### **Amended PFRS in Issue But Not Yet Effective**

Relevant amended PFRS which are not yet effective for the year ended December 31, 2019 and have not been applied in preparing the financial statements are summarized below.

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

- Amendments to References to the Conceptual Framework in PFRS – The amendments include a new chapter on measurement; guidance on reporting financial performance; improved definitions and guidance-in particular the definition of a liability; and clarifications in important areas, such as the roles of stewardship, prudence and measurements uncertainty in financial reporting. The amendments should be applied retrospectively unless retrospective application would be impracticable or involve undue cost or effort.
- Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Material* – The amendments clarify the definition of “material” and how it should be applied by companies in making materiality judgments. The amendments ensure that the new definition is consistent across all PFRS standards. Based on the new definition, an information is “material” if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements.



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

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

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

As at December 31, 2019 and 2018, the Company does not have financial assets and liabilities at FVPL and financial asset at FVOCI.

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

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

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

As at December 31, 2019 and 2018, the Company's cash and cash equivalents and trade and other receivables (excluding advances to officers and employees) are classified under this category.

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

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

As at December 31, 2019 and 2018, the Company's trade and other payables (excluding statutory payables and unearned income), loans payable, lease liabilities and other noncurrent liabilities (excluding unearned income) are classified under this category.

#### **Reclassification**

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

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

#### **Impairment of Financial Assets at Amortized Cost**

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

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

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

### **Derecognition of Financial Assets and Liabilities**

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

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

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

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

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

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

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

#### **Offsetting of Financial Assets and Liabilities**

Financial assets and financial liabilities are offset and the net amount 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 intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the 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.

#### **Inventories**

Inventories consist of medicines and medical supplies. These are measured at the lower of cost and net realizable value (NRV). Cost is determined using the moving average method. For medicines and medical supplies for sale, NRV is the estimated selling price less cost to sell. For supplies used in the operations, NRV is the current replacement cost. In determining the NRV, the Company considers any adjustment necessary for obsolescence.

#### **Other Assets**

Other assets consist of deferred input VAT, prepayments, advances to contractors and advances to suppliers. Other assets that are expected to be realized for no more than 12 months after the reporting date are classified as current assets. Otherwise, these are classified as noncurrent assets.

*Deferred Input VAT.* In accordance with the Revenue Regulation (RR) No. 16-2005, input VAT on purchases or imports of the Company of capital goods (depreciable assets for income tax purposes) with an aggregate acquisition cost (exclusive of VAT) in each of the calendar month 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, the total input VAT will be allowable as credit against output VAT in the month of acquisition.

Deferred input VAT represents the unamortized amount of input VAT on capital goods.

**Prepayments.** Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to expense as these are consumed in operations or expire with the passage of time.

*Advances to Contractors.* Advances to contractors represent funds advanced by the Company to its contractors in relation to its project. These are capitalized in the statements of financial position, upon actual receipt of services or supplies. These are charged to the construction in progress account when the goods or services for which the advances were made are received. Advances to contractors are applied from the supplier's billings as specified in the provisions of the contract.

*Advances to Suppliers.* Advances to suppliers are payments made to suppliers for purchase of medical equipment. These are charged to the property and equipment account when the goods for which the advances were made are received.

#### **Interest in Joint Operation**

The interest of the Company in a joint operation includes: (a) its share of the jointly controlled assets, classified according to the nature of the assets rather than as an investment; (b) any liabilities that it has incurred; (c) its share of any liabilities incurred jointly with other parties in relation to the joint operation; (d) its revenue from the sale of its share of the output arising from the joint operation, together with its share of any expenses incurred by the joint operation; and (e) any expenses that it has incurred in respect of its interest in the joint operation.

#### **Property and Equipment**

Property and equipment, except for land, are stated at cost less accumulated depreciation and any accumulated impairment in value. Land is stated at revalued amount less any impairment in value.

The initial cost of property and equipment comprises its purchase price, after deducting trade discounts and rebates, and any directly attributable costs of bringing the asset to its working condition and location for its intended use. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalized borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalized as part of the equipment.

Expenditures incurred after the property and equipment have been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized in profit or loss in the year 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 costs of property and equipment. The cost of replacing a component of an item of property and equipment is recognized if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognized.

Subsequent to initial recognition, land is carried at revalued amount which represent fair values as determined by independent appraisers, less any accumulated impairment loss. Other property and equipment are carried at cost less accumulated depreciation and any accumulated impairment loss.

Any revaluation surplus is recognized in other comprehensive income and credited to the "Other components of equity" account in the statements of financial position. Any revaluation deficit directly offsetting a previous surplus is charged to other comprehensive income to the extent of any revaluation surplus in equity relating to the same asset and the remaining deficit, if any, is recognized in profit or loss. Upon disposal of the revalued assets, amount included in revaluation surplus is transferred to retained earnings. Revaluations are performed regularly to ensure that the carrying amount does not materially differ from that which would be determined using fair value at the end of reporting period.

Depreciation are computed using the straight-line method over the following estimated useful lives of the property and equipment:

	Number of Years
Buildings and improvements	30 years
Medical equipment	5 to 8 years
Furniture and fixtures	5 years
Computer equipment	5 years

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

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

Construction in progress represents properties under construction and is stated at cost, including cost of construction and other direct costs. Borrowing costs that are directly attributable to the construction of property and equipment are capitalized during the construction period. Construction in progress is not depreciated until such time that the relevant assets are completed and ready for operational use.

#### **Impairment of Nonfinancial Assets**

The nonfinancial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and where the carrying amount exceeds its estimated recoverable amounts, the asset or cash-generating unit is written down to its recoverable amount. The estimated recoverable amount of the asset is the higher of an asset's fair value less costs to sell or value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in profit or loss.

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

#### **Unearned Income**

Unearned income consists of amounts received by the Company from its doctors as advance payments for the rent of clinic spaces. These are recorded at face amount under "Trade and Other Payables" account in the statements of financial position and recognized as revenue in profit or loss on a straight-line basis over the lease term.

#### **Equity**

*Capital Stock.* Capital stock is measured at par value for all shares issued. Incremental costs directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds. Unpaid subscriptions are recognized as a reduction of subscribed common shares.

*Additional Paid-in Capital.* Additional paid-in capital includes any premium received in excess of par in the issuances of capital stock and additional contributions of stockholders without any issuance of shares. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of tax.

*Stock Dividends Distributable.* Stock dividends distributable represents dividends in a form of stocks which are already declared but has not yet distributed.

*Retained Earnings.* Retained earnings represent the cumulative balance of net income, net of any dividend declaration. Appropriated retained earnings represent the portion which has been restricted and are not available for dividend declaration. Unappropriated retained earnings represent the portion which can be declared as dividends to stockholders.

*Treasury Stock.* Acquisition of treasury stock by the Company is recorded at cost and shown as a deduction in the equity section of the statement of financial position. Upon reissuance of treasury stocks, the "Treasury stock" account is credited at cost. The excess of proceeds from reissuance over the cost of treasury stock is credited to additional paid-in capital. The excess of cost of treasury stock over the proceeds from reissuance is debited to additional paid-in capital but only to the extent of previously set-up additional paid-in capital for the same class of shares of stock. Otherwise, the excess is debited directly against retained earnings.

*Other Components of Equity.* Other components of equity comprise of revaluation surplus on land and cumulative remeasurement gains on net retirement liability which were not recognized in profit or loss. These incomes, when earned for the year, are classified as other comprehensive income and presented after net income in the statements of comprehensive income.

**Basic and Diluted Earnings Per Share**

Basic earnings per share is computed by dividing the net income for the period attributable to equity holders of the Company by the weighted average number of issued and outstanding and subscribed common shares during the period, with retroactive adjustment for any stock dividends declared. Diluted earnings per share is computed in the same manner, adjusted for the effects of convertible securities. The Company has no dilutive instruments.

**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 perform its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

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

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

*Hospital and Ancillary Services.* Revenue from hospital and ancillary services is recognized when the services are rendered and provided to patients.

*Sale of Medicines and Medical Supplies.* Revenue is recognized when medicines and medical supplies are delivered to outpatients.

*Room and Board.* Revenue from room and board is recognized based on actual room occupancy.

*Discounts.* Discounts pertain to patient discounts and package deal discounts. These also include senior citizen discount which is computed as 20% of the medically necessary care levels for the diagnosis and/or treatment of an illness or injury for senior citizen patients. Discounts are recognized as a reduction of the related revenues upon delivery of goods or rendering of services.

The following specific recognition criteria must also be met before other revenue items are recognized.

*Rental Income.* Rental income on leased property is recognized on a straight-line basis over the lease term.

*Interest Income.* Revenue is recognized as interest accrues, taking into consideration the effective yield on the asset.

*Other Income.* Other income is recognized as revenue when earned.



### **Cost and Expense Recognition**

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

*Cost of Sales and Services.* Cost of sales and services are recognized as expense when the related goods are sold or services are rendered.

*General and Administrative.* General and administrative expenses constitute costs of administering the business and costs incurred to sell and market the goods and services. These are expensed when incurred.

*Interest Expense.* Interest expense is recognized in profit or loss using the effective interest method.

### **Leases**

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

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

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

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

### **Company as Lessor**

Leases where the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized on a straight line basis over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

### **Company as Lessee**

#### *Accounting Policies beginning January 1, 2019*

At the commencement date, the Company recognizes ROU assets and a lease liabilities for all leases, 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.

*ROU Assets.* At commencement date, the Company measures the ROU assets at cost. The cost comprises:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentives received;
- Any initial direct costs incurred by the Company; and
- An estimation of costs to be incurred by the Company in dismantling and removing the underlying asset, when applicable.

The ROU assets are recognized under the same basis with property and equipment at the present value of the liability at the commencement date of the lease, adding any directly attributable costs. After the commencement date, the ROU assets are carried at cost less any accumulated amortization and accumulated impairment losses, and adjusted for any remeasurement of the related lease liability. The ROU assets are amortized over the shorter of the lease term or the useful life of the underlying asset.

*Lease Liabilities.* At commencement date, the Company measures lease liabilities at the present value of future lease payments using the interest rate implicit in the lease, if that rate can be readily determined. Otherwise, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of a lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonable certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonable certain not to terminate early.

A lease liability is subsequently measured at amortized cost. Interest on the lease liability and any variable lease payments not included in the measurement of lease liability are recognized in profit or loss unless these are capitalized as costs of another asset. Variable lease payments not included in the measurement of the lease liability are recognized in profit or loss when the event or condition that triggers those payments occurs.

If there is a change in the lease term or if there is a change in the assessment of an option to purchase the underlying asset, the lease liability is remeasured using a revised discount rate considering the revised lease payments on the basis of the revised lease term or reflecting the change in amounts payable under the purchase option. The lease liability is also remeasured using the revised lease payments if there is a change in the amounts expected to be payable under a residual value guarantee or a change in future lease payments resulting from a change in an index or a rate used to determine those payments.

*Accounting Policies prior to January 1, 2019*

*Company as a Lessee.* Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognized as an expense in profit or loss on a straight-line basis over the lease term.

**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 accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

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

*Retirement Benefits.* The Company has a funded, tax-qualified, non-contributory post-employment benefit plan covering all regular full-time employees. The retirement benefits cost is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Company recognizes service costs, comprising of current service costs, past service costs, gains and losses on curtailments and nonroutine settlements, and net interest expense in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability.

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

Net interest on the net retirement liability is the change during the period in the net retirement liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net retirement liability. Net interest is calculated by applying the discount rate to the net retirement liability.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on retirement liability or asset) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

The retirement liability is the aggregate of the present value of the retirement liability on which the obligations are to be settled directly. The present value of the retirement liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

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

### **Income Taxes**

*Current Tax.* Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and tax laws used to compute the amount are those that have been enacted or substantively enacted as at the reporting date.

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

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Deferred tax, however, is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting nor taxable profit or loss.

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

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

Deferred tax is recognized in profit or loss except to the extent that it relates to items directly recognized in other comprehensive income.

Deferred tax assets and 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.

### **Related Parties**

Related party transactions consist of transfers of resources, services or obligations between the Company and its related parties, regardless of whether a price is charged.

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

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

### **Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that a transfer of economic benefits will be required to settle the obligation, and the amount can be reliably estimated.

Provisions are measured at the present value of the amount expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation when material. The increase in the provision due to the passage of time is recognized as interest expense.

Provisions are reviewed at the end of each financial reporting year and adjusted to reflect the current best estimate.

### **Contingencies**

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

### **Events after the Financial Reporting Date**

Events after the financial reporting date that provide additional information about the Company's financial position as at the financial reporting date (adjusting events) are reflected in the financial statements. Events after the financial reporting date that are not adjusting events are disclosed in the notes to financial statements when material.

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## **3. Significant Judgments, Accounting Estimates and Assumptions**

The preparation of the Company's financial statements requires management to make judgments, accounting estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The judgments and estimates used in the financial statements are based upon management's evaluation of relevant facts and circumstances as at the reporting date.

While the Company believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates.

The accounting estimates and underlying assumptions are reviewed on an on-going basis. Changes in accounting estimates are recognized in the period in which the estimate is revised if the change affects only that period or in the period of the change and future periods if the revision affects both current and future periods.

The following are the significant judgments, accounting estimates and assumptions made by the Company:

### **Judgments**

*Determination of Functional Currency.* Based on management's assessment, the functional currency of the Company has been determined to be the Philippine Peso. The Philippine Peso is the currency of the primary economic environment in which the Company operates. It is the currency that mainly influences the operations of the Company.

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

- a. Quantitative Criteria - the borrower is more than 90 days past due on its contractual payments, which is consistent with the Company's definition of default.
- b. Qualitative Criteria - The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:
  - The borrower is experiencing financial difficulty or is insolvent;
  - The borrower is in breach of financial covenants;
  - Concessions have been granted by the Company, for economic or contractual reasons relating to the borrower's financial difficulty; or
  - It is probable that the borrower will enter bankruptcy or other financial reorganization.

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

*Grouping of Instruments for ECL measured on a Collective Basis.* For ECL provisions that are assessed on a collective basis, grouping of exposures is performed on the basis of shared credit risk characteristics, such that risk exposures within a group are homogeneous. For trade receivables, ECL is measured collectively based on type of debtor, such as self-pay, Philippine Health Insurance Corporation (Philhealth), and Health Maintenance Organizations (HMO), among others.

*Determination of Lease Commitments - Company as a Lessor.* Leases where the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. 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 basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

Rental income amounted to ₱2.8 million, ₱0.6 million and ₱1.2 million in 2019, 2018 and 2017 respectively (see Note 21).

*Determination of Lease Commitments - Company as a Lessee beginning January 1, 2019.* The Company has various non-cancellable lease agreements for its medical equipment for a period of three (3) to ten (10) years. The Company has assessed that these are low value, remaining terms are short-term and the considerations are variable. Accordingly, an ROU asset has not been recognized. The Company has also entered into non-cancellable lease agreements of parking space, land, building and equipment for a period of two (2) to 15 years. Accordingly, ROU assets and lease liabilities have been recognized.

Rent expense amounted to ₱23.7 million in 2019 (see Note 21).

ROU assets and lease liabilities amounted to ₱14.0 million and ₱13.4 million, respectively, as at December 31, 2019 (see Note 21).

*Determination of Lease Commitments - Company as Lessee prior to January 1, 2019.* The Company has entered into lease agreements with various lessors for the use of medical equipment and parking space. The Company has determined that the arrangements are operating leases as the risks and rewards of ownership is retained by the lessor.

Rent expense amounted ₱25.5 million and ₱47.5 million 2018 and 2017, respectively (see Note 21).

*Classification of Joint Arrangement.* The Company has entered into joint arrangements for the purpose of operating various hospital equipment. The Company has determined that it has joint control over the arrangement and has rights to the assets, and obligations for the liabilities, relating to the agreement. Accordingly, the agreement was accounted for as a joint arrangement.

#### **Estimates and Assumption**

*Estimation of ROU Assets and Lease Liabilities.* The Company determines lease payments, lease term and discount rate at the commencement date of a lease. The lease term comprises non-cancellable period of a lease contract. Period covered by an option to extend a lease if the Company is reasonably certain to exercise the option, or periods covered by an option to terminate a lease if the Company is reasonably certain not to exercise that option, are included in the lease term. The Company considers all relevant facts and circumstances that create an economic incentive for the Company to exercise, or not to exercise, the option such as, but not limited to, significant leasehold improvements undertaken and the importance of the underlying asset to the Company's operations.

The Company uses its incremental borrowing rate as basis for the discount rate which is the rate that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the ROU asset in a similar economic environment. The Company uses its general borrowing rate adjusted for the lease term, security of an item with the underlying nature of the leased asset and expectations of residual value, among others.

ROU assets and lease liabilities amounted to ₱14.0 million and ₱13.4 million, respectively, as at December 31, 2019 (see Note 21).

*Estimation of Allowance for ECL on Trade Receivables.* The Company uses a provision matrix based on historical default rates for trade receivables. The provision matrix specify provision rates depending on the number of days that a trade receivable is past due. The Company also uses appropriate groupings if its historical credit loss experience shows significantly different loss patterns for different customer segments. The Company then calibrates the provision matrix to adjust historical credit loss experience with forward-looking information on the basis of current observable data to reflect the effects of current and forecasted economic conditions. The Company regularly reviews the methodology and assumptions used for estimating ECL to reduce any difference between estimates and actual experience.

Provision for ECL amounted to ₱2.4 million, ₱20.0 million and ₱17.4 million in 2019, 2018 and 2017, respectively (see Note 16). The Company's trade and other receivables (excluding advances to officers and employees), net of ECL amounted to ₱110.6 million and ₱60.6 million as at December 31, 2019 and 2018, respectively (see Note 5).

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

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

- actual or expected external and internal credit rating downgrade
- existing or forecasted adverse changes in business, financial or economic conditions
- actual or expected significant adverse changes in the operating results of the borrower.

The Company's financial assets at amortized cost are considered to have low credit risk, and therefore the loss allowance is determined as 12 months expected credit losses. The Company has assessed that the ECL for financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks and counterparties with good credit standing and relatively low risk of defaults. Accordingly, no impairment loss was recognized in 2019, 2018 and 2017.

The Company's cash and cash equivalents amounted to ₱114.5 million and ₱229.3 million as at December 31, 2019 and 2018, respectively (see Note 4).

*Determination of NRV of Inventories.* In determining the NRV of inventories, the Company considers any adjustments for obsolescence which are due to damage, physical deterioration, changes in price levels or other causes. Management reviews on a regular basis the NRV of medicines and supplies inventories.

No allowance for inventory obsolescence was provided in 2019, 2018 and 2017. Inventories carried at lower of cost and NRV amounted to ₱71.7 million and ₱66.8 million as at December 31, 2019 and 2018, respectively (see Note 6).

*Determination of Revaluation Value of Land.* The land is carried at revalued amount, which approximates its fair value at the date of the revaluation less any accumulated impairment losses. The valuation of land is performed by qualified independent appraisers. The fair value was arrived at using the market data approach based on the gathered available market evidences. Revaluations are made on a regular basis to ensure that the fair value does not differ materially from its carrying amounts.

Land carried at revalued amount amounted to ₱494.1 million as at December 31, 2019 and 2018 (see Note 8).

*Estimation of Useful Lives of Property and Equipment.* The Company estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimates are based on a collective assessment of industry practice, internal technical evaluation and experience with similar assets. The estimated useful lives of property and equipment are reviewed at each reporting date 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 the assets. Future results of operations could be materially affected by changes in estimates brought about by changes in the factors mentioned above. The amount and timing of recording of depreciation for any period would be affected by changes in these factors and circumstances.



The estimated useful lives of the Company's buildings and improvements and certain medical equipment were changed from 25 to 30 years and 5 to 8 years, respectively, in 2018. The effect of the change decreased depreciation by ₱11.1 in 2018. No change was made on the estimated useful lives of property and equipment in 2019.

Property and equipment - at cost, net of accumulated depreciation amounted to ₱1,417.5 million and ₱1,022.7 million and as at December 31, 2019 and 2018, respectively (see Note 8).

*Assessment of Impairment of Nonfinancial Assets.* The Company assesses impairment on its nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of the assets or group of assets may not be recoverable. The relevant factors that the Company considers in deciding whether to perform an asset impairment review include the following:

- significant underperformance of a business in relation to expectations;
- significant negative industry or economic trends; and
- significant changes or planned changes in the use of the assets.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

No impairment loss on nonfinancial assets was recognized by the Company in 2019, 2018 and 2017. The carrying amount of nonfinancial assets as follows:

	Note	2019	2018
Advances to officers and employees	5	<b>₱8,387,680</b>	₱6,148,068
Property and equipment - at cost	8	<b>1,417,499,068</b>	1,022,747,485
ROU assets	21	<b>13,966,266</b>	—
Other assets	7	<b>111,580,440</b>	113,844,276

*Determination of Retirement Benefit Costs.* The determination of the obligation and costs of retirement benefits is dependent on the assumptions used by the actuary in calculating such amounts. These assumptions are described in Note 19 to the financial statements and include, among others, discount rates and salary increase rates.

The net retirement benefits liability amounted to ₱31.5 million as at December 31, 2019 and 2018. The cumulative remeasurement gains on net retirement benefit liability, net of deferred tax, recognized in equity amounted to ₱4.6 million and ₱15.2 million as at December 31, 2019 and 2018, respectively (see Note 19).

*Recognition of Deferred Tax Assets.* The carrying amount of deferred tax assets at each reporting date are reviewed 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 assets to be utilized. The Company's assessment on the recognition of deferred tax assets on deductible temporary differences is based on the forecasted taxable income of the subsequent reporting periods. This forecast is based on the Company's past results and future expectations on revenue and expenses.

The Company's deferred tax assets amounted to ₱45.6 million and ₱40.6 million as at December 31, 2019 and 2018, respectively (see Note 20).

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#### 4. Cash and Cash Equivalents

This account consists of:

	2019	2018
Cash on hand	<b>₱30,822,673</b>	₱35,410,541
Cash in banks	<b>80,242,297</b>	139,413,032
Cash equivalents	<b>3,426,501</b>	54,454,901
	<b>₱114,491,471</b>	<b>₱229,278,474</b>

Cash in banks earn interest at the prevailing bank deposit rates.

Cash equivalents are short-term investments in money market placements with maturities ranging from 30 to 90 days.

Interest income earned from cash in banks and cash equivalents amounted to ₱2.9 million, ₱4.6 million and ₱1.9 million in 2019, 2018 and 2017, respectively (see Note 18).

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#### 5. Trade and Other Receivables

This account consists of:

	2019	2018
Trade	<b>₱139,806,095</b>	₱101,141,169
Advances to officers and employees	<b>8,387,680</b>	6,148,068
Others	<b>17,422,503</b>	18,401,923
	<b>165,616,278</b>	125,691,160
Less allowance for ECL	<b>46,587,064</b>	58,919,008
	<b>₱119,029,214</b>	<b>₱66,772,152</b>

Trade receivables are receivables from patients and guarantors such as PhilHealth and HMO. Receivables from patients are due upon discharge or on agreed payment date while receivable from guarantors are generally on a 30 to 60 days credit term. These are noninterest-bearing.

Advances to officers and employees are cash advances used for certain operating expenses not covered by the disbursement of petty cash fund. These are subject to liquidation within one (1) to three (3) months.

Others pertain to investments that have already matured and are not yet collected. These are usually settled within one year.

Movements in the allowance for ECL are as follows:

	Note	2019	2018
Balance at beginning of year		<b>₱58,919,008</b>	₱53,682,180
Provision for ECL	16	<b>2,415,008</b>	19,950,853
Write-off		<b>(14,746,952)</b>	(14,714,025)
Balance at end of year		<b>₱46,587,064</b>	₱58,919,008

## 6. Inventories

This account consists of:

	2019	2018
Medicines	<b>₱54,874,884</b>	₱55,769,740
Medical supplies	<b>16,813,920</b>	10,989,151
	<b>₱71,688,804</b>	₱66,758,891

As at December 31, 2019 and 2018, the costs of these inventories are lower than its NRV.

The cost of inventories charged to cost of sales amounted to ₱102.4 million, ₱90.0 million and 73.4 million in 2019, 2018 and 2017, respectively (see Note 15).

## 7. Other Assets

This account consists of:

	2019	2018
<b>Current:</b>		
Current portion of deferred input VAT	<b>₱8,702,910</b>	₱1,740,158
Prepaid insurance	<b>1,269,322</b>	1,281,652
	<b>9,972,232</b>	3,021,810
<b>Noncurrent:</b>		
Advances to contractors	<b>57,063,029</b>	79,663,502
Deferred input VAT - net of current portion	<b>29,106,286</b>	4,992,198
Advances to suppliers	<b>15,438,893</b>	26,166,766
	<b>101,608,208</b>	110,822,466
	<b>₱111,580,440</b>	₱113,844,276

Advances to suppliers pertain mainly to advance payments made to suppliers for purchase of medical equipment and are generally applied within 12 months or within the normal operating cycle.

Advances to contractors represent funds advanced by the Company to its contractors in relation to its project. These are charged to the construction in progress account when the goods or services for which the advances were made are received. Advances to contractors are applied from the supplier's billings as specified in the provisions of the contract.

## 8. Property and Equipment

This account is classified as property and equipment carried at:

	2019	2018
At cost	P1,417,499,068	P1,022,747,485
At revalued amount	494,132,000	494,132,000
	<b>P1,911,631,068</b>	<b>P1,516,879,485</b>

The balances and movements of this account are as follows:

	2019						Total
	At Revalued Amount	At Cost					
	Land	Buildings and Improvements	Medical Equipment	Furniture and Fixtures	Computer Equipment	Construction in progress	
<b>Cost</b>							
Balances at beginning of year	P494,132,000	P831,560,003	P464,737,098	P146,343,946	P22,963,379	P99,170,991	P2,058,907,417
Additions	-	6,173,133	264,012,656	20,548,027	2,170,710	217,343,461	510,247,987
Balance at end of year	494,132,000	837,733,136	728,749,754	166,891,973	25,134,089	316,514,452	2,569,155,404
<b>Accumulated Depreciation</b>							
Balances at beginning of year	-	229,487,704	232,000,896	65,604,705	14,934,627	-	542,027,932
Depreciation	-	27,873,800	64,005,866	20,696,261	2,920,477	-	115,496,404
Balance at end of year	-	257,361,504	296,006,762	86,300,966	17,855,104	-	657,524,336
<b>Carrying Amount</b>	P494,132,000	P580,371,632	P432,742,992	P80,591,007	P7,278,985	P316,514,452	P1,911,631,068

	2018						Total
	At Revalued Amount	At Cost					
	Land	Buildings and Improvements	Medical Equipment	Furniture and Fixtures	Computer Equipment	Construction in progress	
<b>Cost</b>							
Balances at beginning of year	P437,131,566	P756,028,089	P342,715,470	P130,233,071	P19,334,543	P92,715,604	P1,778,158,343
Additions	-	16,111,128	122,021,628	16,110,875	3,628,836	65,876,173	223,748,640
Reclassification	-	59,420,786	-	-	-	(59,420,786)	-
Revaluations	57,000,434	-	-	-	-	-	57,000,434
Balance at end of year	494,132,000	831,560,003	464,737,098	146,343,946	22,963,379	99,170,991	2,058,907,417
<b>Accumulated Depreciation</b>							
Balances at beginning of year	-	202,419,749	173,594,540	52,478,865	11,198,079	-	439,691,233
Depreciation	-	27,067,955	58,406,356	13,125,840	3,736,548	-	102,336,699
Balance at end of year	-	229,487,704	232,000,896	65,604,705	14,934,627	-	542,027,932
<b>Carrying Amount</b>	P494,132,000	P602,072,299	P232,736,202	P80,739,241	P8,028,752	P99,170,991	P1,516,879,485

Details of land carried at revalued amount and its related cost follows:

	2019	2018
Cost	P212,694,394	P212,694,394
Revaluation surplus	281,437,606	281,437,606
Revalued amount	<b>P494,132,000</b>	<b>P494,132,000</b>

Revaluation surplus recognized in equity are as follows:

	2019		Net
	Revaluation Surplus	Deferred Tax (Note 20)	
Balance at beginning and end of year	P281,437,606	(P84,431,282)	P197,006,324

	2018		Net
	Revaluation Surplus	Deferred Tax (Note 20)	
Balance at beginning of year	₱224,437,172	(₱67,331,152)	₱157,106,020
Revaluation surplus	57,000,434	(17,100,130)	39,900,304
Balance at end of year	₱281,437,606	(₱84,431,282)	₱197,006,324

The latest appraisal report of the independent appraiser is dated March 4, 2019. The fair value measurement of these parcels of land has been categorized as Level 3. Fair value was based on direct sales comparison approach for land using gathered available market evidences.

The Company has an on-going construction of its parking building and cancer center with an estimated cost of ₱301.9 million. The construction is expected to be completed in 2020.

As at December 31, 2019 and 2018, fully depreciated property and equipment with aggregate cost of ₱193.0 million and ₱128.2 million, respectively, are still in use.

Depreciation and amortization consist of:

	Note	2019	2018	2017
Property and equipment		₱115,496,404	₱102,336,699	₱97,699,004
ROU assets	21	3,076,627	–	–
		₱118,573,031	₱102,336,699	₱97,699,004

Depreciation and amortization is charged to operations as follows:

	Note	2019	2018	2017
Cost of sales and services	15	₱100,835,527	₱84,704,360	₱84,176,102
General and administrative expenses	16	17,737,504	17,632,339	13,522,902
		₱118,573,031	₱102,336,699	₱97,699,004

## 9. Trade and Other Payables

This account consists of:

	Note	2019	2018
Trade		₱202,377,956	₱158,001,675
Dividends	13	57,205,616	65,283,344
Provident fund contribution		18,649,329	20,753,480
Retention payable		18,150,228	–
Accrued expenses		11,356,580	12,555,890
Current portion of employee benefits premium		11,271,036	–
Withholding taxes		11,117,562	10,724,082
Current portion of payable to suppliers		6,188,971	6,194,971
Professional fees		3,644,351	14,831,402
Current portion of unearned income	21	584,796	530,126
Output VAT		369,542	385,986
Others		27,964,407	13,718,370
		₱368,880,374	₱302,979,326

Trade payables are noninterest-bearing and are usually settled within 30 to 60 days.

Provident fund contribution payable includes employee benefits usually for regular employees working for more than five (5) years which can be withdrawn anytime or upon resignation.

Retention payable pertains to amounts retained from contractors' payable at the completion of the construction.

Accrued expenses pertain to accruals for rent, personnel costs and outside services. These are usually settled within one year.

Employee benefits premium pertains to benefits for key management personnel working for more than five years payable within the year.

Withholding taxes pertain to various taxes payable to government agencies which are normally settled in the subsequent month.

Payable to suppliers pertain to the Company's liability relating to the construction in progress and purchase of medical equipment payable in accordance with the contract terms.

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#### 10. Loans Payable

Loans payable is broken down as follows:

	2019	2018
Current portion of loan payable	P-	P500,000
Noncurrent portion of loan payable	150,000,000	3,625,000
Balance at end of year	<u>P150,000,000</u>	<u>P4,125,000</u>

In 2019, the Company has fully settled the loan with carrying amount of P4.1 million obtained on May 8, 2017. The loan was an unsecured 10-year loan from a local creditor bank amounting to P5.0 million to finance its working capital requirements. This loan was payable quarterly with an interest rate of 4.75% per month.

In December 2019, the Company obtained a 7-year loan from a local creditor bank amounting to P150.0 million to finance its capital expenditure requirements. This loan is payable quarterly starting on the second year of the loan agreement with an interest rate of 4.75% per month.

In case of an event of default in the agreement, the principal amount and accrued interest on the loans payable may be declared immediately due, payable, and defaulted in the manner and with the effect provided in the agreement, presentment, demand, protest or notice of any kind being expressly waived by the Company.

The expected loan repayments over the remaining term of the loan are as follows:

	2019	2018
Not later than one (1) year	₱-	₱500,000
Later than one (1) year but not later than five (5) years	16,666,667	2,000,000
Later than five (5) years	133,333,333	1,625,000
	<b>₱150,000,000</b>	<b>₱4,125,000</b>

The changes in liabilities arising from financing activities as at December 31, 2019 and 2018 are as follows:

	2019			Total
	Loans Payable	Dividends Payable (see Note 13)	Lease Liabilities (see Note 21)	
Balance at beginning of year	₱4,125,000	₱65,283,344	₱4,792,047	₱74,200,391
Changes from financing cash flows	145,875,000	(69,786,109)	(4,319,605)	71,769,286
Noncash changes:				
Dividend declaration	-	61,708,381	-	61,708,381
Recognition of lease liabilities	-	-	12,250,846	12,250,846
Interest expense	-	-	635,424	635,424
Balance at end of year	<b>₱150,000,000</b>	<b>₱57,205,616</b>	<b>₱13,358,712</b>	<b>₱220,564,328</b>

	2018			Total
	Loans Payable	Dividends Payable (see Note 13)	Lease Liabilities (see Note 21)	
Balance at beginning of year	₱4,750,000	₱63,520,637	₱-	₱68,270,637
Changes from financing cash flows	(625,000)	(68,364,673)	-	(68,989,673)
Noncash changes -				
Dividend declaration	-	70,127,380	-	70,127,380
Balance at end of year	<b>₱4,125,000</b>	<b>₱65,283,344</b>	<b>₱-</b>	<b>₱69,408,344</b>

Interest expense charged in the statements of comprehensive income as follows:

	Note	2019	2018	2017
Lease liabilities	21	₱635,424	₱-	₱-
Loans payable		186,294	176,905	78,879
		<b>₱821,718</b>	<b>₱176,905</b>	<b>₱78,879</b>

## 11. Other Noncurrent Liabilities

This account consists of:

	Note	2019	2018
Employee benefits premium - net of current portion		₱12,000,000	₱22,024,364
Unearned income - net of current portion	21	21,059,234	22,358,502
Payable to suppliers		6,853,333	19,675,293
Others		855,000	855,000
		<b>₱40,767,567</b>	<b>₱64,913,159</b>

Employee benefits premium includes benefits for key management personnel working for more than five years payable upon resignation.

Unearned income pertains to advance rent from medical consultants for occupying the Medical Arts building with terms of 50 years.

Payable to suppliers pertain to Company's liability relating to purchase of medical equipment.

## 12. Equity

### Capital Stock

Details of capital stock are as follows:

	2019		2018	
	Number of Shares	Amount	Number of Shares	Amount
<b>Authorized Capital Stock - ₱100 par</b>				
At beginning of year	750,000	₱75,000,000	750,000	₱75,000,000
Increase in authorized capital stock	750,000	75,000,000	—	—
At end of year	1,500,000	₱150,000,000	750,000	₱75,000,000
<b>Issued Capital Stock</b>				
At beginning of year	565,000	₱56,500,000	565,000	₱56,500,000
Issuance of stock dividends distributable	554,500	55,450,000	—	—
At end of year	1,119,500	₱111,950,000	565,000	₱56,500,000

### Retained Earnings

In February 2019, the SEC approved the Company's increase in authorized capital stock from 750,000 shares at ₱100 par value to 1,500,000 shares at ₱100 par value.

In December 2018 and 2017, the BOD and stockholders approved the conversion of due to stockholders amounting to ₱149.9 million and ₱475.6 million, respectively, to additional paid in capital.

The Company has 221 and 215 stockholders as at December 31, 2019 and 2018, respectively.

### Appropriation

In 2014, the Company's BOD approved the appropriation of retained earnings amounting to ₱80.0 million for building expansion and renovation. The building expansion and renovation was completed in December 2016. Accordingly, the Company's BOD approved the reversal of appropriation in December 2017.

In December 2017, the Company's BOD approved the appropriation of retained earnings amounting to ₱80.0 million for the on-going construction of parking building and cancer center which will commence in July 2018 (see Note 8).



In December 2019, the Company's BOD approved the appropriation of retained earnings amounting to ₱110.0 million for the on-going construction of parking building and cancer center and loan repayment (see Note 8 and Note 10).

#### Dividend Declarations

On June 5, 2017, the Company's BOD approved the declaration of cash dividends amounting to ₱73.6 million or ₱130.24 per share and stock dividends of one (1) share for every stock held to all stockholders of record as at December 31, 2016. Approval of the SEC on the increase in authorized capital stock was made in February 2019, the stock dividends declared amounting to ₱55.5 million are transferred from "Stock dividends distributable" to "Capital stock" account in the statements of financial position as at December 31, 2019.

On December 31, 2018, the Company's BOD approved the declaration of cash dividends amounting to ₱70.1 million or ₱125.90 per share.

On November 25, 2019, the Company's BOD approved the declaration of cash dividends amounting to ₱61.7 million or ₱110.10 per share payable to stockholders of record as of December 31, 2018.

#### Treasury Stock

Movements in this account consist of:

	2019		2018	
	Number of Shares	Amount	Number of Shares	Amount
Balance at beginning of year	4,500	₱10,090,000	8,000	₱10,290,000
Reissuance	(2,500)	(4,810,000)	(4,000)	(1,520,000)
Repurchase of capital stock	–	–	500	1,320,000
Balance at end of year	2,000	₱5,280,000	4,500	₱10,090,000

In 2019, the Company paid ₱7.9 million to return the excess payment from sale of treasury shares.

In 2017, the Company reissued 2,500 treasury shares for ₱8.8 million. In 2018, the Company reissued 4,000 treasury shares for ₱14.0 million. In 2019, the Company reissued 2,500 treasury shares for ₱6.0 million. The excess of cost of treasury shares over the proceeds from reissuance is recorded as additional paid-in capital.

### 13. Related Party Transactions

In the normal course of business, the Company has transaction with its related parties as follows (see Note 9):

Related Party	Nature of Transactions	Transactions during the Year		Balance at End of Year		Terms and Conditions
		2019	2018	2019	2018	
	Dividends payable					Unsecured, noninterest-bearing, payable on demand and to be settled in cash
Stockholders	Declarations of dividends	₱61,708,381	₱70,127,380	₱57,205,616	₱65,283,344	

In December 2018, the BOD and stockholders approved the conversion of due to stockholders amounting to ₱149.9 million to additional paid in capital (see Note 12).

#### Compensation of Key Management Personnel

The compensation paid to key management personnel pertaining to short-term employee benefits amounted to ₱22.9 million, ₱21.1 million and ₱17.2 million in 2019, 2018 and 2017, respectively. Long-term and post-employment benefits were paid to key management personnel amounting to ₱28.5 million in 2019 and nil in 2018 and 2017.

#### 14. Revenue

The details of revenue disaggregated per revenue streams are as follows:

	2019	2018	2017
Hospital and ancillary services	<b>₱1,299,873,964</b>	₱1,158,972,477	₱1,020,930,234
Sale of medicines and medical supplies	<b>111,140,164</b>	94,368,220	79,736,850
Room and board	<b>103,941,360</b>	89,098,347	72,580,314
	<b>₱1,514,955,488</b>	₱1,342,439,044	₱1,173,247,398

#### 15. Cost of Sales and Services

This account consists of costs for:

	Note	2019	2018	2017
Hospital and ancillary services		<b>₱843,080,111</b>	₱767,363,239	₱674,577,942
Sale of medicines and medical supplies	6	<b>102,361,850</b>	90,014,069	73,393,315
Room and board		<b>21,885,078</b>	15,538,520	17,244,475
		<b>₱967,327,039</b>	₱872,915,828	₱765,215,732

Cost of medicines and medical supplies comprise of:

	Note	2019	2018	2017
Balance at beginning of year		<b>₱66,758,891</b>	₱56,691,764	₱55,711,286
Purchases		<b>107,291,763</b>	100,081,196	74,373,793
Total available inventories		<b>174,050,654</b>	156,772,960	130,085,079
Balance at end of year	6	<b>(71,688,804)</b>	(66,758,891)	(56,691,764)
		<b>₱102,361,850</b>	₱90,014,069	₱73,393,315

Details of the cost of sales and services by nature are presented as follows:

	Note	2019	2018	2017
Cost of ancillary services		<b>₱456,828,319</b>	₱420,693,003	₱344,530,385
Personnel costs	17	<b>159,300,049</b>	135,650,360	120,578,616
Cost of medicines and medical supplies	6	<b>102,361,850</b>	90,014,069	73,393,315
Depreciation	8	<b>100,835,527</b>	84,704,360	84,176,102
Outside services		<b>63,742,224</b>	54,901,512	47,303,038
Professional fees		<b>33,880,784</b>	27,751,787	20,284,117
Utilities		<b>31,418,241</b>	38,934,743	30,329,430
Rent	21	<b>18,960,045</b>	20,265,994	44,620,729
		<b>₱967,327,039</b>	₱872,915,828	₱765,215,732

#### 16. General and Administrative Expenses

This account consists of:

	Note	2019	2018	2017
Personnel costs	17	<b>₱112,140,306</b>	₱87,636,432	₱79,257,958
Office supplies		<b>32,041,376</b>	27,139,732	23,702,609
Outside services		<b>28,806,982</b>	26,438,800	22,693,978
Depreciation	8	<b>17,737,504</b>	17,632,339	13,522,902
Representation		<b>10,335,435</b>	9,315,249	9,676,139
Taxes and licenses		<b>9,567,244</b>	9,511,389	8,836,151
Professional fees		<b>8,556,395</b>	10,607,704	9,745,275
Communications		<b>6,152,429</b>	6,801,828	5,490,380
Repairs and maintenance		<b>5,749,072</b>	8,250,931	6,355,294
Transportation		<b>4,868,535</b>	3,547,870	3,828,594
Rent	21	<b>4,775,818</b>	5,233,363	2,848,829
Insurance		<b>2,999,219</b>	2,339,419	4,267,911
Provision for ECL	5	<b>2,415,008</b>	19,950,853	17,407,529
Advertisement		<b>557,083</b>	1,099,449	250,588
Others		<b>13,462,302</b>	12,376,891	4,714,533
		<b>₱260,164,708</b>	₱247,882,249	₱212,598,670

Others pertain to expenses on events and recreation, membership and subscription dues and donations.

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## 17. Personnel Costs

This account consists of:

	Note	2019	2018	2017
Short-term employee benefits		<b>₱265,446,078</b>	<b>₱217,551,897</b>	₱194,296,341
Retirement benefits	19	<b>5,994,277</b>	<b>5,734,895</b>	5,540,233
		<b>₱271,440,355</b>	<b>₱223,286,792</b>	₱199,836,574

Personnel costs charged to operations follows:

	Note	2019	2018	2017
Cost of sales and services	15	<b>₱159,300,049</b>	₱135,650,360	₱120,578,616
General and administrative expenses	16	<b>112,140,306</b>	87,636,432	79,257,958
		<b>₱271,440,355</b>	<b>₱223,286,792</b>	₱199,836,574

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## 18. Other Income

This account consists of:

	Note	2019	2018	2017
Rebates from suppliers		<b>₱10,699,402</b>	₱8,538,888	₱8,173,635
Interest income	4	<b>2,923,165</b>	4,602,228	1,903,374
Rental income	21	<b>2,764,516</b>	614,159	1,217,392
Affiliation fee		<b>339,948</b>	678,152	726,227
Others		<b>3,561,024</b>	4,318,937	6,311,015
		<b>₱20,288,055</b>	<b>₱18,752,364</b>	₱18,331,643

Others pertain to income from sponsorships, trainings and sale of scrap materials.

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## 19. Retirement Benefits

The Company has a funded, non-contributory defined benefit retirement plan covering all its regular full-time employees. The normal retirement age of the employee-member shall be the first day of the month coincident with his attainment of age 60 with at least five years of credited service. Early retirement age may be availed of with the consent of the Company provided that the employee has completed at least five years of credited service.

The latest actuarial valuation report using the projected unit credit method was for the year ended December 31, 2019.

The components of the retirement benefits cost recognized in profit or loss is presented below:

	2019	2018	2017
Current service cost	<b>₱3,795,703</b>	₱4,044,132	₱3,814,465
Net interest cost	<b>2,198,574</b>	1,690,763	1,725,768
	<b>₱5,994,277</b>	₱5,734,895	₱5,540,233

The changes in the present value of the retirement benefits liability are as follows:

	2019	2018
Balance at beginning of year	<b>₱40,896,640</b>	₱37,244,033
Current service cost	<b>3,795,703</b>	4,044,132
Interest cost	<b>3,079,517</b>	2,122,910
Remeasurement loss (gain):		
Changes in financial assumption	<b>12,902,757</b>	(8,105,429)
Experience	<b>2,486,739</b>	5,935,211
Benefits paid	<b>(16,551,276)</b>	(344,217)
Balance at end of year	<b>₱46,610,080</b>	₱40,896,640

The changes in the fair value of plan assets are as follows:

	2019	2018
Balance at beginning of year	<b>₱9,428,510</b>	₱5,674,286
Interest income	<b>880,943</b>	432,147
Contribution	<b>21,092,467</b>	3,814,464
Benefits paid from plan assets	<b>(16,551,276)</b>	–
Remeasurement gains (losses)	<b>231,038</b>	(492,387)
Balance at end of year	<b>₱15,081,682</b>	₱9,428,510

The net retirement benefits liability recognized in the statements of financial position is as follows:

	2019	2018
Present value of retirement benefits liability	<b>₱46,610,080</b>	₱40,896,640
Fair value of plan assets	<b>(15,081,682)</b>	(9,428,510)
	<b>₱31,528,398</b>	₱31,468,130

The fair value of plan assets as at 2019 and 2018 is composed of cash and cash equivalents.

The cumulative net remeasurement gains on retirement benefits liability recognized in other comprehensive income follows:

	2019		
	Cumulative Remeasurement Gain	Deferred Tax (Note 20)	Net
Balance at beginning of year	<b>₱21,661,857</b>	<b>(₱6,498,557)</b>	<b>₱15,163,300</b>
Remeasurement loss	<b>(15,158,458)</b>	<b>4,547,537</b>	<b>(10,610,921)</b>
Balance at end of year	<b>₱6,503,399</b>	<b>(₱1,951,020)</b>	<b>₱4,552,379</b>

	2018		
	Cumulative Remeasurement Gain	Deferred Tax (Note 20)	Net
Balance at beginning of year	₱19,984,026	(₱5,995,208)	₱13,988,818
Remeasurement gain	1,677,831	(503,349)	1,174,482
Balance at end of year	₱21,661,857	(₱6,498,557)	₱15,163,300

The principal assumptions used to determine the retirement benefit liability as at December 31, 2019 and 2018 are as follows:

	2019	2018
Discount rate	5.22%	7.53%
Future salary increases	4.00%	4.00%
Average expected future service years	28.3	28.2

The sensitivity analysis of defined benefit obligation for principal assumptions used as at December 31, 2019 and 2018 follows:

Principal assumptions	Effect to Present Value of Defined Benefit Obligation	
	2019	2018
Discount rate:		
Increase by 1%	(₱6,302,134)	(₱3,374,521)
Decrease by 1%	7,726,378	4,069,406
Salary rate:		
Increase by 1%	7,744,333	4,177,471
Decrease by 1%	(6,424,695)	(3,509,361)

The sensitivity analysis above have been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The maturity analysis of the undiscounted benefit payments follow:

	2019	2018
One (1) year or less	₱945,579	₱17,102,260
More than one (1) year to five (5) years	7,633,233	3,759,805
More than five (5) years to ten (10) years	20,423,811	11,326,463

The average duration of the expected benefit payments at the end of the reporting period is 15 years as at December 31, 2019.

## 20. Income Taxes

The components of income tax expense are as follows:

		2019	2018	2017
<b>Reported in Profit or Loss</b>				
Regular corporate income tax		<b>₱87,870,736</b>	₱74,512,855	₱65,257,666
Deferred tax expense (benefit)		<b>3,736,858</b>	(2,307,122)	(1,699,286)
		<b>₱91,607,594</b>	<b>₱72,205,733</b>	<b>₱63,558,380</b>
	Note	2019	2018	2017
<b>Reported in Other Comprehensive Income</b>				
Deferred tax expense related to:				
Remeasurement loss (gain) on net retirement liability	19	<b>₱4,547,537</b>	(₱503,349)	(₱1,814,383)
Revaluation surplus	8	-	(17,100,130)	(13,023,851)
		<b>₱4,547,537</b>	<b>(₱17,603,479)</b>	<b>(₱14,838,234)</b>

The components of the Company's net deferred tax liabilities in the statements of financial position consist of:

	2019	2018
<b>Deferred Tax Assets</b>		
Allowance for ECL	<b>₱13,976,119</b>	₱17,675,702
Net retirement benefits liability	<b>9,458,519</b>	9,440,439
Employee benefits premium	<b>6,981,311</b>	6,607,309
Unearned income	<b>6,493,209</b>	6,866,588
Unamortized contribution to past service liability	<b>4,670,126</b>	-
Lease liabilities	<b>4,007,614</b>	-
	<b>45,586,898</b>	40,590,038
<b>Deferred Tax Liabilities</b>		
Revaluation surplus	<b>(84,431,282)</b>	(84,431,282)
ROU assets	<b>(4,189,880)</b>	-
Prepaid insurance	<b>(380,797)</b>	(384,496)
	<b>(89,001,959)</b>	(84,815,778)
<b>Net Deferred Tax Liabilities</b>	<b>(₱43,415,061)</b>	<b>(₱44,225,740)</b>

The reconciliation of the provision for income tax computed at the statutory tax rate to the provision for income tax shown in the statements of comprehensive income follows:

	2019	2018	2017
Income tax at statutory tax rate	<b>₱92,079,023</b>	₱72,064,928	₱64,105,728
Adjustments for:			
Interest income subjected to final tax	<b>(876,950)</b>	(1,380,668)	(571,012)
Nondeductible expenses	<b>405,521</b>	1,521,473	23,664
	<b>₱91,607,594</b>	<b>₱72,205,733</b>	<b>₱63,558,380</b>

## 21. Commitments

### Company as a Lessor

#### Lease of Clinic Space

The Company, as a lessor, has existing contracts with various practicing doctors. The contract shall be effective for 50 years which shall commence upon full payment of contract price.

Unearned income as at December 31, 2019 and 2018 is broken down as follows:

	Note	2019	2018
Current portion of unearned income	9	<b>₱584,796</b>	₱530,126
Noncurrent portion of unearned income	11	<b>21,059,234</b>	22,358,502
		<b>₱21,644,030</b>	<b>₱22,888,628</b>

Total rental income earned on the above operating leases amounted to ₱2.8 million, ₱0.6 million and ₱1.2 million in 2019, 2018 and 2017, respectively (see Note 18).

### Company as a Lessee

#### Lease of Hospital Parking Space

In May 2018, the Company has entered into lease agreement of parking space with Videco Management and Holdings, Inc. The lease shall be for a period of two (2) years.

#### Lease of St. James Hospital's Assets

In April 2019, the Company entered into an agreement with St. James Hospital for the lease of assets of the latter. The leased assets consist of land, building where the primary hospital is situated and all existing machines, equipment, facilities, furniture and fixtures in the primary hospital that will be needed for operations. The lease shall be for a period of ten (10) years subject to renewal by mutual agreement with an option to buy at any time. The monthly rental fee is subject to three (3) percent (3%) escalation every two years.

The balances and movements in ROU assets follow:

	Note	
<b>Cost</b>		
Balance at beginning of year		₱4,792,047
Additions during the year		12,250,846
Balance at end of year		17,042,893
<b>Accumulated Amortization</b>		
Amortization	8	3,076,627
<b>Carrying Amount</b>		<b>₱13,966,266</b>



The balance and movements in lease liabilities follow:

	Note	
Balance at beginning of year		₱4,792,047
Additions during the year		12,250,846
Rental payments		(4,319,605)
Interest expense	10	635,424
Balance at end of year		13,358,712
Current portion of lease liabilities		1,935,044
Noncurrent portion of lease liabilities		₱11,423,668

Future minimum lease payments (MLP) and maturity analysis of lease liabilities as at December 31, 2019 are as follows:

	Future MLP	Present Value
Within one (1) year	₱2,488,816	₱1,935,044
Between one (1) and five (5) years	4,322,788	2,346,536
More than five (5) years	11,333,518	9,077,132
	<b>₱18,145,122</b>	<b>₱13,358,712</b>

#### **Lease of Hospital and Clinic Equipment**

In 2015, the Company entered into various lease contracts with terms between three (3) to five (5) years, renewable upon mutual agreement of parties and are subject to escalation rate depending on the agreed terms. Rentals for hospital and clinic equipment are on a per usage basis.

#### **Joint Arrangements for Medical Equipment**

In February 2011, the Company and HB Calleja National Heart Institute (HBHNI) entered into a Memorandum of Agreement (MOA) whereby the parties agreed to jointly undertake the management and operation of the cardiovascular equipment and facility. The cardiovascular equipment is to equip a catheterization laboratory, a cardiovascular operating room suite, and a coronary care unit for the Company's heart institute. Under the MOA, HBHNI will provide a complete package of cardiovascular equipment and the management and operation of the cardiovascular equipment. The contract expired in October 2019.

The Company applies the short-term leases and low-value assets recognition exemption for the lease of hospital and clinic equipment and medical equipment.

Rent expense charged to operations follows:

	Note	2019	2018	2017
Cost of sales and services	15	<b>₱18,960,045</b>	₱20,265,994	₱44,620,729
General and administrative expenses	16	<b>4,775,818</b>	5,233,363	2,848,829
		<b>₱23,735,863</b>	₱25,499,357	₱47,469,558

#### **Joint Arrangements for Medical Equipment**

In January 2019, the Company and Lipa Dent Digital Xray, Inc. entered into a joint venture including the acquisition, operation and maintenance of Cone Beam Computed Tomography Machine to be stationed within the premises of the Company. The agreement shall be for a period of five (5) years.

## 22. Financial Risk Management

### 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 officers and employees), trade and other payables (excluding statutory payables and unearned income), loans payable, lease liabilities and other noncurrent liabilities (excluding unearned income).

The main risks arising from the Company's financial instruments are liquidity risk and credit risk. The BOD regularly reviews and approves policies for managing each of these financial risks as summarized below.

### Liquidity Risk

The Company's exposure to liquidity risk relates primarily to the Company's ability to settle its financial liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans. Upon availability of cash, the principal amounts of the loans are paid immediately.

The following table summarizes the maturity profile of the Company's financial liabilities as at December 31, 2019 and 2018 based on contractual undiscounted principal and interest payments:

2019						
	Due and Demandable	Less than 30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
Trade and other payables*	₱160,009,254	₱67,465,438	₱19,161,966	₱44,494,469	₱65,677,347	₱356,808,474
Loans payable	-	-	-	-	186,218,750	186,218,750
Lease liabilities	-	379,868	379,868	379,868	17,005,518	18,145,122
Other noncurrent liabilities**	-	-	-	-	19,708,333	19,708,333
	₱160,009,254	₱67,845,306	₱19,541,834	₱44,874,337	₱288,609,948	₱580,880,679

\*Excluding statutory payables and unearned income amounting to ₱11.5 million and ₱0.6 million, respectively.

\*\*Excluding unearned income amounting to ₱21.1 million.

2018						
	Due and Demandable	Less than 30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
Trade and other payables*	₱157,263,444	₱57,975,439	₱15,202,604	₱32,585,610	₱28,312,035	₱291,339,132
Loans payable	-	129,214	140,833	140,339	4,440,234	4,850,620
Other noncurrent liabilities**	-	-	-	-	42,554,657	42,554,657
	₱157,263,444	₱58,104,653	₱15,343,437	₱32,725,949	₱75,306,926	₱338,744,409

\*Excluding statutory payables and unearned income amounting to ₱11.1 million and ₱0.5 million, respectively.

\*\*Excluding unearned income amounting to ₱22.4 million.

### Credit Risk

The Company's exposure to credit risk relates to the Company's cash and cash equivalents and trade and other receivables. As an entity engaged in providing hospital and health care services, the Company is exposed to an uncontrollable risk that these debtors, mainly patients, may fail to settle their obligations.

An impairment analysis on trade receivables is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due and historical default rates, which are then adjusted for forward looking estimates through the use of macroeconomic information.

The ECL were measured on a collective basis through disaggregation of trade receivables by type of debtors with similar default risks and loss patterns.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

The carrying amount of financial assets at amortized cost recorded in the financial statements represents the Company's maximum exposure to credit risk.

The table below show the credit risk concentrations of the Company's financial assets as at December 31, 2019 and 2018. The amounts are presented by credit risk rating grades and represent the gross carrying amounts of the financial assets.

	2019	2018
Cash in banks and cash equivalents	P83,668,798	P193,867,933
Trade and other receivables*	157,228,598	119,543,092
	<b>P240,897,396</b>	<b>P313,411,025</b>

\*Excluding advances to officers and employees amounting to P8.4 million and P6.1 million as at December 31, 2019 and 2018, respectively.

The Company has no significant concentration of credit risk. As a policy, the Company requires patients to make down payments depending on the severity of the medical procedure to be performed. Personal properties, of whatever kind, are also accepted by the Company as collaterals. The Company monitors the receivable balances on an on-going basis. For those receivables that are doubtful of collection, the Company provides adequate allowance for ECL.

The analysis of credit quality per class of financial assets as at December 31, 2019 and 2018 follows:

	2019					Total
	High Grade	Standard Grade	Past Due			
			1 - 60 Days	61 - 90 Days	More than 90 Days	
Simplified approach - Trade and other receivables*	R-	P37,373,180	P37,053,318	P14,086,051	P68,716,049	P157,228,598
12-month ECL: Cash in banks and cash equivalents		83,668,798	-	-	-	83,668,798
		<b>P83,668,798</b>	<b>P37,373,180</b>	<b>P37,053,318</b>	<b>P14,086,051</b>	<b>P240,897,396</b>

\*Excluding advances to officers and employees amounting to P8.4 million.

	2018					Total
	High Grade	Standard Grade	Past Due			
			1 - 30 Days	31 - 90 Days	More than 90 Days	
Simplified approach - Trade and other receivables*	R-	P29,072,891	P28,061,628	P20,244,867	P42,163,706	P119,543,092
12-month ECL: Cash in banks and cash equivalents		193,867,933	-	-	-	193,867,933
		<b>P193,867,933</b>	<b>P29,072,891</b>	<b>P28,061,628</b>	<b>P20,244,867</b>	<b>P313,411,025</b>

\*Excluding advances to officers and employees amounting to P6.1 million.

The Company's financial assets are categorized by credit risk rating grades based on the Company's collection experience with the counterparties as follows:

- High Grade - settlements are obtained from counterparty following the terms of the contracts without much collection effort.
- Standard Grade - other financial assets not belonging to high grade financial assets and are not past due are included in this category.
- Past Due - items with history of frequent default.

#### Capital Management Policy

The Company's capital management objective is to ensure that the Company maintains a strong credit rating and optimal capital structure to reduce the cost of capital, to support its business and maximize stockholder value.

The Company considers its total equity as its capital.

The Company's dividend declaration is dependent on the availability of earnings and operating requirements. The Company manages its capital structure and makes adjustments whenever there are changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to stockholders or issue additional shares.

There were no changes in the Company's approach to capital management in 2019 and 2018.

### 23. Fair Value Measurement

The following is a comparison by category of carrying amounts and fair value of the Company's financial instruments as at December 31, 2019 and 2018:

	2019		2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets</b>				
Cash in banks and cash equivalents	₱83,668,798	₱83,668,798	₱193,867,933	₱193,867,933
Trade and other receivables*	110,641,534	110,641,534	60,624,084	60,624,084
	<b>₱194,310,332</b>	<b>₱194,310,332</b>	<b>₱254,492,017</b>	<b>₱254,492,017</b>
<b>Financial Liabilities</b>				
Trade and other payables**	₱356,808,474	₱356,808,474	₱291,339,132	₱291,339,132
Loans payable	150,000,000	184,377,759	4,125,000	4,800,927
Lease liabilities	13,358,712	13,358,712	—	—
Other noncurrent liabilities***	19,708,333	19,708,333	42,554,657	42,554,657
	<b>₱388,620,664</b>	<b>₱574,253,278</b>	<b>₱388,620,664</b>	<b>₱338,694,716</b>

\*Excluding advances to officers and employees amounting to ₱8.4 and ₱6.1 million as at December 31, 2019 and 2018, respectively.

\*\* Excluding statutory payables and unearned income totaling ₱12.1 million and ₱11.6 million as at December 31, 2019 and 2018, respectively.

\*\*\* Excluding unearned income amounting to ₱21.1 million and ₱22.4 million as at December 31, 2019 and 2018, respectively.

*Cash in banks and Cash Equivalents, Trade and Other Receivables and Trade and Other Payables.* Due to the short-term nature of transactions, the fair values approximate the amount of consideration at reporting period.

*Loans Payable and Lease liabilities.* Estimated fair values have been calculated on the instruments' expected cash flows using the prevailing BVAL rates that are specific to the tenor of the instruments' cash flows at reporting dates (Level 2).

**Land**

The Company's land carried at fair value amounted to ₱494.1 million as at December 31, 2019 and 2018. The significant unobservable inputs used in the fair value measurement are categorized within Level 3 of the fair value hierarchy.

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**24. Earnings Per Share**

Basic and diluted earnings per share are computed as follows:

	2019	2018	2017
Net income	₱215,322,484	₱168,010,693	₱150,127,380
Weighted average number of outstanding common shares	1,123,833	1,114,042	1,116,833
Basic and diluted earnings per share	₱192	₱151	₱134

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**25. Reclassification**

The December 31, 2018 and 2017 financial statements have been reclassified to conform to the current year presentation. These reclassifications had no effect on the reported results of operations.



**REPORT OF INDEPENDENT AUDITORS  
TO ACCOMPANY FINANCIAL STATEMENTS FOR FILING WITH THE  
SECURITIES AND EXCHANGE COMMISSION**

The Stockholders and the Board of Directors  
Mary Mediatrix Medical Center, Inc.  
J.P. Laurel Highway, Mataas na Lupa  
Lipa City, Batangas

We have audited the accompanying financial statements of Mary Mediatrix Medical Center, Inc. (the Company) as at December 31, 2019 and 2018 and for the years ended December 31, 2019, 2018 and 2017, on which we have rendered our report dated June 1, 2020.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the Company has 216 stockholders owning one hundred (100) or more shares each as at December 31, 2019.

**REYES TACANDONG & Co.**

  
CAROLINA P. ANGELES

Partner

CPA Certificate No. 86981

Tax Identification No. 205-067-976-000

BOA Accreditation No. 4782; Valid until August 15, 2021

SEC Accreditation No. 0658-AR-3 Group A

Valid until March 23, 2025

BIR Accreditation No. 08-005144-007-2019

Valid until October 16, 2022

PTR No. 8116476

Issued January 6, 2020, Makati City

June 1, 2020

Makati City, Metro Manila



**REPORT OF INDEPENDENT AUDITORS  
ON SUPPLEMENTARY SCHEDULES FOR FILING WITH THE  
SECURITIES AND EXCHANGE COMMISSION**

The Stockholders and the Board of Directors  
Mary Mediatrix Medical Center, Inc.  
J.P. Laurel Highway, Mataas na Lupa  
Lipa City, Batangas

We have audited in accordance with Philippine Standards in Auditing, the financial statements of Mary Mediatrix Medical Center, Inc. (the Company) as at December 31, 2019 and 2018 and for the years ended December 31, 2019, 2018 and 2017, and have issued our report thereon dated June 1, 2020. 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. These supplementary schedules include the following:

- Schedule of Retained Earnings Available for Dividend Declaration as at December 31, 2019
- Schedules Required under SRC Rule 68 Part 4E and 4F as at December 31, 2019 and 2018

The supplementary schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic financial statements. The supplementary schedules have been subjected to the auditing procedures applied in the audits 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.**

  
CAROLINA P. ANGELES

Partner

CPA Certificate No. 86981

Tax Identification No. 205-067-976-000

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BIR Accreditation No. 08-005144-007-2019

Valid until October 16, 2022

PTR No. 8116476

Issued January 6, 2020, Makati City

June 1, 2020

Makati City, Metro Manila

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS**  
**DECEMBER 31, 2019 AND 2018**

Ratio	Formula	2019	2018
Current Ratio	Total current assets	P315,181,721	P365,831,327
	Divided by: Total current liabilities	392,909,455	318,046,965
	Current Ratio	0.80:1	1.15:1
Acid Test Ratio	Total current assets	P315,181,721	P365,831,327
	Less: Inventories	71,688,804	66,758,891
	Other current assets	9,972,232	3,021,810
	Quick assets	233,520,685	296,050,626
	Divide by: Total current liabilities	392,909,455	318,046,965
	Acid Test Ratio	0.59:1	0.93:1
Solvency Ratio	Net income	P215,322,484	P168,010,693
	Add: Depreciation and amortization	118,573,031	102,336,699
	Net income before depreciation and amortization	333,895,515	270,347,392
	Divided by: Total liabilities	670,044,149	462,278,994
	Solvency Ratio	0.50:1	0.58:1
Debt-to-Equity Ratio	Total liabilities	P670,044,149	P462,278,994
	Divided by: Total equity	1,672,343,114	1,531,254,284
	Debt-to-Equity Ratio	0.40:1	0.30:1
Asset-to-Equity Ratio	Total assets	P2,342,387,263	P1,993,533,278
	Divided by: Total equity	1,672,343,114	1,531,254,284
	Asset-to-Equity Ratio	1.40:1	1.30:1
Return on Equity	Net income	P215,322,484	P168,010,693
	Divided by: Total equity	1,672,343,114	1,531,254,284
	Return on Equity	0.13:1	0.11:1
Return on Assets	Net income	P215,322,484	P168,010,693
	Divided by: Average total assets	2,167,960,271	1,888,719,167
	Return on Assets	0.10:1	0.09:1
Net Profit Margin	Net income	P215,322,484	P168,010,693
	Divided by: Revenue	1,514,955,488	1,342,439,044
	Net Profit Margin	0.14:1	0.13:1



**MARY MEDIATRIX MEDICAL CENTER, INC.**

**SUPPLEMENTARY SCHEDULE OF RECONCILIATION OF RETAINED EARNINGS  
AVAILABLE FOR DIVIDEND DECLARATION**

**DECEMBER 31, 2019**

Unappropriated retained earnings, beginning	₱224,510,693
Adjustments:	
Deferred tax assets	(40,590,038)
Treasury shares	(10,090,000)
<b>Unappropriated Retained Earnings, as adjusted, beginning</b>	<b>173,830,655</b>
Net income	215,322,484
Deferred tax assets	(4,996,860)
<b>Net income actually earned/realized during the year</b>	<b>210,325,624</b>
Unappropriated retained earnings, as adjusted, ending	384,156,279
Adjustments:	
Dividends declared	(61,708,381)
Reissuance of treasury stock	4,810,000
Appropriations	(110,000,000)
<b>Unappropriated retained earnings available for dividend declaration, end of year</b>	<b>₱217,257,898</b>

**Reconciliation:**

Unappropriated retained earnings as shown in the financial statements of the Company at end of year	₱268,124,796
Adjustments for:	
Treasury shares	(5,280,000)
Deferred tax assets	(45,586,898)
<b>Unappropriated retained earnings available for dividend declaration, end of year</b>	<b>₱217,257,898</b>

**MARY MEDIATRIX MEDICAL CENTER, INC.**

**SEC Supplementary Schedule as Required by Part II of Revised SRC Rule 68**

**DECEMBER 31, 2019**

**Table of Contents**

<u>Schedule</u>	<u>Description</u>	<u>Page</u>
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	Amounted Receivable from Related Parties which are Eliminated During the Consolidation of the Financial Statements	<u>N/A</u>
D	Long-term Debt	<u>1</u>
E	Indebtedness to Related Parties	<u>2</u>
F	Guarantees of Securities of Other Issuers	<u>N/A</u>
G	Capital Stock	<u>3</u>

**MARY MEDIATRIX MEDICAL CENTER, INC.**

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**D. Long-term Debt**  
**DECEMBER 31, 2019**

<i>Title of Issue and Type of Obligation</i>	<i>Amount Authorized by Indenture</i>	<i>Amount shown under caption "Loans payable" in related balance sheet</i>	<i>Amount shown under caption "Loans payable - net of current portion " in related balance sheet</i>
Unsecured loans	P-	P-	P150,000,000

**MARY MEDIATRIX MEDICAL CENTER, INC.**

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**E. Indebtedness to Related Parties**

**DECEMBER 31, 2019**

<b>Name of related party</b>	<b>Balance at beginning of the period</b>	<b>Balance at end of the period</b>
Stockholders	₱65,283,344	₱57,205,616

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**MARY MEDIATRIX MEDICAL CENTER, INC.**

**G. Capital Stock**  
**DECEMBER 31, 2019**

<b>Title of Issue</b>	<b>Number of shares authorized</b>	<b>Number of shares issued and outstanding as shown under the related statements of financial position caption</b>	<b>Number of shares reserved for options, warrants, conversion and other rights</b>	<b>Number of shares held by</b>		
				<b>Related parties</b>	<b>Directors, officers and employees</b>	<b>Others</b>
Capital Stock - ₱100 par value	1,500,000	1,117,500	-	-	617,162	500,338

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**STATEMENTS OF FINANCIAL POSITION**

	Note	March 31, 2020 (Unaudited)	December 31, 2019 (Audited)
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	4	91,087,741	114,491,471
Trade and other receivables	5	115,273,552	119,029,214
Inventories	6	97,417,958	71,688,804
Other current assets	7	10,061,738	9,972,232
Total Current Assets		<b>313,840,989</b>	315,181,721
<b>Noncurrent Assets</b>			
Property and equipment			
At cost	8	1,410,696,732	1,417,499,068
At revalued amount	8	494,132,000	494,132,000
Right-of-use assets	21	12,938,118	13,966,266
Other noncurrent assets	7	122,149,068	101,608,208
Total Noncurrent Assets		<b>2,039,915,918</b>	2,027,205,542
		<b>2,353,756,907</b>	2,342,387,263
<b>LIABILITIES AND EQUITY</b>			
<b>Current Liabilities</b>			
Trade and other payables	9	341,988,205	368,880,374
Current portion of lease liabilities	21	1,070,058	1,935,044
Current portion of loans payable	10	4,166,667	–
Income tax payable		32,094,553	22,094,037
Total Current Liabilities		<b>379,319,483</b>	392,909,455
<b>Noncurrent Liabilities</b>			
Lease liabilities - net of current portion	21	11,303,796	11,423,668
Loans payable - net of current portion	10	145,833,333	150,000,000
Net retirement benefits liability	19	32,131,905	31,528,398
Net deferred tax liabilities	20	43,196,899	43,415,061

Other noncurrent liabilities	11	<b>38,920,406</b>	40,767,567
Total Noncurrent Liabilities		<b>271,386,339</b>	277,134,694
Total Liabilities		<b>650,705,822</b>	670,044,149
<b>Equity</b>			
Capital stock	12	<b>111,950,000</b>	111,950,000
Additional paid-in capital		<b>905,989,615</b>	905,989,615
Retained earnings		<b>488,832,767</b>	458,124,796
Revaluation surplus on land	8	<b>197,006,324</b>	197,006,324
Cumulative net remeasurement gain on retirement benefits liability	19	<b>4,552,379</b>	4,552,379
Treasury stock	12	<b>(5,280,000)</b>	(5,280,000)
Total Equity		<b>1,703,051,085</b>	1,672,343,114
		<b>2,353,756,907</b>	2,342,387,263

*See accompanying Notes to Unaudited Financial Statements.*

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**UNAUDITED STATEMENTS OF COMPREHENSIVE INCOME**

		For The Period Ended March 31	
	Note	2020	2019
<b>REVENUE</b>	14	<b>342,875,098</b>	382,553,809
<b>COST OF SALES AND SERVICES</b>	15	<b>247,478,244</b>	241,398,114
<b>GROSS PROFIT</b>		<b>95,396,854</b>	141,155,695
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	16	<b>59,592,786</b>	58,758,801
<b>OPERATING PROFIT</b>		<b>35,804,068</b>	82,396,894
<b>INTEREST EXPENSE</b>	10	<b>(1,931,127)</b>	(47,318)
<b>OTHER INCOME</b>	18	<b>9,981,371</b>	4,880,147
<b>INCOME BEFORE INCOME TAX</b>		<b>43,854,312</b>	87,229,723
<b>PROVISION FOR (BENEFIT FROM) INCOME TAX</b>	20		
Current		<b>13,364,503</b>	25,174,432
Deferred		<b>(218,162)</b>	627,686
		<b>13,146,341</b>	25,802,118
<b>NET INCOME</b>		<b>30,707,971</b>	61,427,605
<b>OTHER COMPREHENSIVE INCOME</b>		-	-
<b>TOTAL COMPREHENSIVE INCOME</b>		<b>30,707,971</b>	61,427,605

*See accompanying Notes to Unaudited Financial Statements.*



**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**UNAUDITED STATEMENTS OF CHANGES IN EQUITY**

		For The Period Ended March 31	
	Note	2020	2019
<b>CAPITAL STOCK</b>			
	12	<b>111,950,000</b>	111,950,000
<b>ADDITIONAL PAID-IN CAPITAL</b>			
Balance at beginning and end of year	12	<b>905,989,615</b>	912,713,967
<b>STOCK DIVIDENDS DISTRIBUTABLE</b>			
	12		
Balance at beginning of year		–	55,450,000
Issuance of capital stock		–	(55,450,000)
Balance at end of year		–	–
<b>RETAINED EARNINGS</b>			
<b>Unappropriated</b>			
Balance at beginning of year		<b>268,124,796</b>	224,510,693
Net income		<b>30,707,971</b>	61,427,605
Balance at end of year		<b>298,832,767</b>	285,938,298
<b>Appropriated</b>			
Balance at beginning and end of year	12	<b>190,000,000</b>	80,000,000
<b>OTHER COMPONENTS OF EQUITY</b>			
Revaluation surplus on land	8	<b>197,006,324</b>	197,006,324
Remeasurement gains on retirement benefits liability	19	<b>4,552,379</b>	15,163,300
		<b>201,558,703</b>	212,169,624
<b>TREASURY STOCK</b>			
Balance at beginning and end of year	12	<b>(5,280,000)</b>	(10,090,000)
		<b>1,703,051,085</b>	1,592,681,889

*See accompanying Notes to Unaudited Financial Statements.*

**MARY MEDIATRIX MEDICAL CENTER, INC.**  
**UNAUDITED STATEMENTS OF CASH FLOWS**

For The Period Ended March 31

	Note	2020	2019
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Income before income tax		43,854,312	87,229,723
Adjustments for:			
Depreciation and amortization	8	47,732,990	32,125,023
Interest expense	10	1,931,127	47,318
Retirement expense	19	1,360,372	–
Interest income	4	(43,706)	(1,269,977)
Provision for expected credit losses	16	–	2,415,008
Operating income before working capital changes		94,835,095	120,547,095
Decrease (increase) in:			
Inventories		(25,729,154)	7,204,408
Other assets		(20,630,366)	(4,908,246)
Trade and other receivables		3,755,662	(47,722,980)
Decrease in:			
Trade and other payables		(26,892,169)	(2,898,589)
Other noncurrent liabilities		(1,847,161)	(1,357,821)
Net cash generated from operations		23,491,907	70,863,867
Income tax paid		(3,363,987)	(3,860,390)
Interest paid	10	(1,776,380)	(47,318)
Contributions paid	19	(756,865)	–
Interest received		43,706	1,269,977
Net cash provided by operating activities		17,638,381	68,226,136
<b>CASH FLOWS FROM AN INVESTING ACTIVITY</b>			
Acquisition of property and equipment	8	(39,902,506)	(72,950,688)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Payments for lease liabilities	21	(1,139,605)	–
Proceeds from loan payable	10	–	(250,000)

Net cash used in financing activities		<b>(1,139,605)</b>	(250,000)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(23,403,730)</b>	(4,974,552)
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>		<b>114,491,471</b>	229,278,474
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>		<b>91,087,741</b>	224,303,922
<b>NONCASH FINANCIAL INFORMATION</b>			
Amortization of discount on lease liabilities	21	<b>154,747</b>	–

*See accompanying Notes to Unaudited Financial Statements.*

# MARY MEDIATRIX MEDICAL CENTER, INC.

## NOTES TO FINANCIAL STATEMENTS

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### 1. Corporate Information

Mary Mediatrix Medical Center, Inc. (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on November 18, 1977. The Company's primary purpose is to establish, operate, own and/or maintain a hospital or hospitals, medical and clinical laboratories and such other enterprises which may have similar or analogous undertaking or dedicated to services in connection therewith.

The Company presently operates Mary Mediatrix Medical Center (the Hospital), a level three referral tertiary hospital with 228 bed capacity in Lipa City, Batangas.

The Company's principal place of business is located at J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas.

### 2. Summary of Significant Accounting Policies

#### Basis of Preparation and Statement of Compliance

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

#### Measurement Bases

The financial statements are presented in Philippine Peso, the Company's functional currency. All values represent absolute amounts except when otherwise stated.

The financial statements of the Company have been prepared on the historical cost basis of accounting except for land classified as "Property and equipment" which is measured at revalued amount. Historical cost is generally based on the fair value of the consideration given in exchange for an asset and consideration received in exchange for incurring a liability.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active market 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.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Further information about the assumptions made in measuring fair value is included in the following notes:

- Note 3, Significant Judgments, Accounting Estimates and Assumptions
- Note 8, Property and Equipment
- Note 23, Fair Value Measurement

#### **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 which the Company adopted effective for annual periods beginning on or after January 1, 2020:

- Amendments to References to the Conceptual Framework in PFRS – The amendments include a new chapter on measurement; guidance on reporting financial performance; improved definitions and guidance-in particular the definition of a liability; and clarifications in important areas, such as the roles of stewardship, prudence and measurements uncertainty in financial reporting. The amendments should be applied retrospectively unless retrospective application would be impracticable or involve undue cost or effort.
- Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Material* – The amendments clarify the definition of “material” and how it should be applied by companies in making materiality judgments. The amendments ensure that the new definition is consistent across all PFRS standards. Based on the new definition, an information is “material” if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

Under prevailing circumstances, the adoption of the foregoing amended PFRS did not have any material effect on the financial statements of the Company. Additional disclosures have been included in the notes to 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 and Measurement.* Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at fair value through profit and loss (FVPL), includes transaction cost.

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

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

As at March 31, 2020 and December 31, 2019, the Company does not have financial assets and liabilities at FVPL and financial asset at FVOCI.

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

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

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

As at March 31, 2020 and December 31, 2019, the Company’s cash and cash equivalents and trade and other receivables (excluding advances to officers and employees) are classified under this category.

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

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount

or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

As at March 31, 2020 and December 31, 2019, the Company's trade and other payables (excluding statutory payables and unearned income), loans payable, lease liabilities and other noncurrent liabilities (excluding unearned income) are classified under this category.

### **Reclassification**

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

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

### **Impairment of Financial Assets at Amortized Cost**

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

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

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

### **Derecognition of Financial Assets and Liabilities**

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

- the right to receive cash flows from the asset has expired;
- the Company retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or

- the Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

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

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

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

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

#### **Offsetting of Financial Assets and Liabilities**

Financial assets and financial liabilities are offset and the net amount 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 intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the 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.

### **Inventories**

Inventories consist of medicines and medical supplies. These are measured at the lower of cost and net realizable value (NRV). Cost is determined using the moving average method. For medicines and medical supplies for sale, NRV is the estimated selling price less cost to sell. For supplies used in the operations, NRV is the current replacement cost. In determining the NRV, the Company considers any adjustment necessary for obsolescence.

### **Other Assets**

Other assets consist of deferred input VAT, prepayments, advances to contractors and advances to suppliers. Other assets that are expected to be realized for no more than 12 months after the reporting date are classified as current assets. Otherwise, these are classified as noncurrent assets.

*Deferred Input VAT.* In accordance with the Revenue Regulation (RR) No. 16-2005, input VAT on purchases or imports of the Company of capital goods (depreciable assets for income tax purposes) with an aggregate acquisition cost (exclusive of VAT) in each of the calendar month 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, the total input VAT will be allowable as credit against output VAT in the month of acquisition.

Deferred input VAT represents the unamortized amount of input VAT on capital goods.

*Prepayments.* Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to expense as these are consumed in operations or expire with the passage of time.

*Advances to Contractors.* Advances to contractors represent funds advanced by the Company to its contractors in relation to its project. These are capitalized in the statements of financial position, upon actual receipt of services or supplies. These are charged to the construction in progress account when the goods or services for which the advances were made are received. Advances to contractors are applied from the supplier's billings as specified in the provisions of the contract.

*Advances to Suppliers.* Advances to suppliers are payments made to suppliers for purchase of medical equipment. These are charged to the property and equipment account when the goods for which the advances were made are received.

### **Interest in Joint Operation**

The interest of the Company in a joint operation includes: (a) its share of the jointly controlled assets, classified according to the nature of the assets rather than as an investment; (b) any liabilities that it has incurred; (c) its share of any liabilities incurred jointly with other parties in relation to the joint operation; (d) its revenue from the sale of its share of the output arising from the joint operation, together with its share of any expenses incurred by the joint operation; and (e) any expenses that it has incurred in respect of its interest in the joint operation.

### **Property and Equipment**

Property and equipment, except for land, are stated at cost less accumulated depreciation and any accumulated impairment in value. Land is stated at revalued amount less any impairment in value.

The initial cost of property and equipment comprises its purchase price, after deducting trade discounts and rebates, and any directly attributable costs of bringing the asset to its working condition and location for its intended use. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalized borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalized as part of the equipment.

Expenditures incurred after the property and equipment have been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized in profit or loss in the year 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 costs of property and equipment. The cost of replacing a component of an item of property and equipment is recognized if it is probable that the future economic benefits embodied within the component will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognized.

Subsequent to initial recognition, land is carried at revalued amount which represent fair values as determined by independent appraisers, less any accumulated impairment loss. Other property and equipment are carried at cost less accumulated depreciation and any accumulated impairment loss.

Any revaluation surplus is recognized in other comprehensive income and credited to the "Other components of equity" account in the statements of financial position. Any revaluation deficit directly offsetting a previous surplus is charged to other comprehensive income to the extent of any revaluation surplus in equity relating to the same asset and the remaining deficit, if any, is recognized in profit or loss. Upon disposal of the revalued assets, amount included in revaluation surplus is transferred to retained earnings. Revaluations are performed regularly to ensure that the carrying amount does not materially differ from that which would be determined using fair value at the end of reporting period.

Depreciation are computed using the straight-line method over the following estimated useful lives of the property and equipment:

	Number of Years
Buildings and improvements	30 years
Medical equipment	5 to 8 years
Furniture and fixtures	5 years

Computer equipment

5 years

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

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

Construction in progress represents properties under construction and is stated at cost, including cost of construction and other direct costs. Borrowing costs that are directly attributable to the construction of property and equipment are capitalized during the construction period. Construction in progress is not depreciated until such time that the relevant assets are completed and ready for operational use.

#### **Impairment of Nonfinancial Assets**

The nonfinancial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and where the carrying amount exceeds its estimated recoverable amounts, the asset or cash-generating unit is written down to its recoverable amount. The estimated recoverable amount of the asset is the higher of an asset's fair value less costs to sell or value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in profit or loss.

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

#### **Unearned Income**

Unearned income consists of amounts received by the Company from its doctors as advance payments for the rent of clinic spaces. These are recorded at face amount under "Trade and Other Payables" account in the statements of financial position and recognized as revenue in profit or loss on a straight-line basis over the lease term.

#### **Equity**

*Capital Stock.* Capital stock is measured at par value for all shares issued. Incremental costs directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds. Unpaid subscriptions are recognized as a reduction of subscribed common shares.

*Additional Paid-in Capital.* Additional paid-in capital includes any premium received in excess of par in the issuances of capital stock and additional contributions of stockholders without any issuance of

shares. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of tax.

*Stock Dividends Distributable.* Stock dividends distributable represents dividends in a form of stocks which are already declared but has not yet distributed.

*Retained Earnings.* Retained earnings represent the cumulative balance of net income, net of any dividend declaration. Appropriated retained earnings represent the portion which has been restricted and are not available for dividend declaration. Unappropriated retained earnings represent the portion which can be declared as dividends to stockholders.

*Treasury Stock.* Acquisition of treasury stock by the Company is recorded at cost and shown as a deduction in the equity section of the statement of financial position. Upon reissuance of treasury stocks, the "Treasury stock" account is credited at cost. The excess of proceeds from reissuance over the cost of treasury stock is credited to additional paid-in capital. The excess of cost of treasury stock over the proceeds from reissuance is debited to additional paid-in capital but only to the extent of previously set-up additional paid-in capital for the same class of shares of stock. Otherwise, the excess is debited directly against retained earnings.

*Other Components of Equity.* Other components of equity comprise of revaluation surplus on land and cumulative remeasurement gains on net retirement liability which were not recognized in profit or loss. These incomes, when earned for the year, are classified as other comprehensive income and presented after net income in the statements of comprehensive income.

#### **Basic and Diluted Earnings Per Share**

Basic earnings per share is computed by dividing the net income for the period attributable to equity holders of the Company by the weighted average number of issued and outstanding and subscribed common shares during the period, with retroactive adjustment for any stock dividends declared. Diluted earnings per share is computed in the same manner, adjusted for the effects of convertible securities. The Company has no dilutive instruments.

#### **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 perform its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

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

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

*Hospital and Ancillary Services.* Revenue from hospital and ancillary services is recognized when the services are rendered and provided to patients.

*Sale of Medicines and Medical Supplies.* Revenue is recognized when medicines and medical supplies are delivered to outpatients.

*Room and Board.* Revenue from room and board is recognized based on actual room occupancy.

*Discounts.* Discounts pertain to patient discounts and package deal discounts. These also include senior citizen discount which is computed as 20% of the medically necessary care levels for the diagnosis and/or treatment of an illness or injury for senior citizen patients. Discounts are recognized as a reduction of the related revenues upon delivery of goods or rendering of services.

The following specific recognition criteria must also be met before other revenue items are recognized.

*Rental Income.* Rental income on leased property is recognized on a straight-line basis over the lease term.

*Interest Income.* Revenue is recognized as interest accrues, taking into consideration the effective yield on the asset.

*Other Income.* Other income is recognized as revenue when earned.

#### **Cost and Expense Recognition**

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

*Cost of Sales and Services.* Cost of sales and services are recognized as expense when the related goods are sold or services are rendered.

*General and Administrative.* General and administrative expenses constitute costs of administering the business and costs incurred to sell and market the goods and services. These are expensed when incurred.

*Interest Expense.* Interest expense is recognized in profit or loss using the effective interest method.

#### **Leases**

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

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

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

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

**Company as Lessor**

Leases where the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized on a straight line basis over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

**Company as Lessee**

At the commencement date, the Company recognizes ROU assets and a lease liabilities for all leases, 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.

*ROU Assets.* At commencement date, the Company measures the ROU assets at cost. The cost comprises:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentives received;
- Any initial direct costs incurred by the Company; and
- An estimation of costs to be incurred by the Company in dismantling and removing the underlying asset, when applicable.

The ROU assets are recognized under the same basis with property and equipment at the present value of the liability at the commencement date of the lease, adding any directly attributable costs. After the commencement date, the ROU assets are carried at cost less any accumulated amortization and accumulated impairment losses, and adjusted for any remeasurement of the related lease liability. The ROU assets are amortized over the shorter of the lease term or the useful life of the underlying asset.

*Lease Liabilities.* At commencement date, the Company measures lease liabilities at the present value of future lease payments using the interest rate implicit in the lease, if that rate can be readily determined. Otherwise, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of a lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonable certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonable certain not to terminate early.

A lease liability is subsequently measured at amortized cost. Interest on the lease liability and any variable lease payments not included in the measurement of lease liability are recognized in profit or loss unless these are capitalized as costs of another asset. Variable lease payments not included in the measurement of the lease liability are recognized in profit or loss when the event or condition that triggers those payments occurs.

If there is a change in the lease term or if there is a change in the assessment of an option to purchase the underlying asset, the lease liability is remeasured using a revised discount rate considering the revised lease payments on the basis of the revised lease term or reflecting the change in amounts payable under the purchase option. The lease liability is also remeasured using the revised lease payments if there is a change in the amounts expected to be payable under a residual value guarantee or a change in future lease payments resulting from a change in an index or a rate used to determine those payments.

### **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 accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

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

*Retirement Benefits.* The Company has a funded, tax-qualified, non-contributory post-employment benefit plan covering all regular full-time employees. The retirement benefits cost is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Company recognizes service costs, comprising of current service costs, past service costs, gains and losses on curtailments and nonroutine settlements, and net interest expense in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability.

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

Net interest on the net retirement liability is the change during the period in the net retirement liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net retirement liability. Net interest is calculated by applying the discount rate to the net retirement liability.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on retirement liability or asset) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

The retirement liability is the aggregate of the present value of the retirement liability on which the obligations are to be settled directly. The present value of the retirement liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

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

### **Income Taxes**

*Current Tax.* Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rate and tax laws used to compute the amount are those that have been enacted or substantively enacted as at the reporting date.

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

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Deferred tax, however, is not recognized when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting nor taxable profit or loss.

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

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

Deferred tax is recognized in profit or loss except to the extent that it relates to items directly recognized in other comprehensive income.

Deferred tax assets and 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.

### **Related Parties**

Related party transactions consist of transfers of resources, services or obligations between the Company and its related parties, regardless of whether a price is charged.



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

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

#### **Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that a transfer of economic benefits will be required to settle the obligation, and the amount can be reliably estimated.

Provisions are measured at the present value of the amount expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation when material. The increase in the provision due to the passage of time is recognized as interest expense.

Provisions are reviewed at the end of each financial reporting year and adjusted to reflect the current best estimate.

#### **Contingencies**

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

#### **Events after the Financial Reporting Date**

Events after the financial reporting date that provide additional information about the Company's financial position as at the financial reporting date (adjusting events) are reflected in the financial statements. Events after the financial reporting date that are not adjusting events are disclosed in the notes to financial statements when material.

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### **3. Significant Judgments, Accounting Estimates and Assumptions**

The preparation of the Company's financial statements requires management to make judgments, accounting estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The judgments and estimates used in the financial statements are based upon management's evaluation of relevant facts and circumstances as at the reporting date.

While the Company believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates.

The accounting estimates and underlying assumptions are reviewed on an on-going basis. Changes in accounting estimates are recognized in the period in which the estimate is revised if the change affects only that period or in the period of the change and future periods if the revision affects both current and future periods.

The following are the significant judgments, accounting estimates and assumptions made by the Company:

### **Judgments**

*Determination of Functional Currency.* Based on management's assessment, the functional currency of the Company has been determined to be the Philippine Peso. The Philippine Peso is the currency of the primary economic environment in which the Company operates. It is the currency that mainly influences the operations of the Company.

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

- a. Quantitative Criteria - the borrower is more than 90 days past due on its contractual payments, which is consistent with the Company's definition of default.
- b. Qualitative Criteria - The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:
  - The borrower is experiencing financial difficulty or is insolvent;
  - The borrower is in breach of financial covenants;
  - Concessions have been granted by the Company, for economic or contractual reasons relating to the borrower's financial difficulty; or
  - It is probable that the borrower will enter bankruptcy or other financial reorganization.

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

*Grouping of Instruments for ECL measured on a Collective Basis.* For ECL provisions that are assessed on a collective basis, grouping of exposures is performed on the basis of shared credit risk characteristics, such that risk exposures within a group are homogeneous. For trade receivables, ECL is measured collectively based on type of debtor, such as self-pay, Philippine Health Insurance Corporation (Philhealth), and Health Maintenance Organizations (HMO), among others.

*Determination of Lease Commitments - Company as a Lessor.* Leases where the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. 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 basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

Rental income amounted to 0.1 million and 0.2 million for the period ended March 31, 2020 and 2019 respectively (see Note 18).

*Determination of Lease Commitments - Company as a Lessee.* The Company has various non-cancellable lease agreements for its medical equipment for a period of three (3) to ten (10) years. The Company has assessed that these are low value, remaining terms are short-term and the considerations are variable. Accordingly, an ROU asset has not been recognized. The Company has also entered into non-cancellable lease agreements of parking space, land, building and equipment for a period of two (2) to 15 years. Accordingly, ROU assets and lease liabilities have been recognized.

Rent expense amounted to 2.6 million and 9.0 million for the period ended March 31, 2020 and 2019 (see Note 21).

ROU assets and lease liabilities amounted to 12.9 million and 12.4 million, respectively, as at March 31, 2020 and 14.0 million and 13.4 million, respectively, as at December 31, 2019 (see Note 21).

*Classification of Joint Arrangement.* The Company has entered into joint arrangements for the purpose of operating various hospital equipment. The Company has determined that it has joint control over the arrangement and has rights to the assets, and obligations for the liabilities, relating to the agreement. Accordingly, the agreement was accounted for as a joint arrangement.

#### **Estimates and Assumption**

*Estimation of the ROU Assets and Lease Liabilities.* The Company determines lease payments, lease term and discount rate at the commencement date of a lease. The lease term comprises non-cancellable period of a lease contract. Period covered by an option to extend a lease if the Company is reasonably certain to exercise the option, or periods covered by an option to terminate a lease if the Company is reasonably certain not to exercise that option, are included in the lease term. The Company considers all relevant facts and circumstances that create an economic incentive for the Company to exercise, or not to exercise, the option such as, but not limited to, significant leasehold improvements undertaken and the importance of the underlying asset to the Company's operations.

The Company uses its incremental borrowing rate as basis for the discount rate which is the rate that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the ROU asset in a similar economic environment. The Company uses its general borrowing rate adjusted for the lease term, security of an item with the underlying nature of the leased asset and expectations of residual value, among others.

ROU assets and lease liabilities amounted to 12.9 million and 12.4 million, respectively, as at March 31, 2020 and 14.0 million and 13.4 million, respectively, as at December 31, 2019 (see Note 21).

*Estimation of the Allowance for ECL on Trade Receivables.* The Company uses a provision matrix based on historical default rates for trade receivables. The provision matrix specifies provision rates depending on the number of days that a trade receivable is past due. The Company also uses appropriate groupings if its historical credit loss experience shows significantly different loss patterns for different customer segments. The Company then calibrates the provision matrix to adjust historical credit loss experience with forward-looking information on the basis of current observable data to reflect the effects of current and forecasted economic conditions. The Company regularly reviews the methodology and assumptions used for estimating ECL to reduce any difference between estimates and actual experience.

Provision for ECL amounted to nil and 2.4 million for the period ended March 31, 2020 and 2019, respectively (see Note 16). The Company's trade and other receivables (excluding advances to officers and employees), net of ECL amounted to 106.1 million and 110.6 million as at March 31, 2020 and December 31, 2019, respectively (see Note 5).

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

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

- actual or expected external and internal credit rating downgrade
- existing or forecasted adverse changes in business, financial or economic conditions
- actual or expected significant adverse changes in the operating results of the borrower.

The Company's financial assets at amortized cost are considered to have low credit risk, and therefore the loss allowance is determined as 12 months expected credit losses. The Company has assessed that the ECL for financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks and counterparties with good credit standing and relatively low risk of defaults. Accordingly, no impairment loss was recognized in 2020 and 2019.

The Company's cash and cash equivalents amounted to 91.1 million and 114.5 million as at March 31, 2020 and December 31, 2019, respectively (see Note 4).

*Determination of the NRV of Inventories.* In determining the NRV of inventories, the Company considers any adjustments for obsolescence which are due to damage, physical deterioration, changes in price levels or other causes. Management reviews on a regular basis the NRV of medicines and supplies inventories.

No allowance for inventory obsolescence was provided in 2020 and 2019. Inventories carried at lower of cost and NRV amounted to 97.4 million and 71.7 million as at March 31, 2020 and December 31, 2019, respectively (see Note 6).

*Determination of the Revaluation Value of Land.* The land is carried at revalued amount, which approximates its fair value at the date of the revaluation less any accumulated impairment losses. The valuation of land is performed by qualified independent appraisers. The fair value was arrived at using the market data approach based on the gathered available market evidences. Revaluations are made on a regular basis to ensure that the fair value does not differ materially from its carrying amounts.

Land carried at revalued amount amounted to 494.1 million as at March 31, 2020 and December 31, 2019 (see Note 8).

*Estimation of the Useful Lives of Property and Equipment.* The Company estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimates are based on a collective assessment of industry practice, internal technical evaluation and experience with similar assets. The estimated useful lives of property and equipment are reviewed at each reporting date 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 the assets. Future results of operations could be materially affected by changes in estimates brought about by changes in the factors mentioned above. The amount and timing of recording of depreciation for any period would be affected by changes in these factors and circumstances.

Property and equipment - at cost, net of accumulated depreciation amounted to 1,410.7 million and 1,417.5 million as at March 31, 2020 and December 31, 2019, respectively (see Note 8).

*Assessment of the Impairment of Nonfinancial Assets.* The Company assesses impairment on its nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of the assets or group of assets may not be recoverable. The relevant factors that the Company considers in deciding whether to perform an asset impairment review include the following:

- significant underperformance of a business in relation to expectations;
- significant negative industry or economic trends; and
- significant changes or planned changes in the use of the assets.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

No impairment loss on nonfinancial assets was recognized by the Company in 2020 and 2019. The carrying amount of nonfinancial assets as follows:

	Note	March 31, 2020	December 31, 2019
Advances to officers and employees	5	<b>9,160,558</b>	8,387,680
Property and equipment - at cost	8	<b>1,410,696,732</b>	1,417,499,068
ROU assets	21	<b>12,938,118</b>	13,966,266
Other assets	7	<b>132,210,806</b>	111,580,440

*Determination of Retirement Benefit Costs.* The determination of the obligation and costs of retirement benefits is dependent on the assumptions used by the actuary in calculating such amounts

The net retirement benefits liability amounted to 32.1 million and 31.5 million as at March 31, 2020 and December 31, 2019, respectively. The cumulative remeasurement gains on net retirement benefit liability, net of deferred tax, recognized in equity amounted to 4.6 million as at March 31, 2020 and December 31, 2019 (see Note 19).

*Recognition of Deferred Tax Assets.* The carrying amount of deferred tax assets at each reporting date are reviewed 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 assets to be utilized. The Company's assessment on the recognition of deferred tax assets on deductible temporary differences is based on the forecasted taxable income of the subsequent reporting periods. This forecast is based on the Company's past results and future expectations on revenue and expenses.

The Company's deferred tax assets amounted to 45.6 million as at March 31, 2020 and December 31, 2019 (see Note 20).

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#### 4. Cash and Cash Equivalents

This account consists of:

	<b>March 31, 2020</b>	December 31, 2019
Cash on hand	<b>21,054,128</b>	30,822,673
Cash in banks	<b>66,626,692</b>	80,242,297
Cash equivalents	<b>3,406,921</b>	3,426,501
	<b>91,087,741</b>	114,491,471

Cash in banks earn interest at the prevailing bank deposit rates.

Cash equivalents are short-term investments in money market placements with maturities ranging from 30 to 90 days.

Interest income earned from cash in banks and cash equivalents amounted to 43,706 and 1.3 million for the period ended March 31, 2020 and 2019, respectively (see Note 18).

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#### 5. Trade and Other Receivables

This account consists of:

	<b>March 31, 2020</b>	December 31, 2019
Trade	<b>135,267,555</b>	139,806,095
Advances to officers and employees	<b>9,160,558</b>	8,387,680
Others	<b>17,422,503</b>	17,422,503
	<b>161,850,616</b>	165,616,278
Less allowance for ECL	<b>46,577,064</b>	46,587,064
	<b>115,273,552</b>	119,029,214

Trade receivables are receivables from patients and guarantors such as PhilHealth and HMO. Receivables from patients are due upon discharge or on agreed payment date while receivable from guarantors are generally on a 30 to 60 days credit term. These are noninterest-bearing.

Advances to officers and employees are cash advances used for certain operating expenses not covered by the disbursement of petty cash fund. These are subject to liquidation within one (1) to three (3) months.

Others pertain to investments that have already matured and are not yet collected. These are usually settled within one year.

Movements in the allowance for ECL are as follows:

	Note	March 31, 2020	December 31, 2019
Balance at beginning of year		<b>46,587,064</b>	58,919,008
Provision for ECL	16	–	2,415,008
Write-off		<b>(10,000)</b>	(14,746,952)
Balance at end of year		<b>46,577,064</b>	46,587,064

## 6. Inventories

This account consists of:

	March 31, 2020	December 31, 2019
Medicines	<b>76,487,018</b>	54,874,884
Medical supplies	<b>20,930,940</b>	16,813,920
	<b>97,417,958</b>	71,688,804

As at March 31, 2020 and December 31, 2019, the costs of these inventories are lower than its NRV.

The cost of inventories charged to cost of sales amounted to 11.1 million and 19.3 million for the period ended March 31, 2020 and 2019, respectively (see Note 15).

## 7. Other Assets

This account consists of:

	March 31, 2020	December 31, 2019
Current:		

Current portion of deferred input VAT	<b>8,387,062</b>	8,702,910
Prepaid insurance	<b>1,674,676</b>	1,269,322
	<b>10,061,738</b>	9,972,232
Noncurrent:		
Advances to contractors	<b>63,296,918</b>	57,063,029
Advances to suppliers	<b>29,549,634</b>	15,438,893
Deferred input VAT - net of current portion	<b>29,302,516</b>	29,106,286
	<b>122,149,068</b>	101,608,208
	<b>132,210,806</b>	111,580,440

Advances to suppliers pertain mainly to advance payments made to suppliers for purchase of medical equipment and are generally applied within 12 months or within the normal operating cycle.

Advances to contractors represent funds advanced by the Company to its contractors in relation to its project. These are charged to the construction in progress account when the goods or services for which the advances were made are received. Advances to contractors are applied from the supplier's billings as specified in the provisions of the contract.

## 8. Property and Equipment

This account is classified as property and equipment carried at:

	<b>March 31, 2020</b>	December 31, 2019
At cost	<b>1,410,696,732</b>	1,417,499,068
At revalued amount	<b>494,132,000</b>	494,132,000
	<b>1,904,828,732</b>	1,911,631,068

The balances and movements of this account are as follows:

	March 31, 2020						Total
	At Revalued Amount	At Cost					
		Land	Buildings and Improvements	Medical Equipment	Furniture and Fixtures	Computer Equipment	
<b>Cost</b>							
Balances at beginning of year	494,132,000	837,733,136	728,749,754	166,891,973	25,134,089	316,514,452	2,569,155,404
Additions	-	1,730,600	4,538,403	8,464,790	170,201	24,998,512	39,902,506
Revaluations	-	-	-	-	-	-	-



Balance at end of year	494,132,000	839,463,736	733,288,157	175,356,763	25,304,290	341,512,964	2,609,057,910
<b>Accumulated Depreciation</b>							
Balances at beginning of year	–	257,361,504	296,006,762	86,300,966	17,855,104	–	657,524,336
Depreciation	–	7,089,440	32,751,269	6,140,533	723,600	–	46,704,842
Balance at end of year	–	264,450,944	328,758,031	92,441,499	18,578,704	–	704,229,178
<b>Carrying Amount</b>	<b>494,132,000</b>	<b>575,012,792</b>	<b>404,530,126</b>	<b>82,915,264</b>	<b>6,725,586</b>	<b>341,512,964</b>	<b>1,904,828,732</b>

December 31, 2019

	At Revalued Amount	At Cost					Total
		Land	Buildings and Improvements	Medical Equipment	Furniture and Fixtures	Computer Equipment	
<b>Cost</b>							
Balances at beginning of year	494,132,000	831,560,003	464,737,098	146,343,946	22,963,379	99,170,991	2,058,907,417
Additions	–	6,173,133	264,012,656	20,548,027	2,170,710	217,343,461	510,247,987
Balance at end of year	494,132,000	837,733,136	728,749,754	166,891,973	25,134,089	316,514,452	2,569,155,404
<b>Accumulated Depreciation</b>							
Balances at beginning of year	–	229,487,704	232,000,896	65,604,705	14,934,627	–	542,027,932
Depreciation	–	27,873,800	64,005,866	20,696,261	2,920,477	–	115,496,404
Balance at end of year	–	257,361,504	296,006,762	86,300,966	17,855,104	–	657,524,336
<b>Carrying Amount</b>	<b>494,132,000</b>	<b>580,371,632</b>	<b>432,742,992</b>	<b>80,591,007</b>	<b>7,278,985</b>	<b>316,514,452</b>	<b>1,911,631,068</b>

Details of land carried at revalued amount and its related cost follows:

	March 31, 2020	December 31, 2019
Cost	212,694,394	212,694,394
Revaluation surplus	281,437,606	281,437,606
Revalued amount	494,132,000	494,132,000

Revaluation surplus recognized in equity as at March 31, 2020 and December 31, 2019 are as follows:

	<b>Revaluation Surplus</b>	<b>Deferred Tax (Note 20)</b>	<b>Net</b>
Balance at beginning and end of year	<b>281,437,606</b>	<b>(84,431,282)</b>	<b>197,006,324</b>

The latest appraisal report of the independent appraiser is dated March 4, 2019. The fair value measurement of these parcels of land has been categorized as Level 3. Fair value was based on direct sales comparison approach for land using gathered available market evidences.

The Company has an on-going construction of its parking building and cancer center with an estimated cost of 301.9 million. The construction is expected to be completed in 2020.

As at March 31, 2020 and December 31, 2019, fully depreciated property and equipment with aggregate cost of 193.2 million and 193.0, respectively, are still in use.

Depreciation and amortization is charged to operations as follows:

	Note	<b>For the period ended March 31</b>	
		<b>2020</b>	<b>2019</b>
Cost of sales and services	15	<b>42,451,264</b>	27,245,164
General and administrative expenses	16	<b>5,281,726</b>	4,879,859
		<b>47,732,990</b>	32,125,023

## 9. Trade and Other Payables

This account consists of:

	Note	<b>March 31, 2020</b>	December 31, 2019
Trade		<b>177,078,181</b>	202,377,956
Dividends	13	<b>57,205,616</b>	57,205,616
Provident fund contribution		<b>18,384,741</b>	18,649,329
Retention payable		<b>18,150,228</b>	18,150,228
Accrued expenses		<b>12,270,728</b>	11,356,580
Current portion of employee benefits premium		<b>9,953,277</b>	11,271,036
Withholding taxes		<b>8,875,178</b>	11,117,562
Professional fees		<b>8,254,336</b>	3,644,351
Output VAT		<b>695,699</b>	369,542
Current portion of unearned income	21	<b>549,839</b>	584,796

Current portion of payable to suppliers	–	6,188,971
Others	<b>30,570,382</b>	27,964,407
	<b>341,988,205</b>	368,880,374

Trade payables are noninterest-bearing and are usually settled within 30 to 60 days.

Provident fund contribution payable includes employee benefits usually for regular employees working for more than five (5) years which can be withdrawn anytime or upon resignation.

Retention payable pertains to amounts retained from contractors' payable at the completion of the construction.

Accrued expenses pertain to accruals for rent, personnel costs and outside services. These are usually settled within one year.

Employee benefits premium pertains to benefits for key management personnel working for more than five years payable within the year.

Withholding taxes pertain to various taxes payable to government agencies which are normally settled in the subsequent month.

Payable to suppliers pertain to the Company's liability relating to the construction in progress and purchase of medical equipment payable in accordance with the contract terms.

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## 10. Loans Payable

Loans payable is broken down as follows:

	<b>March 31, 2020</b>	December 31, 2019
Current portion of loan payable	<b>4,166,667</b>	–
Noncurrent portion of loan payable	<b>145,833,333</b>	150,000,000
Balance at end of year	<b>150,000,000</b>	150,000,000

In December 2019, the Company obtained a 7-year loan totaling 150.0 million from a local creditor bank to finance its capital expenditure requirements. This loan is payable quarterly starting on the second year of the loan agreement with an interest rate of 4.75% per annum.

The expected loan repayments over the remaining term of the loan are as follows:

	<b>March 31, 2020</b>	December 31, 2019
Not later than one (1) year	<b>4,166,667</b>	–

Later than one (1) year but not later than five (5) years	<b>66,666,667</b>	16,666,667
Later than five (5) years	<b>79,166,666</b>	133,333,333
	<b>150,000,000</b>	150,000,000

The changes in liabilities arising from financing activities as at March 31, 2020 and December 31, 2019 are as follows:

	March 31, 2020			
	Loans Payable	Dividends Payable (see Note 13)	Lease Liabilities (see Note 21)	Total
Balance at beginning of year	<b>150,000,000</b>	<b>57,205,616</b>	<b>13,358,712</b>	<b>220,564,328</b>
Changes from financing cash flows	–	–	<b>(1,139,605)</b>	<b>(1,139,605)</b>
Noncash changes:				
Dividend declaration	–	–	–	–
Interest expense	–	–	<b>154,747</b>	–
Balance at end of year	<b>150,000,000</b>	<b>57,205,616</b>	<b>12,373,854</b>	<b>219,424,723</b>

	December 31, 2019			
	Loans Payable	Dividends Payable (see Note 13)	Lease Liabilities (see Note 21)	Total
Balance at beginning of year	4,125,000	65,283,344	4,792,047	74,200,391
Changes from financing cash flows	145,875,000	(69,786,109)	(4,319,605)	71,769,286
Noncash changes:				
Dividend declaration	–	61,708,381	–	61,708,381
Recognition of lease liabilities	–	–	12,250,846	12,250,846
Interest expense	–	–	635,424	635,424
Balance at end of year	150,000,000	57,205,616	13,358,712	220,564,328

Interest expense charged in the statements of comprehensive income is as follows:

		For the period ended March 31	
	Note	2020	2019
Loans payable		<b>1,776,380</b>	47,318
Lease liabilities	21	<b>154,747</b>	–
		<b>1,931,127</b>	47,318

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**11. Other Noncurrent Liabilities**

This account consists of:

	Note	March 31, 2020	December 31, 2019
Unearned income - net of current portion	21	<b>23,340,128</b>	21,059,234
Employee benefits premium - net of current portion		<b>12,000,000</b>	12,000,000
Payable to suppliers		<b>2,725,278</b>	6,853,333
Others		<b>855,000</b>	855,000
		<b>38,920,406</b>	40,767,567

Employee benefits premium includes benefits for key management personnel working for more than five years payable upon resignation.

Unearned income pertains to advance rent from medical consultants for occupying the Medical Arts building with terms of 50 years.

Payable to suppliers pertain to Company's liability relating to purchase of medical equipment.

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**12. Equity**
**Capital Stock**

Details of capital stock are as follows:

	March 31, 2020		December 31, 2019	
	Number of Shares	Amount	Number of Shares	Amount
<b>Authorized Capital Stock - 100 par</b>				
At beginning of year	<b>1,500,000</b>	<b>150,000,000</b>	750,000	75,000,000
Increase in authorized capital stock	—	—	750,000	75,000,000
At end of period	<b>1,500,000</b>	<b>150,000,000</b>	1,500,000	150,000,000
<b>Issued Capital Stock</b>				
At beginning of year	<b>1,119,500</b>	<b>111,950,000</b>	565,000	56,500,000
Issuance of stock dividends distributable	—	—	554,500	55,450,000

	<b>March 31, 2020</b>		December 31, 2019	
	<b>Number of</b>		Number of	
	<b>Shares</b>	<b>Amount</b>	Shares	Amount
At end of period	<b>1,119,500</b>	<b>111,950,000</b>	1,119,500	111,950,000

### **Retained Earnings**

In February 2019, the SEC approved the Company's increase in authorized capital stock from 750,000 shares at 100 par value to 1,500,000 shares at 100 par value.

The Company has 221 stockholders as at March 31, 2020 and December 31, 2019, respectively.

### **Appropriation**

In December 2017, the Company's BOD approved the appropriation of 80.0 million from retained earnings for the on-going construction of parking building and cancer center which commenced in July 2018 which is expected to be completed in 2020 (see Note 8).

In December 2019, the Company's BOD approved an additional appropriation of 110.0 million from retained earnings for the parking building and cancer center and for the loan repayment (see Note 8 and Note 10).

### **Dividend Declarations**

On June 5, 2017, the Company's BOD approved the declaration of cash dividends amounting to 73.6 million or 130.24 per share and stock dividends of 55.5 million to be applied against the increase in authorized capital stock which was approved on February 2019.

On November 25, 2019, the Company's BOD approved the declaration of cash dividends amounting to 61.7 million or 110.10 per share payable to stockholders of record as of December 31, 2018.

### **Treasury Stock**

Movements in this account consist of:

	<b>March 31, 2020</b>		December 31, 2019	
	<b>Number of</b>		Number of	
	<b>Shares</b>	<b>Amount</b>	Shares	Amount
Balance at beginning of year	<b>2,000</b>	<b>5,280,000</b>	4,500	10,090,000
Reissuance	—	—	(2,500)	(4,810,000)
Balance at end of period	<b>2,000</b>	<b>5,280,000</b>	2,000	5,280,000

The Company reissued 2,500 treasury shares for 6.0 million in 2019. The excess of the proceeds over the cost of the treasury shares was recognized as additional paid in capital.

### 13. Related Party Transactions

In the normal course of business, the Company has transaction with its related parties as follows (see Note 9):

Related Party	Nature of Transactions	Transactions during the Year		Balance at End of Year		Terms and Conditions
		2020	2019	March 31, 2020	December 31, 2019	
<b>Dividends payable</b>						
Stockholders	Declarations of dividends	–	61,708,381	<b>57,205,616</b>	57,205,616	Unsecured, noninterest-bearing, payable on demand and to be settled in cash

#### Compensation of Key Management Personnel

The compensation paid to key management personnel pertaining to short-term employee benefits amounted to 7.0 million and 22.9 million in March 31, 2020 and December 31, 2019, respectively.

### 14. Revenue

The details of revenue disaggregated per revenue streams are as follows:

	For the period ended March 31	
	2020	2019
Hospital and ancillary services	<b>292,831,474</b>	319,399,287
Sale of medicines and medical supplies	<b>27,698,952</b>	37,421,073
Room and board	<b>22,344,672</b>	25,733,449
	<b>342,875,098</b>	382,553,809

## 15. Cost of Sales and Services

This account consists of costs for:

	For the period ended March 31	
	2020	2019
Hospital and ancillary services	<b>231,554,274</b>	207,776,429
Sale of medicines and medical supplies	<b>11,146,092</b>	28,529,745
Room and board	<b>4,777,878</b>	5,091,940
	<b>247,478,244</b>	241,398,114

Cost of medicines and medical supplies comprise of:

	For the period ended March 31	
	2020	2019
Balance at beginning of year	<b>71,688,804</b>	66,758,891
Purchases	<b>36,875,246</b>	12,257,638
Total available inventories	<b>108,564,050</b>	79,016,529
Balance at end of year	<b>(97,417,958)</b>	(59,667,548)
	<b>11,146,092</b>	19,348,981

Details of the cost of sales and services by nature are presented as follows:

	Note	For the period ended March 31	
		2020	2019
Cost of ancillary services		<b>124,608,010</b>	119,401,399
Depreciation	8	<b>42,451,264</b>	27,245,164
Personnel costs	17	<b>41,393,411</b>	34,739,663
Outside services		<b>11,245,744</b>	13,562,038
Cost of medicines and medical supplies	6	<b>11,146,092</b>	19,348,981
Utilities		<b>8,023,238</b>	11,148,676
Professional fees		<b>7,362,288</b>	8,756,884
Rent	21	<b>1,248,197</b>	7,195,309
		<b>247,478,244</b>	241,398,114



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**16. General and Administrative Expenses**

This account consists of:

	Note	For the period ended March 31	
		2020	2019
Personnel costs	17	<b>24,737,024</b>	22,257,483
Outside services		<b>7,067,604</b>	7,046,957
Office supplies		<b>5,804,182</b>	6,743,054
Depreciation	8	<b>5,281,725</b>	4,879,859
Taxes and licenses		<b>2,173,361</b>	2,805,488
Professional fees		<b>1,887,438</b>	2,214,422
Communications		<b>1,634,107</b>	1,109,603
Rent	21	<b>1,385,756</b>	1,846,748
Transportation		<b>1,264,706</b>	977,954
Repairs and maintenance		<b>1,209,244</b>	656,156
Insurance		<b>761,037</b>	763,831
Representation		<b>588,526</b>	1,900,782
Advertisement		<b>417,001</b>	272,949
Provision for ECL	5	–	2,415,008
Others		<b>5,381,075</b>	2,868,507
		<b>59,592,786</b>	58,758,801

Others pertain to expenses on events and recreation, membership and subscription dues and donations.

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**17. Personnel Costs**

This account consists of:

	For the period ended March 31	
	2020	2019
Short-term employee benefits	<b>64,770,063</b>	55,861,848
Retirement benefits	<b>1,360,372</b>	1,135,298
	<b>66,130,435</b>	56,997,146

Personnel costs charged to operations follows:

	Note	For the period ended March 31	
		2020	2019
General and administrative expenses	16	<b>24,737,024</b>	22,257,483
Cost of sales and services	15	<b>41,393,411</b>	34,739,663
		<b>66,130,435</b>	56,997,146

### 18. Other Income

This account consists of:

	Note	For the period ended March 31	
		2020	2019
Rebates from suppliers		<b>2,693,183</b>	3,007,830
Rental income	21	<b>137,460</b>	153,801
Affiliation fee		<b>56,863</b>	35,363
Interest income	4	<b>43,706</b>	1,269,977
Others		<b>7,050,159</b>	413,176
		<b>9,981,371</b>	4,880,147

Others pertain to income from sponsorships, trainings and sale of scrap materials.

### 19. Retirement Benefits

The Company has a funded, non-contributory defined benefit retirement plan covering all its regular full-time employees. The normal retirement age of the employee-member shall be the first day of the month coincident with his attainment of age 60 with at least five years of credited service. Early retirement age may be availed of with the consent of the Company provided that the employee has completed at least five years of credited service.

The latest actuarial valuation report using the projected unit credit method was for the year ended December 31, 2019.

The retirement benefits cost recognized in profit or loss amounted to 1.4 million and nil for the period ended March 31, 2020 and 2019, respectively.

The changes in the present value of the retirement benefits liability are as follows:

	March 31, 2020	December 31, 2019

Balance at beginning of year	<b>46,610,080</b>	40,896,640
Current service cost	<b>948,926</b>	3,795,703
Interest cost	<b>608,262</b>	3,079,517
Remeasurement loss:		
Changes in financial assumption	–	12,902,757
Experience	–	2,486,739
Benefits paid	–	(16,551,276)
Balance at end of year	<b>48,167,268</b>	46,610,080

The changes in the fair value of plan assets are as follows:

	<b>March 31, 2020</b>	December 31, 2019
Balance at beginning of year	<b>15,081,682</b>	9,428,510
Interest income	<b>196,816</b>	880,943
Contribution	<b>756,865</b>	21,092,467
Benefits paid from plan assets	–	(16,551,276)
Remeasurement gain	–	231,038
Balance at end of year	<b>16,035,363</b>	15,081,682

The net retirement benefits liability recognized in the statements of financial position is as follows:

	<b>March 31, 2020</b>	December 31, 2019
Present value of retirement benefits liability	<b>48,167,268</b>	46,610,080
Fair value of plan assets	<b>(16,035,363)</b>	(15,081,682)
	<b>32,131,905</b>	31,528,398

The fair value of plan assets as at March 31, 2020 and December 31, 2019 is composed of cash and cash equivalents.

The cumulative net remeasurement gains on retirement benefits liability recognized in other comprehensive income follows:

	March 31, 2020		
	Cumulative Remeasurme nt Gain	Deferred Tax (Note 20)	Net
Balance at beginning and end of year	6,503,399	(1,951,020)	4,552,379

	December 31, 2019		
	Cumulative Remeasurement Gain	Deferred Tax (Note 20)	Net
Balance at beginning of year	21,661,857	(6,498,557)	15,163,300
Remeasurement gain	(15,158,458)	4,547,537	(10,610,921)
Balance at end of year	6,503,399	(1,951,020)	4,552,379

The principal assumptions used to determine the retirement benefit liability as at December 31, 2019 are as follows:

Discount rate	<b>5.22%</b>
Future salary increases	<b>4.00%</b>
Average expected future service years	<b>28.3</b>

The sensitivity analysis of defined benefit obligation for principal assumptions used as at December 31, 2019 follows:

Principal assumptions	Effect to Present Value of Defined Benefit Obligation
Discount rate:	
Increase by 1%	<b>(6,302,134)</b>
Decrease by 1%	<b>7,726,378</b>
Salary rate:	
Increase by 1%	<b>7,744,333</b>
Decrease by 1%	<b>(6,424,695)</b>

The sensitivity analysis above have been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The maturity analysis of the undiscounted benefit payments as at December 31, 2019 follows:

One (1) year or less	<b>945,579</b>
More than one (1) year to five (5) years	<b>7,633,233</b>
More than five (5) years to ten (10) years	<b>20,423,811</b>

The average duration of the expected benefit payments at the end of the reporting period is 15 years as at December 31, 2019.

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## 20. Income Taxes

The components of income tax expense are as follows:

	<b>For the period ended March 31</b>	
	<b>2020</b>	<b>2019</b>
<b>Reported in Profit or Loss</b>		
Regular corporate income tax	<b>13,364,503</b>	25,174,432
Deferred tax expense (benefit)	<b>(218,162)</b>	627,686
	<b>13,146,341</b>	25,802,118

The components of the Company's net deferred tax liabilities in the statements of financial position consist of:

	<b>March 31, 2020</b>	December 31, 2019
<b>Deferred Tax Assets</b>		
Allowance for ECL	<b>13,973,119</b>	13,976,119
Net retirement benefits liability	<b>9,639,572</b>	9,458,519
Unearned income	<b>7,166,990</b>	6,493,209
Employee benefits premium	<b>6,585,983</b>	6,981,311
Unamortized contribution to past service liability	<b>4,540,401</b>	4,670,126
Lease liabilities	<b>3,712,156</b>	4,007,614
	<b>45,618,221</b>	45,586,898
<b>Deferred Tax Liabilities</b>		
Revaluation surplus	<b>(84,431,282)</b>	(84,431,282)
ROU assets	<b>(3,881,435)</b>	(4,189,880)
Prepaid insurance	<b>(502,403)</b>	(380,797)
	<b>(88,815,120)</b>	(89,001,959)

	<b>March 31, 2020</b>	December 31, 2019
<b>Net Deferred Tax Liabilities</b>	<b>(43,196,899)</b>	(43,415,061)

The reconciliation of the provision for income tax computed at the statutory tax rate to the provision for income tax shown in the statements of comprehensive income follows:

	<b>For the period ended March 31</b>	
	<b>2020</b>	2019
Income tax at statutory tax rate	<b>13,156,294</b>	26,168,917
Adjustments for:		
Interest income subjected to final tax	<b>(17,059)</b>	(380,993)
Nondeductible expenses	<b>7,106</b>	14,194
	<b>13,146,341</b>	25,802,118

## 21. Commitments

### Company as a Lessor

#### Lease of Clinic Space

The Company, as a lessor, has existing contracts with various practicing doctors. The contract shall be effective for 50 years which shall commence upon full payment of contract price.

Unearned income as at March 31, 2020 and December 31, 2019 is broken down as follows:

	Note	<b>March 31, 2020</b>	December 31, 2019
Current portion of unearned income	9	<b>549,839</b>	584,796
Noncurrent portion of unearned income	11	<b>23,340,128</b>	21,059,234
		<b>23,889,967</b>	21,644,030

Total rental income earned on the above operating leases amounted to 0.1 million and 0.2 million for the period ended March 31, 2020 and 2019, respectively (see Note 18).

### Company as a Lessee

#### Lease of Hospital Parking Space

In May 2018, the Company has entered into lease agreement of parking space with Videco Management and Holdings, Inc. The lease shall be for a period of two (2) years.

**Lease of St. James Hospital's Assets**

In April 2019, the Company entered into an agreement with St. James Hospital for the lease of assets of the latter. The leased assets consist of land, building where the primary hospital is situated and all existing machines, equipment, facilities, furniture and fixtures in the primary hospital that will be needed for operations. The lease shall be for a period of ten (10) years subject to renewal by mutual agreement with an option to buy at any time. The monthly rental fee is subject to three (3) percent (3%) escalation every two years.

The balances and movements in ROU assets follow:

	<b>March 31, 2020</b>	December 31, 2019
<b>Cost</b>		
Balance at beginning of year	<b>17,042,893</b>	4,792,047
Additions during the year	–	12,250,846
Balance at end of year	<b>17,042,893</b>	17,042,893
<b>Accumulated Amortization</b>		
Balance at beginning of year	<b>3,076,627</b>	–
Amortization	<b>1,028,148</b>	3,076,627
Balance at end of year	<b>4,104,775</b>	3,076,627
<b>Carrying Amount</b>	<b>12,938,118</b>	13,966,266

The balance and movements in lease liabilities follow:

	Note	<b>March 31, 2020</b>	December 31, 2019
Balance at beginning of year		<b>13,358,712</b>	4,792,047
Additions during the year		–	12,250,846
Rental payments		<b>(1,139,605)</b>	(4,319,605)
Interest expense	10	<b>154,747</b>	635,424
Balance at end of year		<b>12,373,854</b>	13,358,712
Current portion of lease liabilities		<b>1,070,058</b>	1,935,044
Noncurrent portion of lease liabilities		<b>11,303,796</b>	11,423,668

Future minimum lease payments (MLP) and maturity analysis of lease liabilities as at March 31, 2020 are as follows:

	Future MLP	Present Value
--	------------	---------------

Within one (1) year	1,604,368	1,062,203
Between one (1) and five (5) years	4,078,199	2,246,522
More than five (5) years	11,238,738	9,065,129
	16,921,305	12,373,854

#### **Lease of Hospital and Clinic Equipment**

In 2015, the Company entered into various lease contracts with terms between three (3) to five (5) years, renewable upon mutual agreement of parties and are subject to escalation rate depending on the agreed terms. Rentals for hospital and clinic equipment are on a per usage basis.

#### **Joint Arrangements for Medical Equipment**

In February 2011, the Company and HB Calleja National Heart Institute (HBHNI) entered into a Memorandum of Agreement (MOA) whereby the parties agreed to jointly undertake the management and operation of the cardiovascular equipment and facility. The cardiovascular equipment is to equip a catheterization laboratory, a cardiovascular operating room suite, and a coronary care unit for the Company's heart institute. Under the MOA, HBHNI will provide a complete package of cardiovascular equipment and the management and operation of the cardiovascular equipment. The contract expired in October 2019.

The Company applies the short-term leases and low-value assets recognition exemption for the lease of hospital and clinic equipment and medical equipment.

Rent expense charged to operations follows:

	Note	For the period ended March 31	
		2020	2019
General and administrative expenses	16	1,385,756	1,846,748
Cost of sales and services	15	1,248,197	7,195,309
		2,633,953	9,042,057

#### **Joint Arrangements for Medical Equipment**

In January 2019, the Company and Lipa Dent Digital Xray, Inc. entered into a joint venture including the acquisition, operation and maintenance of Cone Beam Computed Tomography Machine to be stationed within the premises of the Company. The agreement shall be for a period of five (5) years.

## 22. Financial Risk Management

#### **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 officers and employees), trade and other payables (excluding statutory payables and unearned income), loans payable, lease liabilities and other noncurrent liabilities (excluding unearned income).



The main risks arising from the Company's financial instruments are liquidity risk and credit risk. The BOD regularly reviews and approves policies for managing each of these financial risks as summarized below.

#### Liquidity Risk

The Company's exposure to liquidity risk relates primarily to the Company's ability to settle its financial liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans. Upon availability of cash, the principal amounts of the loans are paid immediately.

The following table summarizes the maturity profile of the Company's financial liabilities as at March 31, 2020 and December 31, 2019 based on contractual undiscounted principal and interest payments:

	March 31, 2020					
	Due and Demandable	Less than 30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
Trade and other payables*	154,789,309	52,805,675	23,086,093	5,819,906	95,366,506	331,867,489
Loans payable	–	–	–	–	183,808,505	183,808,505
Lease liabilities	–	379,868	379,868	84,211	16,077,358	16,921,305
Other noncurrent liabilities**	–	–	–	–	15,580,278	15,580,278
	<b>154,789,309</b>	<b>53,185,543</b>	<b>23,465,961</b>	<b>5,904,117</b>	<b>310,832,647</b>	<b>548,177,577</b>

\*Excluding statutory payables and unearned income amounting to 9.6 million and 0.5 million, respectively.

\*\*Excluding unearned income amounting to 23.3 million.

	December 31, 2019					
	Due and Demandable	Less than 30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
Trade and other payables*	160,009,254	67,465,438	19,161,966	44,494,469	65,677,347	356,808,474
Loans payable	–	–	–	–	186,218,750	186,218,750
Lease liabilities	–	379,868	379,868	379,868	17,005,518	18,145,122
Other noncurrent liabilities**	–	–	–	–	19,708,333	19,708,333
	<b>160,009,254</b>	<b>67,845,306</b>	<b>19,541,834</b>	<b>44,874,337</b>	<b>288,609,948</b>	<b>580,880,679</b>

\*Excluding statutory payables and unearned income amounting to 11.5 million and 0.6 million, respectively.

\*\*Excluding unearned income amounting to 21.1 million.

#### Credit Risk

The Company's exposure to credit risk relates to the Company's cash and cash equivalents and trade and other receivables. As an entity engaged in providing hospital and health care services, the Company is exposed to an uncontrollable risk that these debtors, mainly patients, may fail to settle their obligations.

An impairment analysis on trade receivables is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due and historical default rates, which are then adjusted for forward looking estimates through the use of macroeconomic information.

The ECL were measured on a collective basis through disaggregation of trade receivables by type of debtors with similar default risks and loss patterns.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

The carrying amount of financial assets at amortized cost recorded in the financial statements represents the Company's maximum exposure to credit risk.

The table below shows the credit risk concentrations of the Company's financial assets as at March 31, 2020 and December 31, 2019. The amounts are presented by credit risk rating grades and represent the gross carrying amounts of the financial assets.

	<b>March 31, 2020</b>	December 31, 2019
Cash in banks and cash equivalents	<b>70,033,613</b>	83,668,798
Trade and other receivables*	<b>152,690,058</b>	157,228,598
	<b>222,723,671</b>	240,897,396

*\*Excluding advances to officers and employees amounting to 9.2 million and 8.4 million as at March 31, 2020 and December 31, 2019, respectively.*

The Company has no significant concentration of credit risk. As a policy, the Company requires patients to make down payments depending on the severity of the medical procedure to be performed. Personal properties, of whatever kind, are also accepted by the Company as collaterals. The Company monitors the receivable balances on an on-going basis. For those receivables that are doubtful of collection, the Company provides adequate allowance for ECL.

The analysis of credit quality per class of financial assets as at March 31, 2020 and December 31, 2019 follows:

	March 31, 2020					Total
	High Grade	Standard Grade	Past Due			
			1 - 60 Days	61 - 90 Days	More than 90 Days	
Simplified approach -						
Trade and other receivables*	-	36,295,569	18,153,623	33,309,339	64,931,527	152,690,058
12-month ECL:						
Cash in banks and cash equivalents	70,033,613	-	-	-	-	70,033,613
	<b>70,033,613</b>	<b>36,295,569</b>	<b>18,153,623</b>	<b>33,309,339</b>	<b>64,931,527</b>	<b>222,723,671</b>

*\*Excluding advances to officers and employees amounting to 9.2 million.*

December 31, 2019

Past Due

	High Grade	Standard Grade	1 - 30 Days	31 - 90 Days	More than 90 Days	Total
Simplified approach -						
Trade and other receivables*	–	37,373,180	37,053,318	14,086,051	68,716,049	157,228,598
12-month ECL:						
Cash in banks and cash equivalents	83,668,798	–	–	–	–	83,668,798
	83,668,798	37,373,180	37,053,318	14,086,051	68,716,049	240,897,396

\*Excluding advances to officers and employees amounting to 8.4 million.

The Company's financial assets are categorized by credit risk rating grades based on the Company's collection experience with the counterparties as follows:

- High Grade - settlements are obtained from counterparty following the terms of the contracts without much collection effort.
- Standard Grade - other financial assets not belonging to high grade financial assets and are not past due are included in this category.
- Past Due - items with history of frequent default.

#### Capital Management Policy

The Company's capital management objective is to ensure that the Company maintains a strong credit rating and optional capital structure to reduce the cost of capital, to support its business and maximize stockholder value.

The Company considers its total equity as its capital.

The Company's dividend declaration is dependent on the availability of earnings and operating requirements. The Company manages its capital structure and makes adjustments whenever there are changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to stockholders or issue additional shares.

There were no changes in the Company's approach to capital management in 2020 and 2019.