

SEC Number AS095-006755  
File Number \_\_\_\_\_

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TRANSPACIFIC BROADBAND GROUP  
INTERNATIONAL, INC.

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(Company)

9th Floor, Summit One Tower,  
530 Shaw Blvd., Mandaluyong City

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(Address)

717-0523

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(Telephone Number)

December 31

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(Fiscal Year Ending)  
(month& day)

SEC Form 17-A

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(Form Type)

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Amendment Designation (if applicable)

December 31, 2017

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(Period Ended Date)

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(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17  
OF THE SECURITIES REGULATION CODE AND SECTION 141  
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the year ended **December 31, 2017**
2. SEC Identification Number: **AS095-006755**
3. BIR Tax Identification No. **004-513-153**
4. Exact name of registrant as specified in its charter:  
**TRANSPACIFIC BROADBAND GROUP INT'L INC.**
5. **Pampanga, Philippines**  
Province, Country or other jurisdiction of  
incorporation or organization
6.  (SEC Use Only)  
Industry Classification Code:
7. **Bldg. 1751 Chico St. Clark Special Economic Zone, Angeles City, Pampanga**  
Address  
  
**9/F Summit One Tower, 530 Shaw Blvd., Mandaluyong City 1550**  
Address of corporate office only Postal Code
8. **(632) 717-0523**  
Registrant's telephone number, including area code
9. **n/a**  
Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 4 and 8 of the RSA  

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>Common A</b>	<b>222,019,330</b>
11. Are any or all of these securities listed on the Philippine Stock Exchange?  
**Yes [ ]                      No [ x ]**
12. Check whether the registrant:
  - (a) has filed all reports required to be filed by Section 11 of the Revised Securities Act (RSA) and RSA Rule 11(a)-1 thereunder and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports);  
**Yes [X]                      No [ ]**
  - (b) has been subject to such filing requirements for the past 90 days.  
**Yes [X]                      No [ ]**
13. Aggregate market value of the voting stock held by non-affiliate of the registrant.  
**P365,971,009**

## PART I – BUSINESS AND GENERAL INFORMATION

### Item 1. Business

#### (1) Business Development

Transpacific Broadband Group International (TBGI or Transpacific) is a domestic corporation duly registered with the SEC on 14 July 1995. It started commercial operation in the first half of 1996, with authorized capital stock of Twenty-Five Million Pesos (Php 25,000,000.00), divided into Two Hundred Fifty Thousand shares (250,000) with a par value of One Hundred Pesos (Php 100.00) each. Its primary purpose is to engage in the business of public commercial radio, terrestrial, cable and satellite broadcast. TBGI does not have any subsidiary under it.

TBGI holds a 25-year Congressional Telecom Franchise for commercial telecommunications operations under RA 8657, which the legislative body passed into law on 22 June 1998. It also has an approved Provisional Authority to transmit radio signals to satellites granted by National Telecommunication Commission (NTC) on 07 April 1999.

The Company is a PEZA-registered enterprise at Clark Special Economic Zone (CSEZ) under Registration Certificate No. 95-53 dated 29 November 1995. The Company has a 25-year Lease Agreement to build, maintain, and manage a satellite earth station within the CSEZ.

TBGI defines its corporate mission to contribute to national development by providing services in (1) information and communication technology and (2) Internet connectivity to rural communities for the enhancement of delivery of education, disaster management, health care and livelihood programs of government agencies and other institutions.

TBGI generates revenues from Internet, Intranet, and local loop services subscriptions of schools, corporate private sector and government agencies. The Company sells (1) data services to subscriber schools for Internet connectivity and virtual private network connectivity, and (2) video uplink services to local and foreign TV channels. Data and video services are delivered from TBGI earth station in Clark, Pampanga transmitted via Apstar-6 satellite to receiving customer premises equipment units (CPE) of clients. The Company has service experience with local Channels 4, 9, and 13, and international cable television program providers including an Egyptian channel and a Korea-based TV shopping network.

TBGI owns and operates satellite facilities having separate buildings for transmitter and power generators at the 1.1-hectare area of former US Air Force Satellite Communication facility in CSEZ in Pampanga. TBGI's integral facility, the Clark Development Corp. (CDC) Broadcast Operations Center, houses 20 studios for media production and post-production services inside 277 square meter area of industrial-grade raised flooring, with an enclosed soundproof broadcast studio.

TBGI connection to the Internet features the Apstar-6 Satellite which covers the continent of Asia and Australia. As back-up connectivity, a fiber optic line is terminated at TBGI data hub in Clark, Pampanga.

The Company uses existing technologies and forms alliances or supply arrangements with providers of applicable technology that come in the way to serve business opportunities and public demand better. TBGI operations do not generate waste or toxic emissions. TBGI ensures that all equipment suppliers comply with standards set by International Radio Consultative Committee (IRCC) of the International Telecommunications Union (ITU).

On 07 November 2002, the SEC approved the increase in authorized capital stock of TBGI from Twenty-Five Million Pesos (Php 25,000,000.00) divided into Two Hundred Fifty Thousand shares with par value of One Hundred Pesos (Php 100.00) each, to One Hundred Fifty Million Pesos (Php 150,000,000.00) divided into One Hundred Fifty Million (150,000,000) shares with par value of One Peso (Php 1.00) each.

On 27 December 2002, the Company's Board of Directors and stockholders approved the following resolution, among others:

The conversion of additional paid-in capital amounting to Php 58,341,330.00 into 58,341,330 shares of stock to be paid, as and by way of stock dividends, to all stockholders of the Company as of 31 December 2002 in proportion to the number of shares held by each stockholder and which will be issued out of the proposed increase in the authorized capital stock from One Hundred Fifty Million Pesos (Php 150,000,000.00) to Three Hundred Eighty Million Pesos (Php 380,000,000.00);

The increase in authorized capital stock from One Hundred Fifty Million Pesos (Php 150,000,000.00) divided into One Hundred Fifty Million (150,000,000) shares with par value of One Peso (Php 1.00) per share to Three Hundred Eighty Million Pesos (Php 380,000,000.00) divided into Three Hundred Eighty Million (380,000,000) shares with par value of One Peso (Php 1.00) per share; and

The amendment of Article Seventh of the Amended Articles of Incorporation in relation to the proposed increase in authorized capital stock.

On April 15, 2003, the SEC approved the aforesaid increase and amendments.

## **(2) Business of Company**

### **(a) Description of Company**

- (i) TBGI generates revenues from Internet, Intranet, and local loop services subscriptions of schools, corporate private sector and government agencies. The Company sells (1) data services to subscriber schools for Internet connectivity and virtual private network connectivity, and (2) video uplink services to local and foreign TV channels. At present the Company only provides services to schools. Data and video services are delivered from TBGI earth station in Clark, Pampanga transmitted via Apstar-6 satellite to receiving equipment units of clients. The company business activities serve customers in Asian countries covered by Apstar 6 satellite footprint.
- (ii) As part of its subscription services, TBGI provides equipment to be installed on subscriber's site. The equipment is not owned or purchased by the subscriber. Substantially all its current sales of Internet connectivity to subscriber schools are being undertaken through a sole marketing agent under a non-exclusive arrangement, pursuant to which a commission is paid to the marketing agent based on revenues collected by Transpacific from such schools.
- (iii) TBGI is a participant of the information and communications industry. New entrants to this industry are benefiting from declining prices of equipment and declining prices of bandwidth, which result from development of new wireless technologies.

On data transmission services, Transpacific is in a niche of its own providing high capacity C-band satellite ICT services to the educational institutions market. As of December 2011, TBGI was servicing 185 institutions. TBGI has the competitive edge from its use of the C-band of satellite signal that is not affected by weather conditions compared to the cheaper but less reliable Ku-band used by the competitors. The Company is competitive in islands where landlines are not available or are too costly to serve an uneconomic number of customers.

On video uplink services, TBGI is one of very few active industry participants of the video broadcasting market, each serving one or two clients at a time. The clients move around the same industry participants—TBGI served eight video clients during a span of five years before its major shift to data services in 2001.

The TBGI business model is expected to be competitive overseas via country-specific partners or landing rights to other Asian countries, particularly China, Cambodia, and India. TBGI can serve these markets competitively using its education, disaster management and health care software systems, and access nodes hardware linked to its Network Operations Center in Clark, Pampanga.

- (iv) The company has no major customer that account for more than 10% of revenues.
- (v) TBGI enjoys privileges granted by the government for the conduct of its business operations through franchise, authority to operate, and incentives:

#### **I. Congressional Franchise RA 8657**

RA 8657 enacted by Congress on June 22, 1998 grants for a term of 25 years (22 June 1998 to 2023) for TBGI to construct, establish, install, maintain and operate communications systems for the reception and transmission of messages within the Philippines, to include but not limited to voice, audio, data, facsimile, video, and such other intelligence by radio, wire, satellite and other means now known to sciences or which may be developed in the future.

Transpacific commercial operations depend on this franchise. The law allows TBGI to render communications uplink and downlink services between any points within the Philippines through (up to) 12 satellites in orbit. It allows TBGI to provide basic or enhanced telephone service in any municipality where it has approved certificate of public convenience and necessity. It authorizes TBGI to connect or demand connections of its telecommunications systems to any other existing

telecommunications system. It mandates Transpacific to undertake an IPO by offering at least thirty percent (30%) of its outstanding capital stock within five (5) years from the commencement of the Company's operations.

#### II. Provisional Authority 2002-064 (International Internet Exchange Service Nodes)

Provisional Authority issued by NTC for an 18-month period from October 2002 to April 2004 grants TBGI the authority to procure, install, operate and maintain International Internet Exchange Service Nodes in Metro Manila, CSEZ and Angeles City, and to offer Value Added Services and charges rates thereof. With its renewed Provisional Authority TBGI complies with the regulation to provide clients with International Internet service connection.

#### III. Clark Development Corporation Certificate 2002-065 (Registration for Tax Exemption)

Certificate of Registration and Tax Exemption issued by Clark Development Corporation for a 25-year term from July 1995 and valid until July 2020, grants TBGI incentives available to CSEZ enterprise exemptions from customs and import duties, and national and internal revenue taxes on importation of capital goods supplies and other articles. TBGI pays 5% of gross income earned within the Clark Special Economic Zone (CSEZ) to the national government, to the local government units affected by the declaration of the economic zone, and the development fund of neighboring communities. The 5% preferential tax may be availed of by TBGI if its income from the sale of services outside of the CSEZ does not exceed 30% of its total income from all sources.

#### IV. CCAD-0040-2000/VAS (Registration for Value Added Services)

Certificate of Registration as Value Added Service Provider issued by NTC that allows TBGI to offer services for web page hosting, electronic mail, file transfer protocol, remote log-in, Internet fax, and electronic commerce.

#### V. Provisional authority 98-131 (Extension of Provisional Authority)

This was first granted on April 1999 and subsequently renewed on April 2002 for a period of 18 months to expire on October 2004. Extension of Provisional Authority issued by NTC allowing TBGI to construct, install, establish, operate, and maintain for commercial purposes an uplink service only in Clark Special Economic Zone. It has renewed such Provisional Authority.

- (vii) The principal products or services of TBGI are not subject to government approval for as long as these comply with the rules stipulated in the franchise granted by Congress and the permits issued by the NTC. There is no probable government regulation that will affect the business of the company. Existing franchises, licenses, and regulations allow TBGI to execute its business plan to a wide extent. Transpacific can expand scope of its services to include Internet telephony to its specific clients. The company is not subject to environmental laws since it does not generate hazardous waste.
- (viii) Existing government regulations have no significant effect on the business of TBGI.
- (ix) The company presently undertakes minor research and development. Any development is centered in testing of new communications equipment for possible integration into its network.
- (x) The company does not generate hazardous waste or emission; hence it has no foreseen costs of compliance to environmental laws. The company has no patent, trademarks, licenses, franchise, concessions, royalty agreements or labor contracts.
- (xi) As of December 31, 2017, the company maintained 9 employees in its offices in Clark Field and Mandaluyong City and has no plan to hire additional employees for the next twelve months. The 9 employees consist of 8 Engineers, and 1 Administrative staff.

#### **The employees have no union and Collective Bargaining Agreement.**

While there are many suppliers of satellite bandwidth, TBGI is contracted to only one supplier because TBGI bandwidth requirement is not significant vis-à-vis total available bandwidth supply. TBGI is not dependent on one bandwidth supplier at any time, thus avoiding the supply risk.

TBGI is likewise not subject to single customer risk given that TBGI is serving more than a hundred customers comprising mostly schools that are financially independent.

TBGI can be considered as information technology company, a participant of an industry vulnerable to the major risk of obsolescence. However, TBGI retains its financial resiliency in the face of fast obsolescence by focusing more of its corporate business development in applications or software rather than investing in major irreversible capital investments.

### **Item 2 - Properties**

All of the Company's properties and equipment units have been paid for in full and fully owned by the Company. TBGI owns satellite facilities in separate buildings for transmitter and power generators at the 1.1-hectare industrial area in Clark Special Economic Zone in Pampanga. The Company's satellite facility has available 20 studios for media production, post-production, and playback services inside 277 square meters area of industrial-grade raised flooring, and an enclosed soundproof broadcast studio.

The video and data uplink equipment located in Clark, Pampanga are state-of the-art and in excellent condition. These earlier equipment for video uplink were installed in 1996 while the latest equipment upgrade for data (VSAT) were installed in 2006 and 2012 to keep up with technology developments.

Complementing the facilities in Clark, Pampanga is the TBGI Network Monitoring and Operations Center at the 9<sup>TH</sup> floor of Summit One Building in Mandaluyong City, Metro Manila. TBGI bought the remaining ATN financial interest in the 9<sup>th</sup> Floor of Summit One Tower Building with a total area of 853 square meters. Portion of the 9<sup>th</sup> floor is rented out on a monthly basis without incurring additional expenses on the part of the company. Rent income earned on investment properties amounted to Php2.5 million in 2017 and Php2.2million in 2016.

The Company has no plan to acquire additional real estate properties within the next twelve (12) months.

### **Item 3 - Legal Proceedings**

The Company is not involved in any litigation incidental to the conduct of its business. If there is any claim against the company, the Company believes that the cases against it have no legal basis and that there is no pending litigation that will have a material or adverse effect on its financial position or operations.

### **Item 4 - Submission of Matters to a Vote of Security Holders**

There was no meeting held during the 4th quarter of fiscal year ending December 31, 2016.

## **PART II - OPERATIONAL AND FINANCIAL INFORMATION**

### **Item 5 - Market Price for Registrant's Common Equity and Related Stockholder Matters**

#### **(1) Market Information**

TBGI shares are traded in the Philippine Stock Exchange only. TBGI high and low sales prices for the last two years:

	Jan 1 to Dec 31, 2017		Jan 1 to Dec 31, 2016	
	High	Low	High	Low
Qtr. 1	1.75	1.75	1.80	1.48
Qtr. 2	1.97	1.97	2.30	1.76
Qtr. 3	2.09	1.93	1.95	1.84
Qtr. 4	2.99	2.50	1.93	1.71

#### **(2) Holders**

**As of March 31, 2018, the company had 380 holders of common shares. The high and low market price as of April 13, 2018 is P0.440 and P0.430 respectively.**

**The top 20 stockholders as of March 31, 2018 are as follows:**

Stockholder	No. of Common Shares Held	% of Total Shares Outstanding
1. PCD Nominee Corp. (F)	1,274,411,790	57.51%
2. PCD Nominee Corp. (NF)	98,823,090	4.46%
3. Unipage Management Inc.	500,000,000	22.27%
4. Arsenio T. Ng	132,564,290	5.98%
5. Liu, Jessilyn	15,000,000	0.68%
6. Eng Chin Kho Ng	6,000,000	0.27%
7. Yap, Rodolfo T.	8,000,000	0.36%
8. Ng, Hilario Tiu Ng	4,008,040	0.18%
9. Ng, Mark T.	3,750,000	0.17%
10. Ng, Tiffany Anne	3,750,000	0.17%
11. Ng, Matthew H	3,750,000	0.17%
12. Ng, Annie Cham	3,750,000	0.17%
13. Ng, Bun Kui	3,600,000	0.16%
14. Ng, Irene	3,600,000	0.16%
15. Oliva, Dulce Maria	3,600,000	0.16%
16. Limqueco, Margie Villaflor	3,500,000	0.16%
17. Reyes-Lao, Honorio O.	3,000,000	0.14%
18. Limqueco, Margie V.	2,180,000	0.10%
19. Limqueco, Abraham	1,000,000	0.05%
20. Choa, Bonifacio	1,000,000	0.05%

**(3) Dividends**

There was no cash dividend declared for the last three fiscal years and there are no present or future restrictions that limit the ability to pay dividends on common equity.

**(4) Recent Sales of Unregistered Securities**

The Company has not sold any securities in the past three years that were not registered under the RSA.

**Item 6 - Management's Discussion and Analysis or Plan of Operation**

**(1) Plan of operation**

TBGI started to establish its data services network in 2001 with the installation of a satellite main hub transmitter-receiver to link the interactive broadband requirements of educational institutions. The main hub is linked to remote units in site locations of clients, TBGI was servicing 185 institutions and other clients located in Luzon, Visayas and Mindanao have been connected as of end 2011.

Aside from its new market development efforts, the Company plans to continue its business in the manner it did last year. The company's internal revenue generation, interest income from various money market placements, and the cash balance are sufficient to satisfy its cash requirements for the next twelve months. It will continue to focus on its existing principal activities and has no plan to engage in major product research and development or purchase or sell any plant and significant equipment. The company values its human resources and it has no plan to decrease the number of its employees.

TBGI market development and business expansion are focused on the following:

1. TBGI has made investments in ATN Philippines Solar Energy Group, Inc. (ATN Solar) in cooperation with project proponent ATN Holdings, Inc. The TBGI affiliate has secured its Certificate of Registration and Solar Energy Service Contract from the Department of Energy for a 30 Megawatt Solar PV Power Plant near Metro Manila. The project has secured approval for project debt financing with a local bank. TBGI signed its Interconnection Agreement. The company likewise secured ERC approval of its Point-to-Point Connection Assets, and has completed construction of said assets that will connect its solar farm to Meralco.

There is no known trend or uncertainties that will significantly reduce TBGI's liquidity. The demand of schools subscribing for Internet connectivity will require equipment that will be taken out of inventory. Subscriber financing can meet any shortfall in funds for equipment acquisition, which is the ultimate source of funds for subscriber equipment purchases.

There is no liquidity problem foreseen in the next 12 months as current assets of Php34 Million as of 31 December 2016 covers more than four times the Php6.9 Million of current liabilities.

TBGI's profitability is sensitive to revenues and cost of bandwidth used. While there is no known event that will materially affect revenues, the price of bandwidth has declined significantly with the sharing of the new DS3 line with various users located in Summit One Tower.

## FY 2017

Total assets increased from PHP 310.284 million to PHP 358,371 million as of December 31, 2017. The net increase of PHP 48 million in the total assets resulted from movements in the following:

Decrease in current assets of P 20 million arising from the following changes:

- Decrease of PHP 6.6 million in cash primarily due to additional investment in associates.
- Decrease of PHP 12.3 million in accounts receivables due to collection.
- Decrease of PHP 920 thousand in spares inventory due to transfer to property and equipment.

Increase in non-current assets of PHP 68 million due to the following:

- Decrease in advances for projects of PHP 5 million due to liquidation.
- Increase in investment in associates of PHP 96 million due to additional subscription.
- Amortization of franchise by PHP 0.6 million.
- Decrease of PHP 16.millionin property and equipment due to depreciation.
- Decrease of PHP6.237 million in other non-current assets due to decrease in advances to related parties.

Total liabilities increased from PHP 6.442 million as of December 31, 2016 to PHP 14.116 million as of December 31, 2017. The net increase of PHP 7.7 million was due to the following:

Increase in current liabilities of PHP 92thousand arising from the following changes:

- Increase of PHP 7.55 million in accounts payable due to accruals.
- Increase in income tax payable of PHP 120 thousand.

Increase of non-current liabilities by PHP 45 million arising from the following changes:

- Decrease of PHP 125 thousand in deposits.
- Increase of PHP 41 thousand in pension liability.
- Increase of PHP45 million in advances from related parties.

On the equity side, total equity remains almost the same as of December 31, 2017 and 2016 of PHP 300 million and PHP302 million respectively.

The following table shows the top five (5) important financial indicators of the company with comparable period in the past year.

	December 31, 2017	December 31, 2016
Current Ratio	1.00	5.28
Debt-to-Equity Ratio	0.20	0.03
Gross Profit Margin	-20.2%	2.6%
Net Income to Sales Ratio	-11.2%	3.8%
Net Income (loss) in pesos	-P4,639,325	P1,477,317

The following are important performance indicators of the company:

Current Ratio	Calculated ratio of current assets into current liabilities. Indicates the ability of the company to finance current operations without need for long term capital.
Debt-to Equity Ratio	Calculated ratio of total debt into total equity. Indicates the level of indebtedness of the company in relation to buffer funds provided by equity against any operating losses. Also indicates the capacity of the company to absorb or take in more debt.
Gross Profit margin	Calculate ratio expressed in percentage of the gross margin into revenues. Indicates the ability of the company to generate margin sufficient to cover administrative charges, financing charges and provide income for the stockholders.
Net Income to sales Ratio, and Earnings per Share	Calculated ratio of net income into total revenues. Indicates the efficiency of the company in generating revenues in excess of cash operating expenses and non-cash charges, and the ability of the company to declare dividends for stockholders.

There is no material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.



## FY 2016

Total assets almost the same from PHP 308.730 million to PHP 310.284 million as of December 31, 2016. The net increase of PHP 1.5 million in the total assets resulted from movements in the following:

Increase in current assets of P 13 million arising from the following changes:

- a. Increase of PHP 17.421 million in cash primarily due to collection of trade receivables.
- b. Decrease of PHP 4.137 million in accounts receivables due to collection.
- c. Decrease of PHP 300thousand in spares inventory due to transfer to property and equipment.

Decrease in non-current assets of PHP 11.430 million due to the following:

- a. Increase in advances for projects of PHP 300thousand due to adjustment in foreign exchange rate.
- b. Amortization of franchise by PHP 0.6 million.
- d. Decrease of PHP 16.4millionin property and equipment due to depreciation..
- e. Increase of PHP5.787 million in other non-current assets due to increase in advances to related parties.

Total liabilities almost remains the same from PHP 7.7 million as of December 31, 2015 to PHP 7.8 million as of December 31, 2016. The net increase of PHP 76thousand was due to the following:

Increase in current liabilities of PHP 92thousand arising from the following changes:

- a. Decrease of PHP 145thousand in accounts payable due to payment.
- c. Increase of PHP 334thousand in loans payable.
- d. Decrease in income tax payable of PHP 96 thousand.

Decrease of non-current liabilities by PHP 16thousand arising from the following changes:

- a. Decrease of PHP 92thousand in deposits.
- b. Increase of PHP 75thousand in pension liability.

On the equity side, total equity remains almost the same as of December 31, 2016 and 2015 of PHP 302 million.

The following table shows the top five (5) important financial indicators of the company with comparable period in the past year.

	December 31, 2016	December 31, 2015
Current Ratio	5.28	3.31
Debt-to-Equity Ratio	0.03	0.03
Gross Profit Margin	10.29%	11.37%
Net Income to Sales Ratio	4.12%	3.42%
Net Income (loss) in pesos	P1,477,317	P1,203,046

The following are important performance indicators of the company:

Current Ratio	Calculated ratio of current assets into current liabilities. Indicates the ability of the company to finance current operations without need for long term capital.
Debt-to Equity Ratio	Calculated ratio of total debt into total equity. Indicates the level of indebtedness of the company in relation to buffer funds provided by equity against any operating losses. Also indicates the capacity of the company to absorb or take in more debt.
Gross Profit margin	Calculate ratio expressed in percentage of the gross margin into revenues. Indicates the ability of the company to generate margin sufficient to cover administrative charges, financing charges and provide income for the stockholders.
Net Income to sales Ratio, and Earnings per Share	Calculated ratio of net income into total revenues. Indicates the efficiency of the company in generating revenues in excess of cash operating expenses and non-cash charges, and the ability of the company to declare dividends for stockholders.

There is no material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

## FY 2015

Total assets decreased from PHP 361million to PHP 308 million as of December 31, 2015. The net decrease of PHP 53million in the total assets resulted from movements in the following:

Decrease in current assets of P 6 million arising from the following changes:

- a. Decrease of PHP 2.757 million in cash primarily due to additional investment in associates.
- c. Decrease of PHP 6 million in accounts receivables due to collection.
- d. Decrease P11.617 million in short term investment due to redemption of the investment.
- e. Increase of PHP1.5 million in other current assets due to reclassification from other non-current.

Decrease in non-current assets of PHP 6 million due to the following:

- a. Decrease in advances for projects of PHP 9.5 million due to liquidation of advances.
- b. Increase of PHP 442 thousand in property and equipment due to transfer from other current assets.
- c. Decrease in investment in associates of PHP 1.2 million.
- d. Amortization of franchise by PHP 0.6 million.
- f. Decrease of PHP6 million in other non-current assets due to reclassification.

Total liabilities decreased from PHP 62 million as of December 31, 2014 to PHP 7.7 million as of December 31, 2015. The net decrease of PHP 54 million was due to the following:

Decrease in current liabilities of PHP 1.782 million arising from the following changes:

- a. Increase of PHP 0.19 million in accounts payable due to slower in payment.
- b. Increase of PHP 5.565 million in current portion of interest-bearing liabilities due to reclassification from non-current liabilities.
- c. Increase in income tax payable of PHP 62 thousand.

Decrease of non-current liabilities by PHP 60 million arising from the following changes:

- a. Decrease of PHP 54 million in subscription payable due to payment.
- b. Decrease of PHP 0.449 million in pension liability.

On the equity side, total equity remains almost the same as of December 31, 2015 and 2014 of PHP 300 million.

The following table shows the top five (5) important financial indicators of the company with comparable period in the past year.

	December 31, 2015	December 31, 2014
Current Ratio	2.82	33.46
Debt-to-Equity Ratio	0.26	0.21
Gross Profit Margin	.9%	4.8%
Net Income to Sales Ratio	3.1%	-19.5%
Net Income (loss) in pesos	P1,203,046	(P6,951,035)

The following are important performance indicators of the company:

Current Ratio	Calculated ratio of current assets into current liabilities. Indicates the ability of the company to finance current operations without need for long term capital.
Debt-to Equity Ratio	Calculated ratio of total debt into total equity. Indicates the level of indebtedness of the company in relation to buffer funds provided by equity against any operating losses. Also indicates the capacity of the company to absorb or take in more debt.
Gross Profit margin	Calculate ratio expressed in percentage of the gross margin into revenues. Indicates the ability of the company to generate margin sufficient to cover administrative charges, financing charges and provide income for the stockholders.
Net Income to sales Ratio, and Earnings per Share	Calculated ratio of net income into total revenues. Indicates the efficiency of the company in generating revenues in excess of cash operating expenses and non-cash charges, and the ability of the company to declare dividends for stockholders.

There is no material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

There is no material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

## **Expansion Plans**

TBGI has at its disposal the use of facilities owned by the ATN Group for the performance of broadband services. Summit One Tower hosts the fiber optic backbone with bandwidth of 1 DS3 (equivalent to 22 E1 or 44 Mbps), and the necessary tower height for WIFI transmission in Metro Manila. With the DS3 bandwidth supply now available at Summit One Tower, the TBGI WIFI network envisaged for Metro Manila will be implemented in alliance with equipment suppliers from Taiwan and the USA.

With the company's sound financial condition and market niche in client schools that will eventually become last mile network nodes, TBGI will become a major wireless data services provider for schools in the Philippines. Hence, there is no foreseeable event, which may have a material impact on its short-term liquidity, and no seasonal aspect had material effect on the financial condition of the Company's operation.

## **Item 7 - Financial Information**

Audited financial statements are attached.

## **Item 8 - Changes in and Disagreements with Accountants on Accounting and Financial Disclosure**

The audited financial position of the Company as of December 31, 2017 and 2016 is audited by R. R. TAN & ASSOCIATES, CPAs

There were no events in the past where in R. R. TAN & ASSOCIATES, CPAs and the company had any disagreement with regard to any matter relating to accounting principles or practices, financial statement disclosures or auditing scope procedures.

## **Information on Independent Accountant and Related Matter**

### **(1) External Audit Fees and Services**

R. R. TAN & ASSOCIATES, CPAs, the external auditor of the company, audited the financial position as at December 31, 2017 and 2016 with a contract amount of P310,000 inclusive of out of pocket expenses.

R. R. TAN & ASSOCIATES, CPAs audited the Company's balance sheet and the related statements of income, changes in stockholders' equity and cash flows for the year then ending and provide an audit report on the financial statements referred to above in accordance with Philippine Financial Reporting Standards. As part of the engagement, R. R. TAN & ASSOCIATES, CPAs assisted in the preparation of the Company's annual income tax returns for filing with the Bureau of Internal Revenue.

There were no tax fees paid for the last two fiscal years for professional services rendered on tax accounting, compliance, advice, planning and any other form of tax services. There were no other fees paid by the company for product and other services provided by the auditor.

The audit committee has no policies and procedures of the above services.

## **PART III - CONTROL AND COMPENSATION INFORMATION**

### **Item 9 - Directors, Executive Officers, Promoters and Control Persons**

The Directors of the Company for fiscal year 2017 – 2018 who were elected at the meeting of the stockholders on 4 October 2017 are as follows:

<b>Name</b>	<b>Position</b>
Arsenio T. Ng	Chairman, President and CEO
Hilario T. Ng	VP/Managing Director/Treasurer
HRH Prince Abdul Aziz Bin Talal Al Saud	Director
Kenneth C. Co	Director (independent)
Oscar Mapua, Jr.	Director (independent)
Simoun Ung	Director
Paul B. Saria	Director, Corp. Sec.

**Arsenio T. Ng**

Age 59

Period Served September 2000 to Present

Holds a Masters degree in Business Management with distinction from the California State College, Stanislaus, and the University of California, Los Angeles. Mr. Ng attended special studies in Politics and Public Administration at the United States Congress in Washington D.C. He took his undergraduate studies in Business Administration and Finance at the De La Salle University (Jose Rizal honors), Philippines and at the California State College, Stanislaus (cum laude), USA.

In 1994, Mr. Ng served as President and CEO of the Energy Corporation; a company listed in the Philippine Stock Exchange and became Chief Finance Officer of Semirara Coal Corporation, the largest coal mining firm in the Philippines the following year. He is the Chairman and CEO of ATN Holdings Inc., a listed holding company in the PSE, in which he holds major equity stake. He is the Chairman and CEO of Palladian Land Development Inc., and the Chairman and Director of Unipage Management Inc. He is also the Chairman and Director of both Advanced Home Concept Development Corporation, and Hart Realty Development Inc. Mr. Ng is concurrently a Director and Treasurer of Hambrecht and Quist Philippine Ventures II, a private equity fund managed by Hambrecht and Quist, Philippines Inc., a subsidiary of US-based Hambrecht and Quist venture firm.

In 1998, Mr. Ng became the President and Chairman of Managed Care, Inc. medical complex of 150 doctors, He is also the Director of Beacon Diversified, Inc. that has investments in Skycable. Mr. Ng also acts as Vice Chairman and President of CBCP World.

**Hilario T. Ng**

Age 56

Period Served September 2000 to Present

A graduate of Bachelor of Architecture at the Southern California Institute of Architecture, Mr. Ng took his MA in Urban Design at the University of California at Los Angeles. Presently, he is President of Palladian International, Inc., Director of ATN Holdings, Inc., Executive Vice President of Palladian Land Development, Inc., Architect, and Managing Partner of HEO Group. He was previously connected with Nadel Partnership, Inc (Architect, 1990), Figure 5, Inc (Project Director, 1988-1989), Stephen Lam & Associates (Project Director, 1987), Richard Magee & Associates (Project Architect, 1985-1986), T.W. Layman & Associates (Project Architect, 1982), Michael Ross & Associates (Project Architect, 1982), and WOU International (Project Architect, 1981).

**HRH Prince Abdul Aziz Bin Talal Bin Abdul Aziz Al Saud**

Age 35

Period Served – June 2009 to present

HRH Prince Abdul Aziz bin Talal Al Saud, is member of the Saudi Royal Family. He is Prince Talal bin Abdul Aziz's fifth son, son of the founding King of Saudi Arabia, Abdul Aziz Bin Saud, and Princess Majdah Al Sudairi, daughter of H.E. Turki bin Khaled Al Sudairi President of the Government Human Rights Commission, and cousin of the Sudairi Seven. HRH Prince Aziz bin Talal is the Honorary President of the Website Services and Internet Technology (WSITGC) of the Gulf Cooperation Council (GCC) and Chairman of the Arab Open University.

**Oscar B. Mapua, Jr.**

Age 74

Period Served May 2003 to Present

Mr. Mapua is a member of the Board of Trustees and Executive Vice President of the Mapua Institute of Technology and the Founding Director of the Design Center of the Philippines. He earned his BS Architecture degree from the Rhode Island University in 1969 and his Masters in Architecture from the University of the Philippines in 1987.

### **Simoun Ung**

Age 50

Period Served May 2007 to Present

Mr. Ung took Master of Business Administration in the University of Western Ontario in London, in 1991-1993. He is also a graduate in Bachelor of Arts, Psychology and Economics in the University of British Columbia in Vancouver, BC. in 1989. In 1994 he finished Property Management Course, Real Estate Division, Faculty of Extension in Edmonton, AB.

Mr. Ung is the Director and President of Four Star Consulting from 1998 to present. He is also the service provider of Coutts Bank Von Ernst Ltd. in Hongkong from 2001 to present. In 2004 he was elected as Chief Executive Officer and Director of CNP Worldwide Inc., a company that processed over US\$500 million in credit card transactions as agent of Bankard, Inc., the credit card subsidiary of Rizal Commercial Banking Corporation and licensee of Visa, MasterCard and JCB International. Mr. Ung also holds the following positions such as Director of Bastion Payment Systems Corp. from 2005 to present; Business Introducer of EFG Private Bank, SA in Hong Kong, from 2005-present and a Member of Board of Advisors of Essential Innovations Technology Corp. in Bellingham, WA. From 2006 to present; President and Director of TwinCard Merchant Solutions, Inc. from 2006-present and Chairman of Century Peak Corporation from 2007 to present.

### **Kenneth Chua Co**

Age 45

Period Served November 2012 to Present

Mr. Kenneth Co is a graduate of AB Economics at Ateneo De Manila University in 1994. At present he is the Proprietor and Owner of Dagupan Commercial, an operator of a wholesale and retail distribution family business dealing mainly with bakery supplies. From 2007 to present, he is also a Distributor of Pharmanex & Nu Skin. A distribution and multilevel network marketing business focused on introducing high quality supplements and skin care products to customers with a goal of contributing the profits significantly to the Nourish the Children Foundation. From 1996 to present, he is also the Administrator of Benito Enterprises, a business engaged mainly in real estate development and lease rental accumulation. Some of his past positions held includes Managing Director of Road on Call from 2005 to 2007 and Chamco Food Ventures Inc. from 1999-2005.

### **Paul B. Saria**

Age 47

Period Served September 2000 to Present

A graduate of Bachelor of Architecture at the University of Santo Tomas, Mr. Saria took his graduate studies in Project Management at the Royal Melbourne Institute of Technology, Australia. He is Vice President for Operations of TBGI, Operations Officer of ATN Holdings, Inc. and Project Planning Architect of the Summit One Office Tower. He is likewise Operations Manager of Palladian Land Development Inc. and Advanced Home Concept Development Corporation since 1996.

The aforementioned directors and officers have served the fiscal year ended December 31, 2009, and shall continue to serve until their successors have been duly elected at the Company's next annual stockholders' meeting.

There are no other significant employees.

### **Family Relationships**

The Chairman, Arsenio T. Ng, and Director Hilario T. Ng are brothers.

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

The Company is not aware that anyone of the incumbent directors and executive officers and persons nominated to become a director and executive officer have been the subject of bankruptcy petition or pending criminal proceedings in court or have been by judgment or decree found to have violated securities or commodities law enjoined from engaging in any business, securities, commodities or banking activities. This disclosure on legal proceedings covers the last five years up to the latest date of this Information Statement.

## Item 10 - Executive Compensation

The aggregate compensation paid to the Company's six (6) most highly compensated executive officers and all other officers and directors as a group in 2017 and 2016 as follows:

	Year	Salary	Bonus	Other Compensation
CEO and Four Most Highly Compensated Executives	2017	None	None	None
All Other Officers and Directors	2017	None	None	None
Total		none	None	None
	Year	Salary	Bonus	Other Compensation
CEO and Four Most Highly Compensated Executives	2016	None	None	None
All Other Officers and Directors	2016	None	None	None
Total		none	None	None

As per the By-Laws of Transpacific, each Director shall receive a reasonable per diem allowance for his attendance at each meeting of the Board. As compensation, the Board shall receive and allocate an amount of not more than ten percent (10%) of the net income before income tax of the corporation during the preceding year. Such compensation shall be determined and apportioned among the Directors in such manner as the Board may deem proper, subject to the approval of stockholders representing at least a majority of the outstanding capital stock at a regular or special meeting of the stockholders. There are no other standard or other special arrangements regarding the compensation of the Directors of the Company.

On May 28, 2008, the Board of Directors approved to grant of stock options to the CEO 35 Million shares for services rendered as CEO for the company covering periods 2001 to 2007 and 5 Million shares for period 2008, both at a par value of P1.00. The same stock option plan has been deferred indefinitely effective in year 2010.

## Item 11 - Security Ownership of Certain Record and Beneficial Owners and Management

Owners of more than 5% of voting securities as of March 31, 2018:

Class	Name of Record Owner and Relationship with Record Owner	Name of Beneficial Owner	Citizenship	Shares Owned	%
Common	1. PCD Nominee Corp. (F) 37 <sup>th</sup> floor Tower 1, the Enterprise Ctr., 6766 Ayala Ave, Makati City, Phil.	Various	Filipino	1,274,411,790"r"	51.57%
Common	1. PCD Nominee Corp. (NF) 37 <sup>th</sup> floor Tower 1, the Enterprise Ctr., 6766 Ayala Ave, Makati City, Phil.	Various	NonFilipino	98,823,090"r"	4.46%
Common	2. Unipage Management, Inc. 9 <sup>F</sup> Floor Summit One Tower, 530 Shaw Boulevard Mandaluyong City (Investor)	Stockholders	Filipino	500,000,000"r"	22.57%
Common	3. Arsenio T. Ng 9F Summit One Tower, 530 Shaw Blvd. Mandaluyong City (CEO)	None	Filipino	132,564,290"r"	5.98%

The Board of Directors of Unipage appoints its authorized representative and has the right to vote and direct or dispose of the shares held by Unipage.

The clients of PCD Corporation are the beneficial owners and have the power to decide how their shares are to be voted based on the Rules on proxy under the Corporation's Articles of Incorporation and By-laws and the Corporation Code.

### Security ownership of management as of March 31, 2018:

Class	Name of Stockholders	Address	No. of Shares	%	Position
	<b>Directors:</b>				
Common	Arsenio T. Ng	9F Summit One Tower 530 Shaw Blvd. Mand. City	132,564,290"r"	5.98%	Chairman, President and CEO
Common	Hilario T. Ng	455 Jaboneros St., Manila	4,008,040"r"	0.18%	Director
Common	HRH Prince Abdul Aziz Bin Talal Al Saud	Saudi Arabia	1,000,000"r"	0.05%	Director
Common	Simoun Ung	27F Chatham House, 116 Valero St. Makati City	10,000"r"	0.00%	Director
Common	Oscar B. Mapua	502 B. Valerio Hills, San Juan	40,000"r"	0.00%	Independent Director
Common	Kenneth C. Co	Don Benito Bldg, Mayambo Dagupan City	42,590,000"r"	1.92%	Independent Director
Common	Paul Saria	9F Summit One Tower 530 Shaw Blvd. Mand. City	258,040"r"	0.01%	Director, Corporate Secretary
	All directors and executive officers as a group		180,470,370"r"	8.14%	

Each every security holder is the beneficial owner in his own right.

**Voting Trust Holders of 5% or More**

The company has no voting trust agreement with any person or entity.

**Changes in Control**

There is no change in control or ownership of the company.

**Voting Trust Holders of 5% or More**

The company has no voting trust agreement with any person or entity.

**Item 12 - Certain Relationship and Related Transaction**

The Company is a beneficial owner of certain condominium units classified in the Statement of Financial Position as Investment properties. Title to the properties has not been released to the Company as it intends to sell the properties using the marketing expertise of PLDI. These properties are leased out to third parties thru PLDI. Proceeds of the rent were remitted to the Company by the latter.

Rent income collected by PLDI on these properties amounted to P2,479,460 in 2017 and P2,242,152 in 2016.

A teaming agreement was executed in 2013 and 2015 between the company and certain related parties within Summit One Condominium Tower, a cost and expenses sharing scheme related to technical operations was implemented. All other cost including, but not limited to salaries, utilities and dues shall be borne by PLDI. Accordingly, certain cost and expenses maybe advanced by a party and to be reimbursed from another party on the proportionate share or usage between the related parties involved.

Funds were released to certain officer intended to finance key projects. These funds are to be liquidated whenever disbursement are made and to be returned when a project is completed.

For the years ended December 31, 2017, 2016 and 2015 the Company did not provide compensation to its key management personnel.

**Item 13 – Part IV - Compliance with leading practice on Corporate Governance**

The company will make a separate submission on filling of Integrated Annual Corporate Governance. The detailed discussion of the Annual Corporate Governance Section deleted as per SEC memorandum Circular No. 5, series of 2013, issued last March 20, 2013

**Reports on SEC Form 11-C**

No reports on SEC Form 11-C were filed during the year.


**SIGNATURES**

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Mandaluyong on April 24, 2018.

By:

  
**ARSENIO T. NG**  
 Chairman and CEO

  
**ARCH. HILARIO T. NG**  
 Principal Financial Officer

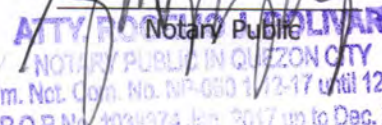
  
**PAUL B. SARIA**  
 Chief Operating Officer

**SUBSCRIBED AND SWORN** to before me this \_\_\_ day of April 2018, affiant(s) exhibiting to me his/their driver's license, as follows:

NAMES	RES. CERT. NO.	DATE EXPIRES	PLACE OF ISSUE
ARSENIO T. NG	DL NO1-86-031588	03-13-2018	Manila
HILARIO T. NG	DL F03-89-049506	08-23-2018	Manila
PAUL SARIA	DL NO4-93-264992	12-15-2021	Mandaluyong City

Doc. No. :  
 Page No.:  
 Book No.:  
 Series of 2018

480  
48  
XXXI

  
**ATTY. ROSEMARY L. BOLIVAR**  
 Notary Public  
 NOTARY PUBLIC IN QUEZON CITY  
 AM Adm. Not. Com. No. NP-050 1/12-17 until 12-31-2018  
 IBP O.R No. 1038374 Jan. 2017 up to Dec. 2018  
 PTR O.R No. 6522486 C 1-3-18 / Pmt No. 03802 / TINF 129-871-009  
 MCLE No. V-0019286 valid from 04/15/2018 until 04/14/2019/PASIG CITY  
 Address: 31-F Harvard St. Cubao, Q.C.





# Transpacific Broadband Group

INTERNATIONAL, INC.

formerly: Transpacific Broadcast Group International, Inc.

CORPORATE OFFICE: 9/F SUMMIT ONE TOWER  
530 SHAW BOULEVARD, MANDALUYONG CITY,  
PHILIPPINES, 1550  
TEL (632) 717-0523  
EMAIL: tbgi@tbgi.net.ph

SATELLITE CENTER: BLDG. 1751 CHICO ST.  
CLARK SPECIAL ECONOMIC ZONE  
ANGELES CITY, PAMPANGA, PHILIPPINES  
TEL.: (6345) 599-3042, FAX: (6345) 599-3041

April 11, 2018

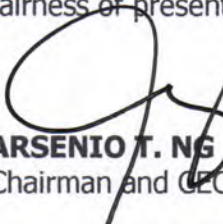
## STATEMENT OF MANAGEMENT RESPONSIBILITY FOR FINANCIAL STATEMENTS

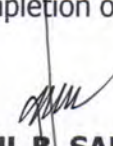
The management on **TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2017 and 2016, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

In preparing 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 intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

**R.R. Tan and Associates, CPAs**, the independent auditor appointed by the stockholders, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

  
**ARSENIO T. NG**  
Chairman and CEO

  
**PAUL B. SARIA**  
Chief Operating Officer

  
**HILARIO T. NG**  
Chief Financial Officer

APR 12 2018

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of April 2018, affiants exhibiting to me their competent evidence of identity, as follows:

NAMES	RES. CERT. NO.	EXPIRY DATE	PLACE OF ISSUE
Arsenio T. Ng	Passport EC0458620	03/02/2019	DFA NCR EAST
Paul B. Saria	DL N04-93-264992	12/15/2021	Mandaluyong
Hilario T. Ng	DL F03-89-049-506	08/23/2018	Manila

NOTARY PUBLIC  
Doc. No. : 209  
Page No. : 21  
Book No. : XXI  
Series of 2018 : 2018

**ATTY. ROGELIO J. BOLIVAR**  
NOTARY PUBLIC IN QUEZON CITY  
AM Adm. Not. Com. No. 14-1160 1-12-17 until 12-31-2018  
IBP O.R. No. 1038374 Jan. 2017 up to Dec. 2018  
PTR O.R. No. 5522486 C 1-3-18 / Ref. No. 33852 / T/Ref. 129-874-009  
MCLE No. V-0019296 valid from 04/15/2016 until 04/14/2019/PASIG CITY  
Address: 31-F Harvard St. Cubao, Q.C.



PRC-BOA Reg. No. 0132, valid until December 31, 2018  
SEC Accreditation No.0220-FR-2, valid until March 27, 2020  
BIR Accreditation No. 07-001080-002-2016, valid until October 3, 2019

***Report of Independent Public Accountants***

The Board of Directors and Stockholders  
**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
9<sup>TH</sup> Floor, Summit One Tower,  
530 Shaw Blvd., Mandaluyong City

***Report on the Audit of the Financial Statements***

***Opinion***

We have audited the financial statements of **TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.** (the Company), which comprise the statements of financial position as at December 31, 2017 and 2016, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2017, and notes to the financial statements, including a summary of significant accounting policies.

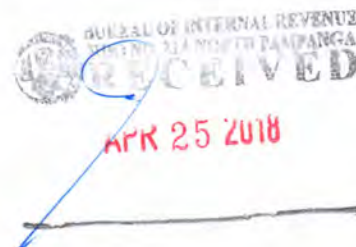
In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2017 and 2016, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2017, in accordance with Philippine Financial Reporting Standards (PFRSs).

***Basis for Opinion***

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's 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 our 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.

***Key Audit Matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For the matter below, the description of how our audit addressed the matter is provided in that context.





### *Recoverability of Investment in an Associate*

As of December 31, 2017 and 2016, the Company's investment in an associate amounted to ₱204.4 and ₱108.5 million, respectively, equivalent to a 30% equity interest. This asset represents 57% of the total assets at year-end after the Company poured in additional investment amounting to ₱97 million during 2017. The associate, which is accounted under the equity method, is still in the pre-operating stage and is still in its final stage of securing government approvals and inter-connection with distribution utilities. We consider this as a key audit matter based on the following key assessments: (i) volume of investment, (ii) complex nature of associate's operations and (iii) certainty or uncertainty of commencing operations.

The Company's disclosure in Investment in an associate is discussed in Note 12 of the Notes to Financial Statements.

### *Our audit procedures*

In the audit of Investment in associates, the following procedures were carried out:

- Performing an analytical analysis of the associates latest financial statements and impairment assessment, where necessary;
- Discussion with key management and technical personnel regarding the developments of solar projects including milestones achieved during the year and any subsequent material events;
- Review of financial forecast of the associates including project financing and other investment opportunities.
- Review significant agreements entered into with other parties related to its solar project, including minutes of the Board of Directors meetings;
- Site visit, inspection and observation;

### ***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, 2017, but does not include the financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2017 are expected to be made available to us after the date of auditor's 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 PFRSs, 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.

***Auditor's 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 auditor's 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 PSAs 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, they 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 PSAs, 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 auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and



performance of the Company audit. We remain solely responsible for our audit opinion.

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 audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

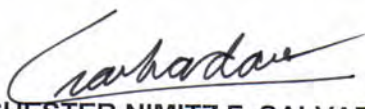
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on the Supplementary Information Required Under Revenue Regulation (RR) 15-2010 of the Bureau of Internal Revenue**

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information disclosed in Note 32 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of management and has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

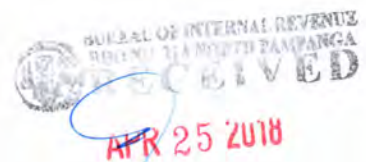
The engagement partner on the audit resulting in this independent auditor's report is Chester Nimitz F. Salvador

**R. R. TAN AND ASSOCIATES, CPAs**

  
By: **CHESTER NIMITZ F. SALVADOR**

Partner  
CPA Certificate No. 0129556  
Tax Identification No. 307-838-154  
PTR No. 3897127, January 9, 2018, Pasig City  
SEC Accreditation No. 1608-A, valid until January 26, 2020  
BIR Accreditation No. 07-001050-002-2016,  
valid until June 22, 2019

April 11, 2018  
Pasig City

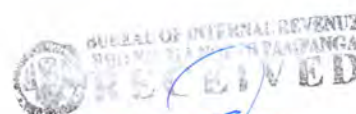




TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.  
STATEMENTS OF FINANCIAL POSITION  
DECEMBER 31, 2017 AND 2016

ASSETS	Note	2017		2016	
<b>Current Assets</b>					
Cash and cash equivalents	8	P	12,200,177	P	18,811,609
Receivables - net	9		1,002,116		13,303,367
Spare parts inventory	10		979,246		1,899,946
			<b>14,181,539</b>		<b>34,014,922</b>
<b>Non-current Assets</b>					
Advances for projects	11		657,699		5,628,869
Investment in an associate	12		204,435,192		108,535,216
Franchise - net	13		3,742,405		4,342,405
Property and equipment - net	15		87,402,731		103,526,313
Investment properties	16		45,287,800		45,287,800
Deferred tax asset - net	28		672,228		719,443
Other non-current assets	14,26		1,992,131		8,229,629
			<b>344,190,186</b>		<b>276,269,675</b>
<b>TOTAL ASSETS</b>			<b>P 358,371,725</b>		<b>P 310,284,597</b>
<b>LIABILITIES AND EQUITY</b>					
<b>Current liabilities</b>					
Accounts payable and accrued expenses	17	P	8,061,007	P	508,549
Loans payable	18		5,900,000		5,900,000
Income tax payable			92,239		34,258
Total Current Liabilities			<b>14,053,246</b>		<b>6,442,807</b>
<b>Non-current Liabilities</b>					
Deposits	19		403,000		528,000
Pension liability	20		809,729		851,280
Advances from related parties	26		45,219,832		-
Total Non-current Liabilities			<b>46,432,561</b>		<b>1,379,280</b>
<b>Total Liabilities</b>			<b>60,485,807</b>		<b>7,822,087</b>
<b>Equity</b>					
Share capital	21		222,019,330		222,019,330
Share premium			29,428,022		29,428,022
Share options outstanding	21		8,921,814		8,921,814
Retained earnings			37,954,552		42,531,144
Treasury shares	21		(437,800)		(437,800)
<b>Total Equity</b>			<b>297,885,918</b>		<b>302,462,510</b>
<b>TOTAL LIABILITIES AND EQUITY</b>			<b>P 358,371,725</b>		<b>P 310,284,597</b>

See accompanying notes to financial statements



APR 25 2018

**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
**STATEMENTS OF COMPREHENSIVE INCOME**  
**FOR THE YEARS ENDED DECEMBER 31, 2017, 2016 AND 2015**

	Note	2017	2016	2015
<b>REVENUES</b>				
Service income	22	P 36,216,325	P 35,875,465	P 35,218,886
Other income	24	5,308,685	3,062,776	4,177,852
		<b>41,525,010</b>	<b>38,938,241</b>	<b>P 39,396,738</b>
<b>COST AND EXPENSES</b>				
Direct costs	23	43,540,610	34,929,840	34,919,109
Administrative expenses	25	962,960	1,577,606	1,676,533
Finance costs	18	310,780	336,743	161,277
		<b>44,814,350</b>	<b>36,844,189</b>	<b>36,756,919</b>
<b>INCOME(LOSS) FROM OPERATION</b>		<b>(3,289,340)</b>	<b>2,094,052</b>	<b>2,639,819</b>
<b>EQUITY IN NET LOSS OF AN ASSOCIATE</b>	12	<b>(1,100,024)</b>	<b>(422,757)</b>	<b>(1,205,603)</b>
<b>INCOME(LOSS) BEFORE INCOME TAX</b>		<b>(4,389,364)</b>	<b>1,671,295</b>	<b>1,434,216</b>
<b>INCOME TAX EXPENSE</b>	28	<b>187,227</b>	<b>193,979</b>	<b>231,170</b>
<b>INCOME(LOSS) FOR THE PERIOD</b>		<b>(4,576,591)</b>	<b>1,477,316</b>	<b>1,203,046</b>
<b>OTHER COMPREHENSIVE INCOME</b>		-	-	-
<b>TOTAL COMPREHENSIVE INCOME (LOSS)</b>		<b>P (4,576,591)</b>	<b>P 1,477,316</b>	<b>P 1,203,046</b>
<b>INCOME (LOSS) PER SHARE</b>	29	<b>P (0.0206)</b>	<b>P 0.0067</b>	<b>P 0.0054</b>

\*See accompanying notes to financial statements



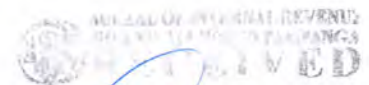
APR 25 2018



**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
**STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE YEARS ENDED DECEMBER 31, 2017, 2016, AND 2015**

	Note	2017	2016	2015
<b>SHARE CAPITAL</b>	21	P 222,019,330	P 222,019,330	P 222,019,330
<b>SHARE PREMIUM</b>		29,428,022	29,428,022	29,428,022
<b>SHARE OPTIONS OUTSTANDING</b>	21	8,921,814	8,921,814	8,921,814
<b>REVALUATION INCREMENT ON PROPERTY AND EQUIPMENT- NET OF TAX</b>				
Balance, January 1		-	-	1,075,684
Revaluation increment absorbed through depreciation		-	-	(1,075,684)
Balance, December 31		-	-	-
<b>RETAINED EARNINGS</b>				
Balance, January 1		42,531,143	41,053,827	38,718,482
Revaluation increment in property and equipment absorbed through depreciation		-	-	1,132,299
Income(Loss) for the year		(4,576,591)	1,477,316	1,203,046
Balance, December 31		37,954,552	42,531,143	41,053,827
<b>TREASURY SHARES - at cost</b>	21	(437,800)	(437,800)	(437,800)
		<b>P 297,885,918</b>	<b>P 302,462,510</b>	<b>P 300,985,193</b>

*See accompanying notes to financial statements*

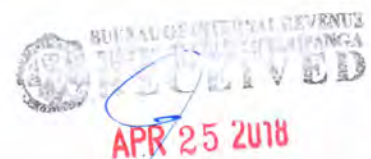




**TRANSPACIFIC BROADBRAND GROUP INTERNATIONAL, INC.**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31, 2017, 2016, AND 2015**

	<i>Note</i>	2017	2016	2015
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Income (Loss) before income tax expense		P (4,389,364)	P 1,671,295	P 1,434,216
Adjustments for:				
Provisions for (Reversal of):				
Depreciation and amortization	15, 13	17,644,282	17,308,768	17,791,053
Retirement benefits	20	33,051	75,845	(449,906)
Probable loss on trade receivable	9	(3,159,565)	446,811	193,623
Foreign exchange (gains) loss	24	387,344	(636,566)	(1,193,039)
Gain on sale of short-term investment		-	-	(82,300)
Equity in net loss of an associate	12	1,100,024	422,757	1,205,603
Interest income	24	(57,004)	(184,057)	(380,475)
Operating income before Working Capital Changes		11,558,768	19,104,853	18,518,775
Decrease (Increase) in Operating Assets:				
Receivables		15,041,500	1,978,090	7,004,370
Other non-current assets		(2,723,263)	(2,809,278)	(4,088,445)
Increase (Decrease) in Operating Liabilities:				
Accounts payable and accrued expenses		7,552,457	(145,565)	(4,058)
Deposits		(125,000)	(92,000)	195,000
Cash generated by operations		31,304,462	18,036,100	21,625,642
Income taxes paid		(82,031)	(204,560)	(173,686)
Retirement benefits paid		(74,602)	-	-
Interest received		10,038	6,121	3,469
<b>Net Cash Provided by Operating Activities</b>		<b>31,157,867</b>	<b>17,837,661</b>	<b>21,455,425</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Proceeds from:				
Return of funds from advances for projects	11	5,091,300	-	9,732,750
Sale of short-term investments		-	-	11,700,000
Collection from related parties		8,659,213	2,000,000	7,815,074
Additional security deposit		-	-	902,324
Collection from sale of communication device		301,548	1,929,639	1,501,410
Advances made to related parties		-	(4,919,640)	(1,996,623)
Payment of stock subscription to associate		(97,000,000)	-	(54,250,000)
Interest received		46,966	177,936	377,006
<b>Net Cash Used in Investing Activities</b>		<b>(82,900,973)</b>	<b>(990,001)</b>	<b>(24,595,065)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Advances from related parties	26	45,219,832	-	-
Loan availments	18	-	6,000,000	-
Loan maturities		-	(5,622,700)	-
Repayment of loans		-	(100,000)	-
<b>Net Cash Provided by Financing Activities</b>		<b>45,219,832</b>	<b>455,236</b>	<b>377,006</b>
<b>EFFECTS OF EXCHANGE RATE CHANGES</b>				
<b>IN CASH AND CASH EQUIVALENTS</b>		<b>(88,158)</b>	<b>118,581</b>	<b>4,652</b>
<b>NET INCREASE (DECREASE) IN</b>				
<b>CASH AND CASH EQUIVALENTS</b>		<b>(6,611,432)</b>	<b>17,421,477</b>	<b>(2,757,982)</b>
<b>CASH AND CASH EQUIVALENTS, January 1</b>		<b>18,811,609</b>	<b>1,390,132</b>	<b>4,148,114</b>
<b>CASH AND CASH EQUIVALENTS, December 31</b>		<b>P 12,200,177</b>	<b>P 18,811,609</b>	<b>P 1,390,132</b>

See accompanying notes to financial statements



**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2017 AND 2016**

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**1. Corporate Information**

Transpacific Broadband Group International, Inc. (TBGI or the Company), a corporation duly organized and existing under the laws of Republic of the Philippines, was incorporated and registered with Securities and Exchange Commission ("SEC") on July 14, 1995, primarily to engage in the business of public commercial radio, terrestrial, cable, and satellite broadcast. The Company is 9.57% owned by Unipage Management Inc.

The Company holds a 25-year Congressional Franchise to construct, establish, install, maintain, and operate communications systems for the reception and transmission of messages within the Philippines. It also has an approved Provisional Authority to transmit radio signals to satellites granted by the National Telecommunications Commission (NTC) on April 7, 1999.

In 2007, the Company received from NTC its Certificate of Registration as a value added services provider and offer Voice Over Internet Protocol (VOIP) service. In the same year, NTC granted Frequency Supportability to the Company.

The Company is a duly registered Clark Special Economic Zone (CSEZ) enterprise and has committed to operate, manage, and maintain a satellite earth station with broadcast production and postproduction facilities and other related activities, located at Clark Field, Philippines. Pursuant to its registration with CSEZ, the Company is subject to a special tax rate of 5% of gross income on registered activities.

The Company's registered office is located at the 9th Floor of Summit One Tower, 530 Shaw Boulevard, Mandaluyong City. Its satellite center is located at Bldg. 1751, Chico St., Clark Special Economic Zone, Angeles City, Pampanga.

The financial statements of the Company as of December 31, 2017 (including the comparative figures as of December 31, 2016 and 2015) were authorized for issue by the President on April 11, 2018.

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**2. Basis of Preparation and Presentation**

*Statement of Compliance*

The financial statements of the Company have been prepared in compliance with Philippine Financial Reporting Standards (PFRS), Philippine Accounting Standards (PAS) and interpretations thereof. PFRS are adopted standards by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board.

*Basis of Financial Statement Preparation and Presentation*

The accompanying financial statements have been prepared on a historical cost basis except for certain property and equipment and investment properties that are carried at fair value or revalued amounts.

The financial statements are presented in Philippine Peso, the Company's functional currency and all values represent absolute amount except when otherwise indicated.

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### 3. Summary of Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Current Versus Non-Current Classification

The Company presents assets and liabilities in the statements of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading; or
- Expected to be realized within twelve months after the end of the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the end of the reporting period.

The Company classifies all other assets as noncurrent.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the end of the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the end of the reporting period.

The Company classifies all other liabilities as non-current.

#### Cash and Cash Equivalents

Cash and cash equivalents are defined as cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

#### Financial Instruments

##### *Date of Recognition*

Financial assets and financial liabilities are recognized in the statements of financial position of the Company when it becomes a party to the contractual provisions of the instrument.

##### *Initial Recognition*

All financial assets and financial liabilities are initially recognized at fair value. Except for financial assets and financial liabilities at FVPL, the initial measurement of these financial instruments includes transaction costs.

##### *Determination of Fair Value*

The fair value for instruments traded in active market at the reporting date is based on their quoted market price. For all other financial instruments not listed in an active market, the fair value is determined by using appropriate techniques or comparison to similar instruments for which market observable prices exists.

Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instruments or based on a valuation technique, the Company recognizes the difference between the transaction price and fair value in the statement of comprehensive income unless it qualifies for recognition as some other type of asset.

#### *Classification of Financial Instruments*

The Company classifies financial assets into the following categories, (i) At fair value through profit or loss (FVPL), (ii) Available-for-sale, (iii) Held-to-maturity and (iv) Loans and receivable. The Company classifies its financial liabilities into financial liabilities at FVPL and other financial liabilities. The classification depends on the purpose for which the investments were acquired or liabilities incurred and whether they are quoted in an active market. Management determines the classification of its investments at initial recognition and, where allowed and appropriate, re-evaluates such designation at every reporting date.

#### (i) Financial Assets and Financial Liabilities at FVPL

Financial assets and financial liabilities at FVPL include financial assets and financial liabilities held for trading and financial assets and financial liabilities designated upon initial recognition as at FVPL. After initial recognition, financial assets and financial liabilities at FVPL are carried at fair value.

A financial asset and financial liability is classified as held for trading if:

- It has been acquired principally for the purpose of selling in the near future; or
- It is part of an identified portfolio of financial instruments that the Company manages together and has recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistently that would otherwise arise; or
- The financial asset forms part of a group of financial assets that is managed and its performance is evaluated on a fair value basis.
- It forms part of a contract containing one or more embedded derivatives.

As of December 31, 2017 and 2016, there are no financial assets under this category.

#### (ii) Available-for-sale (AFS)

AFS are non-derivative financial assets that are either designated on this category or not classified in any of the other categories. Subsequent to initial recognition, AFS assets are carried at fair value in the statement of financial position. Changes in the fair value are recognized directly in equity account as "*Revaluation reserve on AFS financial assets*". Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognized in equity is included in profit or loss for the period.

As of December 31, 2017 and 2016, there are no financial assets under this category.

#### (iii) Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivables. After initial measurement, loans and receivables are subsequently measured at amortized cost using the effective interest method, less allowance for impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are integral parts of the effective interest rate.

Included under this category are the company's cash and cash equivalents, trade receivables, security deposits and other receivables.

(iv) Held-to-maturity (HTM)

HTM investments are non-derivative financial assets with fixed or determinable payments and fixed maturities wherein the Company has the positive intention and ability to hold to maturity. After initial measurement, HTM assets are carried at amortized cost using the effective interest method, less impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are integral parts of the effective interest rate. Any changes to the carrying amount of the investment are recognized in statements of income.

As of December 31, 2017 and 2016, there are no financial assets under this category.

(v) Other Financial Liabilities

Issued financial instruments or their components, which are not designated as at FVPL are classified as other financial liabilities where 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 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. The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

After initial measurement, other 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 integral parts of the effective interest rate. Any effects of restatement of foreign currency-denominated liabilities are recognized in the statement of comprehensive income.

Included under this category are accounts payable and accrued expenses and loans payable.

*Reclassification of Financial Assets*

A financial asset is reclassified out of the FVPL category when the following conditions are met (i) the financial asset is no longer held for the purpose of selling or repurchasing it in the near term; and (ii) there is a rare situation.

A financial asset that is reclassified out of the FVPL category is reclassified at its fair value on the date of reclassification. Any gain or loss already recognized in the statements of income is not reversed. The fair value of the financial asset on the date of reclassification becomes its new cost or amortized cost, as applicable.

*Offsetting of Financial Instruments*

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the 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.

*Impairment of Financial Assets*

The Company assesses at each end of the reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired.

(i) *Assets carried at amortized cost*

If there is objective evidence that an impairment loss on loans and receivables or held-to-maturity investments carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the

financial asset's original effective interest rate. The amount of the loss is recognized in the profit and loss accounts.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed.

Any subsequent reversal of an impairment loss is recognized in the profit and loss accounts, to the extent that the carrying value of the asset does not exceed its amortized cost at the reversal date.

(ii) *Assets carried at cost*

If there is objective evidence that an impairment loss on an unquoted equity instrument that is not carried at fair value because its fair value cannot be reliably measured, or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(iii) *Available-for-sale financial assets*

Available-for-sale financial assets are subject to impairment review at each end of the reporting period. Impairment loss is recognized when there is objective evidence such as significant financial difficulty of the issuer/obligor, significant or prolonged decline in market prices and adverse economic indicators that the recoverable amount of an asset is below its carrying amount.

*Derecognition of Financial Instruments*

*Financial Assets*

A financial asset (or, where applicable a part of a financial asset or part of a group of financial assets) is derecognized where:

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

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

*Financial Liabilities*

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. Where 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 de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

*Prepaid Expenses*

Prepaid expenses are measured at amounts paid and subsequently recognized as expense over which the prepayments apply.

Spare Parts Inventory

Spare parts inventory is stated at the lower of cost and net realizable value (NRV). Cost is determined using the first-in first-out method. NRV is the selling price less the estimated cost to sell.

Property and Equipment

Transportation equipment, furniture, and fixtures are initially and subsequently carried at cost less accumulated depreciation and impairment in value, if any. Buildings and improvements, uplink/data equipment and leasehold improvements are carried at revalued amounts less accumulated depreciation and impairment losses, if any. Appraisal was made by an independent firm appraiser with sufficient regularity to ensure that the carrying amounts of these assets do not differ materially from their fair values. Subsequent acquisitions are stated at cost less accumulated depreciation and impairment losses, if any.

Any increase in revaluation is credited to the "Revaluation Increment" account shown under equity unless it offsets a previous decrease in value of the same asset recognized in the statements of income. A decrease in value is recognized in profit or loss where it exceeds the increase previously recognized in the "Revaluation Increment" account. The amount of revaluation increment absorbed through depreciation is transferred from revaluation increment to retained earnings. Upon disposal of the asset, the remaining balance of revaluation increment is transferred to retained earnings and is taken into account in arriving at the gain or loss on disposal.

The initial cost of property and equipment consist of its purchase price, including any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after the properties have been put into operation, such as repairs and maintenance, 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 an additional cost of the property and equipment.

Depreciation is computed on a straight-line method over the estimated useful lives of the depreciable assets as follows:

Building and improvements	20 years
Uplink/data equipment	10-20 years
Furniture and fixtures	10 years
Transportation equipment	5 years
Lease improvements	6 years or lease term whichever is shorter.

An asset's residual value, useful life, and depreciation method are reviewed periodically to ensure that the period, residual value, and method of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

When assets are sold, retired, or otherwise disposed of, their cost and related accumulated depreciation and impairment losses are removed from the accounts and any resulting gain or loss is reflected in profit or loss for the period.

When the carrying amount of an asset is greater than its estimated recoverable amount, the cost is written down immediately to its recoverable amount. Fully depreciated assets are retained in the accounts until they are no longer in use.

Investment Properties

Investment properties consist of properties that are held to earn rentals or for capital appreciation or both and that is not occupied by the company. Investment properties are initially measured at cost, including transaction costs.



After initial recognition, investment property is carried at fair value. Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If this information is not available, the Company uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. The Company reviews these valuations annually.

Investment property that is being redeveloped for continuing use as investment property or for which the market has become less active continues to be measured at fair value. Investment property is derecognized when either it has been disposed of, or when the investment property is permanently withdrawn or sold and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in profit or loss in the year of retirement or disposal.

#### Investment in Associate

Investment in an associate is neither a subsidiary nor a joint venture in which the Company exercises significant influence and is accounted for under the equity method of accounting. The equity method of accounting for investment in associate recognizes the changes in the Company's share of net assets of the associate. The share in the net results of the operations of the associate is reported as *Equity in Net Loss/Earnings of an Associate* reported in the Statement of Comprehensive Income. If a change is recognized directly in equity of associate, the Company recognizes its share of any changes in the Statement in Changes in Equity. If significant influence is lost over the associate, the Company measures the carrying value of investment at its fair value. The difference, if any, upon the loss of significant influence over its associate is reported in the Statement of Comprehensive Income.

#### Franchise

The Company holds a congressional franchise for the operation of telecommunication service. All cost and expenses directly related to its initial acquisition that meets the definition of an intangible asset is capitalized as Franchise. After the initial recognition, Franchise is carried at cost less accumulated depreciation and any impairment losses. Franchise is amortized using the straight line method over its congressional term of 25 years. The amortization period and amortization method is reviewed at each financial year-end. If the expected useful life of the asset is different from previous estimate, the amortization period is changed accordingly. When the carrying amount of Franchise is greater than its estimated recoverable amount, the cost is written down to its recoverable amount. Franchise is derecognized either upon disposal or the right to use expired.

#### Other Non-current Assets

Other non-current assets of the Company include advances to affiliates, security deposit, other receivable, rent receivable and other asset.

#### Equity

Share capital is determined using the par value of shares that have been issued.

Share premium represents the excess of the par value over the subscription price.

Retained earnings include all current and prior period results as disclosed in the Statements of Income.

Revaluation increment represents appraisal increase on revaluation of certain property and equipment.

Share options is measured based on the fair value of the stock option on the date of grant. If the fair value of the stock option cannot be estimated reliably, the intrinsic value method is used. The intrinsic value is the excess of the market value of the share over the option price.

Treasury shares are recorded at cost, which is equal to the cash payment or for noncash consideration. It is shown in the statements of financial position as a deduction from the equity.



Revenue and Costs Recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

*Service income*

Revenues from uplink services and bandwidth subscriptions are recognized when services are rendered and billed.

*Rent income*

Rent income is recognized on a straight line basis over the lease term.

*Interest income*

Interest income from bank deposits is recognized as interest accrues taking into account the effective yield on the related asset.

*Dividend income*

Dividend income is recognized when the right to receive dividends is established.

Cost is recognized in the Statement of Comprehensive Income when the related revenue is earned (e.g. when goods are sold or services have been performed). Expenses are recognized upon utilization of the service or when they are incurred.

Income Taxes

Current tax liabilities are measured at the amount expected to be paid to the tax authority. The tax rates and tax laws used to compute the amount are those that have been enacted or substantially enacted as at the end of reporting period.

Deferred tax asset is recognized for all temporary differences that are expected to reduce taxable profit in the future, and for the carry forward of unused tax losses and unused tax credits. Deferred tax liability is recognized for all temporary differences that are expected to increase the taxable profit in the future. Deferred tax assets and liabilities are measured using the tax rates and laws substantively enacted at the end of the reporting period.

The carrying amount of deferred tax asset is reviewed at each end of reporting period 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 income tax assets to be utilized.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in the statements of income. Only changes in deferred tax assets or liabilities that relate to a change in value of asset or liabilities are charged or credited directly to equity.

Employee Benefits

(i) Retirement benefit cost

The Company provides for estimated retirement benefits costs required to be paid under RA 7641 to qualifying employees. The cost of defined retirement benefits, including those mandated under RA 7641 is determined using the accrued benefits valuation method or projected benefit valuation method. Both methods require an actuarial valuation which the Company has not undertaken. Management believes, however, that the effect on the financial statements of the difference between the retirement cost determined under the current method used by the Company and an acceptable actuarial valuation method is not significant.

(ii) Compensated absences

Compensated absences are recognized for the number of paid leaves days (including holiday entitlement) remaining at reporting date. They are included as part of Accounts payable and accrued expenses account at the undiscounted amount the Company expects to pay as a result of the unused entitlement.

### Leases

Leases where the lessor retains substantially all the risk and benefits of ownership of the asset are classified as operating lease. Operating lease payments are recognized as expense on a straight line basis over the lease term.

Finance lease, which transfer to the company substantially all the risks and benefits incidental to the ownership of the leased asset, are capitalized at the lower of fair value of the leased asset or the present value of the minimum lease payments at the inception of the lease. Lease payments are apportioned between the finance charges and reduction of the lease liability. Finance charges are recognized in the statement of comprehensive income.

### Foreign Currency Transactions and Translations

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (*the functional currency*). The financial statements are presented in Philippine Peso, the Company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency at exchange rates prevailing at the time of transaction. Foreign currency gains and losses resulting from settlement of such transaction and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of comprehensive income.

### Impairment of Non-Financial Assets

Property and equipment, Franchise, and Investment in an associate are reviewed for impairment whenever events or circumstances indicate that the carrying amount of an asset may not be recoverable or the recoverable amount is less than its carrying amount. Recoverable amount is the higher of the assets' fair value less cost of disposal or value in use. Fair value less costs of disposal is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date less costs of disposal while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or from its disposal at the end of its useful life. The following impairment assessment approach are used for each non-financial assets.

#### *Spare parts inventory*

The impairment is measured if NRV is less than the acquisition cost. Assessment is made at each reporting period whether there is an indication that previously recognized impairment may no longer exists or may have decreased.

#### *Property and equipment*

When carrying amount of the asset is greater than its estimated recoverable amount, the cost of the asset is written down immediately to its recoverable amount.

#### *Franchise*

Franchise is reviewed for impairment, annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired. Impairment is determined by assessing the recoverable amount of the cash-generating unit to which the franchise relates. When the recoverable amount of the cash-generating unit is less than its carrying amount, an impairment loss is recognized.

#### *Investment in an associate*

The Company determines at each Statement of Financial Position date whether there is any objective evidence that investment in an associate is impaired. If this is the case, the Company calculates the amount of impairment as being the difference between the recoverable amount of the investment in an associate and the carrying amount of the investment, and recognizes the amount in the Statement of Comprehensive Income.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist and the carrying amount of the asset is adjusted to the recoverable amount resulting in the reversal of the impairment loss.

Related Party Transactions

Parties are considered 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. The related party transactions are recognized based on transfer of resources or obligations between related parties, regardless of whether a price is charged.

Provisions

Provisions are recognized when present obligation will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events, for example legal disputes for onerous contract.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at end of reporting period, including the risks and uncertainties associated with the present obligation. Any reimbursement expected to be received in the course of settlement of the present obligation is recognized, if virtually certain, as a separate asset at an amount not exceeding the balance of the related provision. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligation as a whole. In addition, long term provisions are discounted at their present values, where time value of money is material.

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

In those cases, where the possible outflow of economic resources as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the financial statements.

Probable inflows of economic benefits that do not yet meet the recognition criteria of an asset are considered contingent asset, hence, are not recognized in the financial statements.

Operating Segment

Operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses whose operating results are regularly reviewed by the chief operating decision maker to make decisions about how resources are to be allocated and for which discrete financial information is available.

Management has determined that the Company has only one segment which is the provision of uplink and broadband system to its clientele.

Contingencies

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

Events After End of Reporting Period

Post year-end events that provide additional information about the Company's financial position at the end of reporting period (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

Earnings (Loss) Per Share

Basic earnings per share is computed by dividing profit for the period by the weighted average number of shares issued and outstanding during the year.

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**4. Changes in Accounting Standards**

New Accounting Standards and Amendments to Existing Standards Effective as of January 1, 2017

The accounting policies adopted are consistent with those of the previous financial year except for the adoption of the following amendments to PFRS effective beginning January 1, 2017.

*Amendments to PAS 7, Statement of Cash Flows*

The amendments to PAS 7 require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). On initial application of the amendments, entities are not required to provide comparative information for preceding periods. These amendments do not have any significant impact on the Company's financial statements.

*Amendments to PAS 12, Income taxes – Recognition of Deferred Tax Assets for Unrealized Losses*

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognized in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact. Early application of the amendments is permitted. These amendments do not have any impact on the Company's financial statements.

New Accounting Standard, Amendments to Existing Standards and Interpretations Effective Subsequent to December 31, 2017

The standards, amendments and interpretations which have been issued but not yet effective as at December 31, 2017 are disclosed below. Except as otherwise indicated, the Company does not expect the adoption of the applicable new and amended PFRS to have a significant impact on its financial position or performance.

*Effective in 2018*

*PFRS 9, Financial Instruments*

In July 2014, the IASB issued the final version of IFRS 9 *Financial Instruments* that replaces IAS 39 *Financial Instruments: Recognition and Measurement* and all previous versions of IFRS 9. IFRS 9 brings together all three aspects of the accounting for financial instruments project: classification and measurement, impairment and hedge accounting. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Except for hedge accounting, retrospective application is required but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions. Locally, the SEC adopted IFRS 9 or PFRS 9 on August 17, 2016.

The Company is still assessing the potential impact of adopting PFRS 9 in 2018.

Philippine IFRIC Interpretation 22, *Foreign Currency Transactions and Advance Consideration*

The interpretation clarifies that in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a nonmonetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognizes the nonmonetary asset or nonmonetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine a date of the transactions for each payment or receipt of advance consideration. Entities may apply the interpretation on a fully retrospective basis. Alternatively, an entity may apply the interpretation prospectively to all assets, expenses and income in its scope that are initially recognized on or after the beginning of the reporting period in which the entity first applies the interpretation or the beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the interpretation.

The Company does not expect the adoption of this interpretation to have any significant impact on the financial statements.

Amendments to PFRS 2, *Share-based Payment – Classification and Measurement of Share-based Payment Transactions*

The amendments are intended to clarify following:

- Accounting for cash-settled share-based payment transactions that include a performance condition;
- Classification of share-based payment transactions with net settlement features; and
- Accounting for modifications of share-based payment transactions from cash-settled to equity settled

They are effective for annual periods beginning on or after January 1, 2018. On adoption, entities are required to apply the amendments without restating prior periods, but retrospective application is permitted if elected for all three amendments and other criteria are met. Early application of the amendment is permitted.

Amendments to PFRS 4, *Insurance Contracts – Applying PFRS 9 ‘Financial Instrument’ with PFRS 4 ‘Insurance Contracts’*

The amendments address concerns arising from implementing PFRS 9, the new financial instruments standard, before implementing the forthcoming insurance contracts standard. They allow entities to choose between the overlay approach and the deferral approach to deal with the transitional challenges. The overlay approach gives all entities that issue insurance contracts the option to recognize in other comprehensive income, rather than profit or loss, the volatility that could arise when PFRS 9 is applied before the new insurance contracts standard is issued. On the other hand, the deferral approach gives entities whose activities are predominantly connected with insurance an optional temporary exemption from applying PFRS 9 until the earlier of application of the forthcoming insurance contracts standard or January 1, 2021. The overlay approach and the deferral approach will only be available to an entity if it has not previously applied PFRS 9. The amendments are not applicable to the Company since there are no activities that are predominantly connected with insurance or issue insurance contracts. They are effective for annual periods beginning on or after January 1, 2018.

PFRS 15, *Revenue from Contracts with Customers*

PFRS 15 replaces PAS 11, *Construction Contracts*, PAS 18, *Revenue*, IFRIC 13, *Customer Loyalty Programmes*, IFRIC 18, *Transfer of Assets from Customers* and SIC-31, *Revenue - Barter Transactions Involving Advertising Services*. The new standard introduces a new revenue recognition model for contracts with customers which specifies that revenue should be recognized when (or as) a company transfers control of goods or services to a customer at the amount to which the company expects to be entitled. Depending on whether certain criteria are met, revenue is recognized over time, in a

manner that best reflects the company's performance, or at a point in time, when control of the goods or services is transferred to the customer. The standard does not apply to insurance contracts, financial instruments or lease contracts, which fall in the scope of other PFRSs. It also does not apply if two companies in the same line of business exchange nonmonetary assets to facilitate sales to other parties. Furthermore, if a contract with a customer is partly in the scope of another PFRS, then the guidance on separation and measurement contained in the other PFRS takes precedence.

The new standard is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is currently assessing the impact of PFRS 15.

#### Annual Improvements to PFRSs (2014-2016 cycle)

The Annual Improvements to PFRSs (2014-2016 cycle) are effective for annual periods beginning on or after January 1, 2018 and will not have any material impact to the Company's financial statements. They include:

- *PFRS 1, First-time Adoption of Philippine Financial Reporting Standards*  
The amendment deleted the short-term exemptions in paragraphs E3-E7 of PFRS 1, because they have now served their intended purpose.
- *PFRS 12, Disclosure of Interests in Other Entities*  
The amendment clarified the scope of the standard by specifying that the disclosure requirements in the standard, except for those in paragraphs B10-B16, apply to an entity's interests listed in paragraph 5 that are classified as held for sale, as held for distribution or as discontinued operations in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*.
- *PAS 28, Investments in Associates and Joint Ventures*  
The amendment clarified that the election to measure at fair value through profit or loss an investment in associate or a joint venture that is held by an entity that is a venture capital organization, or other qualifying entity, is available for each investment in an associate or joint venture on an investment-by-investment basis, upon initial recognition.

#### Amendments to PAS 40, *Investment Property – Transfers of Investment Property*

The amendments clarify when an entity should transfer property, including property under construction or development, into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. The amendments should be applied prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. The amendments are effective for annual periods beginning on or after July 1, 2018. Retrospective application is only permitted if that is possible without the use of hindsight. The amendments are not expected to have any impact on the Company.

#### *Effective in 2019*

##### *PFRS 16, Leases*

On January 13, 2016, the IASB issued its new standard, PFRS 16, *Leases*, which replaces PAS 17, the current leases standard, and the related Interpretations.

Under the new standard, lessees will no longer classify their leases as either operating lease or finance leases in accordance with PAS 17. Rather, lessees will apply the single-asset model. Under this model, lessees will recognize the assets and related liabilities for most leases on their statement of financial position, and subsequently, will depreciate the lease assets and recognize interest on the lease liabilities in their profit or loss. Leases with a term of 12 months or less or for which the underlying asset is of low value are exempted from these requirements.

The accounting by lessors is substantially unchanged as the new standard carries forward the principles of lessor accounting under PAS 17. Lessors, however, will be

required to disclose more information in their financial statements, particularly on the risk exposure to residual value.

The new standard is effective for annual periods beginning on or after January 1, 2019. Earlier application is not permitted until the FRSC has adopted the new revenue recognition standard. When adopting PFRS 16, an entity is permitted to use either a full retrospective or a modified retrospective application, with options to use certain transition reliefs.

#### Annual Improvements to PFRSs (2015-2017 cycle)

The Annual Improvements to PFRSs (2015-2017 cycle) are effective for annual periods beginning on or after January 1, 2019 and will not have any material impact to the Company's financial statements. They include:

- PFRS 3, Business Combinations and PFRS 11, Joint Arrangements  
The amendments to PFRS 3 clarify that when an entity obtains control of a business that is a joint operation, it remeasures previously held interests in that business. The amendments to PFRS 11 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not remeasure previously held interests in that business.
- PAS 12, Income Taxes  
The amendments clarify that all income tax consequences of dividends (i.e. distribution of profits) should be recognized in profit or loss, regardless of how the tax arises.
- PAS 23, Borrowing Costs  
The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows *generally* when calculating the capitalization rate on general borrowings.

#### Amendments to PFRS 9, *Financial Instruments – Prepayment Features with Negative Compensation*

The amendments cover two issues:

- What financial assets may be measured at amortized cost. The amendment permits more assets to be measured at amortized cost than under the previous version of PFRS 9, in particular some prepayable financial assets.
- How to account for the modification of a financial liability. The amendment confirms that most such modifications will result in immediate recognition of a gain or loss. This is a change from common practice under PAS 39.

The amendments are effective for annual periods beginning on or after January 1, 2019, with early adoption permitted. The amendments will not have significant impact on the Company's financial statements.

#### PFRS 17, *Insurance Contracts*

This new standard establishes the principles for recognition, measurement, presentation and disclosure of insurance contracts within the scope of the Standard. The objective of PFRS 17 is to ensure that an entity provides relevant information that faithfully represents those contracts. This information gives a basis for users of financial statements to assess the effect that insurance contracts have on the entity's financial position, financial performance and cash flows.

#### *Deferred*

#### PFRS 10, *Consolidated Financial Statements* and PAS 28, *Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

These amendments address an acknowledged inconsistency between the requirements in PFRS 10 and those in PAS 28 in dealing with the sale or contribution of assets

between an investor and its associate or joint venture. The amendments require that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary. These amendments are originally effective from annual periods beginning on or after January 1, 2016. This mandatory adoption date was later on deferred indefinitely pending the final outcome of the IASB's research project on International Accounting Standards 28. Adoption of these amendments when they become effective will not have any impact on the financial statements.

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## 5. Summary of Significant Accounting Judgments and Estimates

The Company makes estimates and assumptions that affect the reported amounts of the assets and liabilities within the next financial year. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

### *(i) Judgments*

The following judgments were applied which have the most significant effect on the amounts recognized in the financial statements.

#### *Determination of functional currency*

The Company has determined that its functional currency is the Philippine peso which is the currency of the primary economic environment in which the Company operates.

#### *Determination of control*

Control is presumed to exist when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

As of December 31, 2017 and 2016, the Company has 30% equity interest in an associate where the Company has significant influence over the associate's financial and operating policies.

#### *Classification of leases*

The Company has entered into various leases to third parties. Judgment is exercised in determining whether substantially all the significant risk and rewards of ownership of the leased asset is transferred to the Company. Leases where the lessor transfers all the risk and rewards incidental to the ownership of the leased asset are taken up as finance leases. Leases where the lessor retains all the risk and rewards to assets are taken up as operating leases.

Operating lease payment is reported in the Statement of Comprehensive Income.

#### *Determination of fair value of assets and liabilities*

The Company measures fair value of assets and liabilities using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements.

##### Level 1

Included in the Level 1 category are assets and liabilities that are measured in whole or in part by reference to published quotes in an active market. Assets and liabilities are regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis.

##### Level 2

Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices)



Level 3

Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs)

Fair value measurement is disclosed in Note 6.

*(ii) Estimates*

The key assumptions concerning the future and other key sources of estimation of uncertainty at end of reporting period, that have significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

*Estimating allowance for probable losses on trade receivables*

The Company estimates the allowance for probable losses related to its trade receivable based on assessment of specific accounts when the Company has information that certain customers are unable to meet their financial obligation. In these cases, management uses the best available facts and circumstances including but not limited to third party credit reports and known market factors.

The Company recognized reversal of allowance of P3,159,565 in 2017 and additional allowance of P446,811 in 2016. (See Note 9)

*Estimating NRV of spare parts inventories*

The carrying value of inventories is carried at lower of cost and NRV. The estimates used in determining NRV is dependent on the recoverability of its cost with reference to existing market prices, location or the recent market transactions. The amount and timing of recorded cost for any period would differ if different estimates were used.

The carrying value of spare part inventory amounted to P979,246 in 2017 and P1,899,946 in 2016. (See Note 10)

*Estimating useful lives of property and equipment*

The Company reviews annually the estimated useful lives of property and equipment, based on the period on which the assets are expected to be available for use. It is possible that future results of operation could be materially affected by changes in these estimates. A reduction in the estimated useful lives of property and equipment would increase recorded depreciation and decrease the related asset account.

The carrying value of property and equipment as at December 31, 2017 and 2016 amounted to P87,402,731 and P103,526,313, respectively. (See Note 15)

*Recoverability of deferred tax assets*

The Company reviews the carrying amounts of deferred tax asset at each end of reporting period and reduces the deferred tax asset 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 carrying value of Deferred tax assets (net of Deferred tax liabilities of P13,784 in 2017 and P126,625 in 2016) as at December 31, 2017 and 2016 amounted to P672,228 and P719,443, respectively. (See Note 28)

*Estimating retirement benefits*

The determination of the Company's obligation and cost for retirement and other retirement benefits which is based on RA 7641 is dependent on the length of stay of the qualifying employees and reaching the age of 60 upon retirement. Annually, retirement benefits are computed based on existing employees as there is no assurance that the employee will still be with the Company at the age of retirement.

Retirement benefit cost recognized in the financial statements amounted to P68,748 in 2017, P75,845 in 2016, and P123,228 in 2015. (See Note 20)

*Impairment of non-financial asset*

The Company assesses impairment on assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Several factors are considered which could trigger that impairment has occurred. Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have material adverse effect on the results of operations.

As at December 31, 2017 and 2016, management believes that no provision for impairment losses is necessary.

*Measurement of stock options*

The compensation resulting from stock options is measured based on the fair market value of the stock option on the date of grant. If the fair value of the stock option cannot be estimated reliably, the intrinsic value method is used. The intrinsic value is the excess of the market value of the share over the option price.

During 2010, the TBGI Remuneration Committee met to discuss the request of the Chief Financial Officer to indefinitely defer the Stock Option plan for the CEO. The Stock Options Plan for the CEO may be restored only upon the recommendation of the Remuneration Committee and subject to the approval of the Board of Directors.

As at December 31, 2017 and 2016, share options outstanding amounted to P8,921,814. (See Note 21)

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**6. Fair Value Measurement**

The fair value for instruments traded in active market at the reporting date is based on their quoted market price. For all other financial instruments not listed in an active market, the fair value is determined by using appropriate techniques or comparison to similar instruments for which market observable price exists.

Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instruments or based on a valuation technique, the Company recognizes the difference between the transaction price and the fair value in the statements of income unless it qualifies for recognition as some other type of asset.

The table below analyzes assets and liabilities measured at fair value at the end of the reporting period, by the level in the fair value hierarchy into which the fair value measurement is categorized.

<u>2017</u>			<u>Level 1</u>		<u>Level 2</u>		<u>Level 3</u>		<u>Total</u>
Cash and cash equivalents	P	-	P	12,200,177	P	-	P	12,200,177	
Receivables - net		-		1,002,116		-		1,002,116	
Advances for projects		-		657,699		-		657,699	
Property and equipment		-		87,402,731		-		87,402,731	
Investment properties		-		38,368,800		6,919,000		45,287,800	
Other non-current assets		-		1,992,131		-		1,992,131	
Accounts payable and accrued expenses		-		(8,061,007)		-		(8,061,007)	
Loans payable		-		(5,900,000)		-		(5,900,000)	
Deposits		-		(403,000)		-		(403,000)	

2016		Level 1	Level 2	Level 3	Total	
Cash and cash equivalents	P	-	P 18,811,609	P	-	P 18,811,609
Receivables - net		-	13,303,367	-	-	13,303,367
Advances for projects		-	5,628,869	-	-	5,628,869
Property and equipment		-	103,526,313	-	-	103,526,313
Investment property		-	38,368,800	6,919,000	-	45,287,800
Other non-current assets		-	8,229,629	-	-	8,229,629
Accounts payable and accrued expenses		-	(508,549)	-	-	(508,549)
Loans payable		-	(5,900,000)	-	-	(5,900,000)
Deposits		-	(528,000)	-	-	(528,000)

Fair values were determined as follows:

- *Cash and cash equivalents, receivables and other financial liabilities* – the fair values are approximately the carrying amounts at initial recognition due to their short-term nature.
- *Property and equipment* – fair value was based on appraiser's report. It is estimated using Market Data Approach, which is based on sales and listings of comparable property registered within the vicinity that considered factors such as locations, size and shape of the properties.
- *Investment properties* – the valuation approach used in the independent appraiser's report was Sales Comparison Approach, which estimates the value of asset by comparing similar or substitute properties and related market data.

## 7. Financial Risk Management Objectives and Policies

### Financial Risk

The Company's activities expose it to a variety of financial risk. These risks arise from open positions in interest rate, currency and equity products, all of which are exposed to general and specific market movements. The Company's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Company. The policies for managing specific risks are summarized below:

- *Credit Risk*  
Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties, and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The table below shows the gross maximum exposure to credit risk of the Company as at December 31, 2017 and 2016.

	Gross Maximum Exposure	
	2017	2016
Cash and cash equivalents *	P 12,187,177	P 18,798,609
Trade receivables	5,438,343	19,530,211
Non-trade receivable	-	1,368,948
Advances for projects	657,699	5,628,869
Other non current assets**	1,840,434	7,463,151
	P 20,123,653	P 52,789,788

\*excludes cash on hand of P13,000

\*\*excludes prepayments of transponder rent and real property tax

The credit risk on cash and cash equivalents are limited since funds are invested in financial institutions with high credit ratings.

Trade receivables are accounts with its customer where appropriate trade relations have been established including billings and collections processes.

The credit quality of the Company's assets as at December 31, 2017 and 2016 is as follows:

	December 31, 2017					
	Neither past due nor impaired		Past due but not impaired	Past due and impaired	Total	
	High grade	Standard grade				
Cash and cash equivalents	P 12,187,177	P -	P -	P -	P 12,187,177	P 12,187,177
Trade receivables	-	1,002,116	-	4,436,227	5,438,343	5,438,343
Advances for projects	-	657,699	-	-	657,699	657,699
Other non-current assets	-	1,840,434	-	-	1,840,434	1,840,434
	<b>P 12,187,177</b>	<b>P 3,500,249</b>	<b>P -</b>	<b>P 4,436,227</b>	<b>P 20,123,653</b>	<b>P 20,123,653</b>

	December 31, 2016					
	Neither past due nor impaired		Past due but not impaired	Past due and impaired	Total	
	High grade	Standard grade				
Cash and cash equivalents	P 18,798,609	P -	P -	P -	P 18,798,609	P 18,798,609
Trade receivables	-	5,411,858	6,522,561	7,595,792	19,530,211	19,530,211
Non-trade receivables	-	1,368,948	-	-	1,368,948	1,368,948
Advances for projects	-	5,628,869	-	-	5,628,869	5,628,869
Other non-current assets	-	7,463,151	-	-	7,463,151	7,463,151
	<b>P 18,798,609</b>	<b>P 19,872,826</b>	<b>P 6,522,561</b>	<b>P 7,595,792</b>	<b>P 52,789,788</b>	<b>P 52,789,788</b>

High-grade cash and cash equivalents are short-term placements and working cash fund placed, invested, or deposited in banks belonging to the top banks in the Philippines in terms of resources and profitability.

Standard grade accounts are active accounts with propensity of deteriorating to mid-range age buckets. These accounts are typically not impaired as the counterparties generally respond to credit actions and update their payments accordingly.

The aging analysis of past due but not impaired trade receivables is as follows:

	2017	2016
61-90 days past due	P -	P 2,490,650
over 90 days	-	4,031,911
	<b>P -</b>	<b>P 6,522,561</b>

#### *Liquidity Risk*

Liquidity or funding risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. Either liquidity risk may result from the inability to sell financial assets quickly at their fair values; or counterparty failing on repayment of a contractual obligation; or insurance liability falling due for payment earlier than expected; or inability to generate cash inflows as anticipated.

The Company manages its liquidity profile to (i) ensure that adequate funding is available at all times; (ii) meet commitments as they arise without incurring unnecessary costs; (iii) to be able to access funding when needed at the least possible cost, and (iv) maintain an adequate time spread of financing maturities.

The table below summarizes the maturity profile of the Company's financial liabilities at December 31, 2017 and 2016.

	December 31, 2017							
	< 1 month	> 1 month & < 3 months	> 3 months & < 1 year	> 1 year & < 3 years	Total			
Accounts payable and accrued expenses	P 8,061,007	P -	P -	P -	P 8,061,007			
Interest-bearing liabilities								
Loans payable	-	-	5,900,000	-	5,900,000			
	P 8,061,007	P -	P 5,900,000	P -	P 13,961,007			

	December 31, 2016							
	< 1 month	> 1 month & < 3 months	> 3 months & & < 1 year	> 1 year & < 3 years	Total			
Accounts payable and accrued expenses	P 508,549	P -	P -	P -	P 508,549			
Interest-bearing liabilities								
Loans payable	-	-	5,900,000	-	5,900,000			
	P 508,549	P -	P 5,900,000	P -	P 6,408,549			

*Market Risk*

Market risk is the risk of change in fair value of financial instruments from fluctuation in foreign exchange rates (currency risk), market interest rates (interest rate risk) and market prices (price risk), whether such change in price is caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market.

Market risk is the risk to an institution's financial condition from volatility in the price movements of the assets contained in a portfolio. Market risk represents what the Company would lose from price volatilities. Market risk can be measured as the potential gain or loss in a position or portfolio that is associated with a price movement of a given probability over a specified time horizon.

i. Currency risk

The Company is exposed to foreign exchange risk arising from currency exposures primarily with respect to the US Dollar. Foreign exchange risk arises when future commercial transactions and recognized assets and liabilities are denominated in a currency that is not the company's functional currency. Significant fluctuations in the exchanges rates could significantly affect the Company's financial position.

The carrying amounts of the Company's foreign currency denominated monetary assets and liabilities at reporting date are as follows:

	2017		2016	
	US Dollar	Peso Equivalent	US Dollar	Peso Equivalent
Cash and cash equivalents	\$ 155,228	P 7,749,448	\$ 58,130	P 2,895,640
Advances for projects	13,000	648,999	113,000	5,628,869

The following table demonstrates the sensitivity to a reasonable change in the US\$ exchange rate, with all other variables held constant, the Company's income before tax for the years ended December 31, 2017 and 2016:

Increase/decrease in Peso to US Dollar Rate	Effect on Income Before Taxes	
	2017	2016
+ P5.00	P 841,140	P 855,650
- P5.00	(841,140)	(855,650)

There is no other impact on the Company's equity other than those affecting profit and loss.

ii. Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Floating interest rate instruments expose the Company to cash flow interest risk, whereas fixed interest rate instruments expose the Company to fair value interest risk.

The Company's interest risk policy requires it to manage interest rate risk by maintaining an appropriate mix of fixed and variable rate instruments. The policy also requires it to manage the maturities of interest bearing financial assets. Interest on fixed interest rate instruments is priced at inception of the financial instrument and is fixed until maturity.

Exposure to interest rate risk arises from bank loans with interest dependent on the prevailing market rate. As of December 31, 2017 and 2016, the Company is not exposed to any interest rate risk from fluctuation of market interest. Thus, no sensitivity analyses are provided for 2017 and 2016 since its financial liability is not subject to a floating interest rate.

*Operational risk*

Operational risk is the risk of loss from system failure, human error, fraud, or external events. When controls fail to perform, operational risk can cause damage to reputation, have legal or regulatory implications or can lead to financial loss. The Company cannot expect to eliminate all operational risk but initiating a rigorous control framework and by monitoring and responding to potential risks, the Company is able to manage the risks. Controls include effective segregation of duties, access controls, authorization and reconciliation procedures, staff education, and assessment processes. Business risk such as changes in environment, technology, and industry are monitored through the Company's strategic planning and budgeting processes.

Capital management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and adjusts it in light of 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 dividends paid to shareholders, issue new shares, or sell assets to reduce debt.

The capital structure of the Company consists of issued capital, share premium, revaluation increment and retained earnings.

The financial ratio at the year-end, which is within the acceptable range of the Company, is as follows:

	<b>2017</b>	2016
Equity	<b>P 297,885,918</b>	P 302,462,510
Total Assets	<b>358,371,725</b>	310,284,597
Ratio	<b>0.831</b>	0.975

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**8. Cash and Cash Equivalents**

As of December 31, 2017 and 2016, cash and cash equivalents represent cash on hand and cash in banks of P12,200,177 and P18,811,609, respectively.

Cash in bank represents current accounts and US dollar account that earn interests at prevailing bank interest rates.

Interest income on these deposits amounted to P10,038 in 2017, P6,121 in 2016, and P3,469 in 2015.

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## 9. Receivables

The composition of this account is as follows:

	2017		2016	
Trade				
In local currency	P	4,436,227	P	9,366,785
In foreign currency		1,002,116		10,163,426
		<b>5,438,343</b>		19,530,211
Less: Allowance for probable losses		<b>(4,436,227)</b>		(7,595,792)
		<b>1,002,116</b>		11,934,419
Non-trade		-		1,368,948
	P	<b>1,002,116</b>	P	<b>13,303,367</b>

Trade receivable in foreign currency represents US dollar subscription on uplink services from a customer based in Hong Kong. Unrealized foreign exchange gain on this account amounted to P243,678 in 2017 and P1,440,970 in 2016.

Non-trade receivable represents receivable from Summit One Condominium Corporation on the sale of a communication tower bearing an interest rate of 7.5% per annum.

Breakdown of allowance for probable losses is as follows:

	2017		2016	
Balance, January 1	P	7,595,792	P	7,148,981
Provision		-		446,811
Reversal		<b>(3,159,565)</b>		-
Balance, December 31	P	<b>4,436,227</b>	P	<b>7,595,792</b>

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## 10. Spare Parts Inventory

Spare parts inventory consists of communication supplies and materials that are normally provided to customers in the delivery of services. Spare parts inventory amounting to P979,246 in 2017 and P1,899,946 in 2016 are carried at cost which approximates its net realizable value.

Spare parts inventory costing P920,700 and P299,388 was transferred to property and equipment in 2017 and 2016, respectively. (See Note 15)

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## 11. Advances for Projects

In previous year, the Company advanced to an officer a certain amount of fund intended for identifying, researching and exploring feasible projects. After several re-alignments, the fund is now earmarked or focused on the development of a 30MW solar PV plant in Rodriguez, Rizal of ATN Philippines Solar Energy Group, Inc. (ATN Solar). These advances are not subject to interest and the Company intends to convert the outstanding balance into the shares of stock of ATN Solar once commercial operation of the latter starts. No impairment loss was provided since management believes that the advances are fully recoverable in the form of shares of stock of ATN Solar. ATN Solar is an associate of the Company. (See Note 12)

The movement of this account is as follows:

	2017	2016
Balance at beginning of year	P 5,628,869	P 5,329,758
Return of funds	<b>(5,091,300)</b>	-
Effect of changes in foreign exchange	<b>120,130</b>	299,111
	<b>P 657,699</b>	P 5,628,869

During 2017, P5.1 million was returned to the Company for payment of subscription to the capital stock of ATN Solar.

## 12. Investment in an Associate

Investment in an Associate pertains to a 30% equity interest for 2017 and 2016, in ATN Solar. Management believes that it exercises significant influence over the financial and operating policies of ATN Solar.

The composition of this account is as follows:

	2017	2016
Cost		
Beginning	P 112,500,000	P 112,500,000
Additions	<b>97,000,000</b>	-
Ending	<b>209,500,000</b>	112,500,000
Equity in net loss		
Beginning	<b>(3,964,784)</b>	(3,542,027)
Share in net loss for the year	<b>(1,100,024)</b>	(422,757)
	<b>(5,064,808)</b>	(3,964,784)
	<b>P 204,435,192</b>	P 108,535,216

ATN Solar is a grantee of Solar Energy Service Contract with the Philippine Government through the Department of Energy to develop, own and operate a 30MW solar power plant in Rodriguez, Rizal. As of December 31, 2017, ATN Solar is still in pre-operating stage and commercial operation is expected to commence in the next 1-2 years.

In a progress report submitted to the Department of Energy dated March 5, 2018, ATN Solar has applied for a Special Economic Zone Certificate with the Philippine Economic Zone Authority to attract locators for renewable energy development and technologies and for pre-fabricated concrete products from rock materials within the site.

Also in the same report, ATN Solar procured rock crusher equipment to remove excess rocks to minimize shadowing phenomena in the site.

Additional transmission poles were staked on the ground to enhance delivery of solar generated electricity to Meralco's Novaliches line. ATN Solar is on its final stage on the agreement with Meralco.

The financial information of ATN Solar as of and for year ended December 31, 2017 and 2016 is as follows:

	2017	2016
Total current assets	P 41,485,929	P 29,920,245
Total non-current assets	<b>858,514,077</b>	707,646,347
Total current liabilities	<b>13,162,655</b>	3,420,988
Total non-current liabilities	<b>203,900,656</b>	47,533,588
Net loss	<b>(3,675,321)</b>	(1,409,190)
Cash flow from investing activities	<b>(151,397,730)</b>	(181,634,984)
Cash flow from financing activities	<b>167,608,735</b>	167,932,509



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**13. Franchise - net**

The Company holds a 25-year Congressional Franchise to construct, establish, install, maintain, and operate communication systems for the reception and transmission of messages within the Philippines with a cost of P15M.

The movement in this account is as follows:

		<b>2017</b>		2016
Balance, January 1	<b>P</b>	<b>4,342,405</b>	<b>P</b>	4,942,405
Amortization		<b>(600,000)</b>		(600,000)
Balance, December 31	<b>P</b>	<b>3,742,405</b>	<b>P</b>	4,342,405

The amortization of franchise is shown as part of direct costs in the Statement of Comprehensive Income. Management believes that the carrying amount of franchise is recoverable in full and no impairment loss is necessary.

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**14. Other Non-current Assets**

This account consists of:

		<b>2017</b>		2016
Advances to (see Note 26):				
Palladian Land Development Inc. (PLDI)	<b>P</b>	-	<b>P</b>	1,863,657
Managed Care Philippines, Inc.		-		345,678
ATN Phils. Solar Energy Group Inc. (Solar)		<b>312,693</b>		3,826,957
Security deposits		<b>1,527,741</b>		1,426,859
Other asset		<b>151,697</b>		766,478
	<b>P</b>	<b>1,992,131</b>	<b>P</b>	8,229,629

Details of these accounts are as follows:

- Security deposits are made to secure leasing arrangement on transponders. These deposits are refundable at the expiration of lease term.
- Other asset consists of advance payment of real property tax and lease spread arising from rent-free month.

## 15. Property and Equipment - net

The movement in this account is as follows:

2017	Building & improvements	Uplink/data Equipment	Furniture & Fixtures	Leasehold improvements	Transportation equipment	Total
<b>Carrying Amount</b>						
At January 1, 2017	P 23,893,402	P 253,200,490	P 5,180,726	P 19,145,709	P 14,675,284	P 316,095,611
Reclassification from spare parts inventory	-	920,700	-	-	-	920,700
At December 31, 2017	23,893,402	254,121,190	5,180,726	19,145,709	14,675,284	317,016,311
<b>Accumulated depreciation</b>						
At January 1, 2017	19,504,077	162,890,486	3,561,376	13,996,094	12,617,265	212,569,298
Provisions	1,194,669	12,037,623	925,970	2,147,992	738,028	17,044,282
At December 31, 2017	20,698,746	174,928,109	4,487,346	16,144,086	13,355,293	229,613,580
<b>Net Carrying Value</b>						
At December 31, 2017	P 3,194,656	P 79,193,081	P 693,380	P 3,001,623	P 1,319,991	P 87,402,731
<hr/>						
2016	Building & improvements	Uplink/data Equipment	Furniture & Fixtures	Leasehold improvements	Transportation equipment	Total
<b>Carrying Amount</b>						
At January 1, 2016	P 23,893,402	P 252,901,102	P 5,180,726	P 19,145,709	P 14,675,284	P 315,796,223
Reclassification from spare parts inventory	-	299,388	-	-	-	299,388
At December 31, 2016	23,893,402	253,200,490	5,180,726	19,145,709	14,675,284	316,095,611
<b>Accumulated depreciation</b>						
At January 1, 2016	18,309,408	151,044,240	2,779,543	11,848,102	11,879,237	195,860,530
Provisions	1,194,669	11,846,246	781,833	2,147,992	738,028	16,708,768
At December 31, 2016	19,504,077	162,890,486	3,561,376	13,996,094	12,617,265	212,569,298
<b>Net Carrying Value</b>						
At December 31, 2016	P 4,389,325	P 90,310,004	P 1,619,350	P 5,149,615	P 2,058,019	P 103,526,313

Building and improvements, uplink equipment, leasehold improvements and data equipment were revalued on October 28, 2002 by a firm of independent appraisers at market prices. The net appraisal increment resulting from the revaluation is credited to the "Revaluation Increment" account shown under equity. The amount of revaluation increment absorbed through depreciation is transferred from the revaluation increment to retained earnings. Management believes that fair value has not significantly changed since date of initial valuation.

During 2017 and 2016, additions to property and equipment amounting to P920,700 and P299,388 represent reclassification from spare parts inventory.

## 16. Investment Properties

As of December 31, 2017 and 2016, investment property consists of the following:

Condominium units	<b>P 38,368,800</b>
Land and improvements	<b>6,919,000</b>
<b>Balance at end of year</b>	<b>P 45,287,800</b>

Condominium units represent the beneficial ownership of commercial units held at Summit One Office Tower in Mandaluyong City. The fair market value is determined by a firm of independent appraiser on March 4, 2014 which resulted in a decrease in value of the investment properties amounting to P4,999,600. The independent appraiser used the Sales Comparison Approach, a comparative approach valuation that considers the sales of similar or substitute properties and related market data and establishes a value

estimate by processes involving comparison. Accordingly, the Company categorized these condominium units under Level 2 of the fair value hierarchy. Management believes that there are no present material factors that would significantly increase or decrease the fair value of these properties as of December 31, 2017.

Land and improvements represents a parcel of residential lot located in Paliparan 1, Dasmariñas, Cavite. The highest and best use of the property is for residential use. For strategic reason, the property is not used in that manner. Certain developer is currently selling a mass housing project within the vicinity. The pricing model of the said developer was used by management as a guide in determining the fair value of its own property. The fair value amounted to P7 million. The property is valued in terms of its highest and best use which is categorized under Level 3 of the fair value hierarchy.

The description of valuation techniques and inputs used in determining the fair value of investment properties classified as Level 3 in the fair value hierarchy is as follows:

Valuation techniques	Significant unobservable inputs	Range
Sales comparison approach	Selling price (per square meter) Size Location Neighborhood Transport/Road network	P6,100 - P14,000

Sales comparison approach is a comparative approach to value that considers the sales of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison. Except for selling price, the quantitative information on significant unobservable inputs cannot be determined by management alone.

Significant increase (decrease) in selling price per square meter would result in a significantly higher (lower) fair value of the property.

As of December 31, 2017, the lot remains idle and no immediate plans to develop or sell the property nor has it any contractual obligation to develop the property or for repairs, maintenance and enhancements.

During 2017 and 2016, there were no transfers between levels of fair value hierarchy.

Rental income and direct operating expenses from investment properties included in the statement of income are as follows:

	2017	2016	2015
Rental income	P 2,479,460	P 2,242,152	P 2,522,038
Direct operating expenses on investment properties that:			
Generated rental income	151,697	151,697	151,697
Did not generate rental income	829	829	829

## 17. Accounts Payable and Accrued Expenses

Accounts payable and accrued expenses are short-term payables that are settled on a one- to three-months term. As of December 31, 2017 and 2016, accounts payable and other liabilities amounted to P8,061,007 and P508,549, respectively.

Outstanding Supervisory and Regulatory Fee (SRF) amounting to P7,629,583 was accrued during the year.

Management believes that the carrying values of *Accounts payable and accrued expenses* approximate their fair values.

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## 18. Loans Payable

In February 2016, the Company entered in a loan agreement with a local bank amounting to P5.9 million for working capital requirements. The loan carries an interest rate of 5% per annum payable monthly in arrears. The principal is payable after 12 months. In February 2017, the loan was renewed for another 12 months.

The loan is collateralized by the following:

- Real estate mortgages over properties owned by a related party; and
- Suretyship agreement by the Company as borrower and a stockholder as a surety.

Total interest paid and accrued reported in the Statement of Comprehensive Income amounted to P310,780 in 2017 and P336,743 in 2016.

Management believes that the carrying value of the loan at year end is a reasonable approximation of its fair value as of December 31, 2017 and 2016.

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## 19. Deposits

Deposits are amounts paid by clients as guarantee to agreements entered into by the Company with usual term of 2 to 3 years. The amount is expected to be settled upon the termination of the contract.

As of December 31, 2017 and 2016, deposits amounted to P403,000 and P528,000, respectively.

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## 20. Pension Liability

The movements of pension liability as of December 31, 2017 and 2016 are as follows:

	2017		2016	
Balance at the beginning of the year	P	851,280	P	775,435
Current service cost		68,748		75,845
Benefits paid		(74,602)		-
Actuarial gain		(35,697)		-
Balance at year end	P	809,729	P	851,280

The Company provides retirement benefits in accordance with the provisions of Republic Act No. 7641 (RA 7641), prescribing the minimum retirement benefits to be paid by a company to its qualified retiring employees. No actuarial valuations are made since the Company employs a minimal number of employees.

Among others, RA 7641 provides for retirement benefits to retiring employees who have reached sixty (60) years old or more, but not beyond 65 years and have served at least five (5) years in the Company. Such retiring employee is entitled to a retirement pay of one half (1/2) month salary for every year of service computed based on the following components:

- 15 days salary;
- 5 days of service incentive leave; and
- One half (½) of the 13<sup>th</sup> month pay

Differences in computation of pension liability arising from changes in number of employees are absorbed by current service cost as shown below.

	2017	2016	2015
Salaries and wages	P 1,474,695	P 1,465,981	P 1,444,271
Provision for retirement benefit cost			
Current service cost	68,748	75,845	123,228
Actuarial gain	(35,697)	-	(573,133)
	<b>P 1,507,745</b>	<b>P 1,541,826</b>	<b>P 994,366</b>

Management believes that any disparity of retirement benefit cost computed internally against independent actuarial valuations will not significantly affect the Company's financial statements.

## 21. Equity

### *Share capital*

The Company's capital structure is as follows:

	Shares	Amount
<b>Authorized - P1 par value per share</b>	380,000,000	P 380,000,000
<b>Issued and outstanding</b>	222,019,330	222,019,330
<b>Shares held in treasury</b>	437,800	437,800

Issued capital held in treasury totaled 437,800 shares.

The Company's shares are listed and traded at the Philippine Stock exchange ("PSE"). The listing of the offer shares was approved by the PSE on October 22, 2003. The listing date is on December 12, 2003.

The Company has committed to issue to ATN Holdings Inc., a related party, 13,000,000 common shares in consideration for the acquisition of investment property and the payment of loan to ATN amounting to P2.5 million in 2007. These shares were to become available after the listing of 170,980,670 unissued common shares. The additional listing of subject shares has not been carried out as of April 10, 2018.

Documentary requirements are still being collated for the Company's application for exemption from the registration of new shares with the Securities and Exchange Commission.

### *Share options*

On May 28, 2008, the Company's BOD approved the grant of share option to its Chief Executive Officer (CEO). The CEO has been largely responsible for bringing the Company to its present financial condition. Furthermore, the CEO has not been compensated since his assumption of management in 2000. Hence, the grant of share option to the CEO will be in order.

The share option comprises the following:

- (i) 35 million shares of TBGI at par value of P1.00 per share as compensation for services rendered as CEO of the Company during the period 2001 to 2007, and;
- (ii) 5 million shares of TBGI at par value of P1.00 per share as compensation for services rendered as CEO of the Company during 2008 and onwards, provided, that the subject shares will not be sold in quantities exceeding 20% of the trading volume of Philippine Stock Exchange in any single business day.

The stock options were measured using the intrinsic value method since the fair value of the options cannot be measured reliably.

On April 23, 2009 in a special meeting of the BOD, additional terms of conditions was agreed defining the vesting schedule of the options as management believes that a one-time recognition of the options cannot be afforded in 2008 alone. The vesting period was stretched up to 2023 of which 500,000 shares may be exercised starting 2013 up to 2022. Another 5.5 million shares in 2022 and finally, 30 million shares in 2023

During 2010, the Company's BOD through the Remuneration Committee approved the indefinite deferment of the aforementioned stock options of the CEO. No options were exercised prior to the said deferment.

As of December 31, 2017 and 2016, the stock options has a carrying value of P8,921,814.

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## 22. Service Income

As discussed in Note 1, the Company is duly enfranchised to provide telecommunication services to various clients. Services include provision for uplink services, VSAT-based internet service, wireless networking, hosting and content conversion.

The breakdown of revenues as reported in the Statement of Comprehensive Income is a follows:

	2017		2016		2015
VSAT uplink services					
In local currency	P 5,953,225	P	7,423,465	P	7,955,586
In foreign currency	30,263,100		28,452,000		27,263,300
	<b>P 36,216,325</b>	P	<b>35,875,465</b>	P	<b>35,218,886</b>

VSAT uplink services have terms of 2 to 3 years, billable monthly with one month advance payment and one month security deposit.

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## 23. Direct Costs

This account consists of:

	2017		2016		2015
Depreciation (see Note 15)	P 17,044,282	P	16,708,768	P	17,191,053
Transponder lease (see Note 30)	10,952,003		10,629,176		10,716,862
Taxes and licenses	8,400,018		770,435		770,435
Rental (see Note 30)	3,208,444		2,914,249		2,618,754
Salaries, wages and other benefits (see Note 20)	1,507,746		1,541,826		994,366
Utilities and communication	895,411		901,814		1,041,814
Amortization of franchise (see Note 13)	600,000		600,000		600,000
Security services	487,478		381,661		422,847
Transportation and travel	238,262		276,783		263,618
Insurance	109,607		109,494		116,368
Office supplies	97,359		95,634		182,992
	<b>P 43,540,610</b>	P	<b>34,929,840</b>	P	<b>34,919,109</b>

## 24. Other Income

The composition of this account is as follows:

	2017		2016		2015
Rent income (see Note 16)	P 2,479,460	P	2,242,152	P	2,522,038
Foreign exchange gain (loss):					
Cash	(88,158)		118,581		4,652
Accounts receivable	(419,316)		216,966		1,221,104
Advances for projects	120,130		299,111		249,664
Bank loans	-		(57,112)		(300,782)
Other non-current assets	-		59,021		18,401
Interest income	57,004		184,057		380,475
Reversal of provision for probable loss	3,159,565		-		-
Gain on sale of short-term investment	-		-		82,300
	<b>P 5,308,685</b>	P	<b>3,062,776</b>	P	<b>4,177,852</b>

Foreign exchange gain arising from the translation of foreign currency accounts receivable is net of realized foreign exchange loss of P662,994 in 2017 and P1,224,004 in 2016.

## 25. Administrative expenses

This account consists of:

	2017		2016		2015
Legal and professional fees	P 430,000	P	430,000	P	415,000
Permits, taxes and licenses	414,613		377,960		420,771
Transportation and travel	63,495		117,427		104,829
Representation and entertainment	39,000		20,947		349,487
Provision for probable losses (see Note 9)	-		446,811		193,623
Miscellaneous	15,852		184,461		192,823
	<b>P 962,960</b>	P	<b>1,577,606</b>	P	<b>1,676,533</b>

Pursuant to a *Teaming Agreement* executed in January 2013 and 2015, a 75%-25% cost sharing of cost/expenses related to technical operations was implemented. All other cost including, but not limited to salaries, utilities and associate dues shall be borne solely by PLDI. (See Note 26)

Accordingly, certain cost and expenses of the Company were significantly reduced since 2013.

## 26. Related party transactions

The following related party transactions occurred during 2017 and 2016:

Related party	Nature of transaction	Amount of Transaction		Year-end balances		Terms and condition
		2017	2016	2017	2016	
<b>Associate</b>						
ATN Solar	Advances	P -	P 3,802,940	P -	P -	
	Collection of advances	(3,514,264)	-	312,693	3,826,957	Unsecured, unimpaired and no payment terms
<b>Affiliated companies</b>						
Palladian Land						
Devt. Inc (PLDI)	(i) Rent income	2,479,460	2,242,152	-	-	
	(ii) Advances	883,548	711,022	-	-	
	Collection of advances	(5,446,497)	(2,000,000)	(219,832)	1,863,657	Unsecured, unimpaired and no payment terms
Managed Care						
Philippines, Inc. (MCPI)	(ii) Advances	230,452	345,678	-	-	
	Collection of advances	(576,131)	-	-	345,678	Unsecured, unimpaired and no payment terms
<b>Stockholder</b>	(iii) Advances	(45,000,000)	-	(45,000,000)	-	Unsecured, unimpaired and no payment terms
Total advances to related parties				312,693	6,036,292	
Total advances from related parties				(45,219,832)	-	
<b>Total</b>				<b>P (44,907,139)</b>	<b>P 6,036,292</b>	

Details of significant related party transactions are as follows:

- (i) As discussed in Note 16, the Company is a beneficial owner of certain condominium units registered under the name of PLDI. Title to the properties has not been released to the Company as the Company intends to sell the properties through the sales network of PLDI. These properties are leased out to third parties also through PLDI. Proceeds of the rent are remitted to the Company by the latter.

Rent income collected by PLDI on these properties amounted to P2,479,460 in 2017 and P2,242,152 in 2016.

- (ii) Pursuant to *Teaming Agreements* executed in January 2013 and 2015 between the Company and certain related parties operating within Summit One Condominium Tower, a cost and expense sharing scheme related to technical operations was implemented. All other cost including, but not limited to salaries, utilities, and dues shall be borne by PLDI. Accordingly, certain cost and expenses maybe advanced by a party and to be reimbursed from another party on the proportionate share or usage between the related parties involved.



- (iii) Advances from stockholder were made for payment of additional stock subscription to ATN Solar.

For the years ended December 31, 2017, 2016, and 2015, the Company charged PLDI, ATN Solar, and MCPI their proportionate share of communication, dues, and utilities expenses as shown below:

	<b>2017</b>	2016	2015
PLDI	<b>P 883,548</b>	P 771,022	P 376,934
MCPI	<b>230,452</b>	345,687	-
ATN Solar	-	-	591,176
	<b>P 1,114,000</b>	P 1,116,709	P 968,110

For the years ended December 31, 2017, 2017, and 2016, the Company did not provide compensation to its key management personnel.

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## **27. Registration with Clark Special Economic Zone**

The Company is a duly registered Clark Special Economic Zone (“CSEZ”) enterprise with Registration Certificate No. C2013-683 issued last January 10, 2014. This certificate supersedes Certificate of Registration No. 2002-065 dated July 25, 2002 and 95-53 dated November 29, 1995, issued by Clark Development Corporation (“CDC”) to the Company, and shall be valid until December 15, 2016 unless earlier revoked by CDC. As of December 31, 2017, the Company has renewed its tax exemption with CDC.

Pursuant to Section 15 of Republic Act No. 7227, Section 5 of Executive Order No. 80 and Proclamation 163, and as further confirmed by BIR Ruling No. 046-95 dated March 3, 1995, the Company is entitled to all incentives available to a CSEZ-registered enterprise, including but not limited to exemption from customs and import duties and national and internal revenues taxes on importation of capital of goods, equipment, raw materials, supplies and other articles including household and personal items.

Subject to compliance with BIR Revenue Regulations and such other laws on export requirements, exemption from all local and national taxes, including but not limited to corporate withholding taxes and value added taxes (“VAT”). In lieu of said taxes, the enterprise shall pay 3% of gross income earned to the national government, 1% to the local government units affected by the declaration of the CSEZ and 1% to the development fund to be utilized for the development of the municipalities contiguous to the base area.

Exemption from inspection of all importations at the port of origin by the Societe Generale de Surveillance (“SGS”), if still applicable, pursuant to Chapter III, C.1 of Customs Administrative Order No. 6-94.

However, in cases where the Company generated income from its sale of services to customs territory customers exceeding 30% of its total income, the entire income from all sources is subjected to the regular corporate income tax of 30% based on net income (e.i. gross income less allowable deductions) rather than the 5% preferential tax based on gross income.

## 28. Income tax expense (benefit)

The major components of provision for income tax for the years ended December 31, 2017, 2016 and 2015 are as follows:

	2017		2016		2015	
Current	P	140,011	P	108,328	P	236,075
Deferred		47,216		85,651		(4,905)
	P	187,227	P	193,979	P	231,170

The components of deferred taxes that were recognized in the statements of financial position are as follows:

	2017		2016		2015	
Deferred tax assets						
Unrealized loss on fair value adjustment						
on investment property - net	P	423,715	P	423,715	P	423,715
Pension liability		40,486		42,563		38,771
Allowance for probable losses		221,811		379,790		357,449
		686,012		846,068		819,935
Deferred tax liability						
Lease spread on transponder lease		-		(30,739)		(6,548)
Unrealized income on foreign exchange		(13,784)		(95,886)		(8,293)
		(13,784)		(126,625)		(14,841)
Net	P	672,228	P	719,443	P	805,094

The reconciliation of tax on pretax income computed at the applicable statutory rate to income tax expense is as follows:

	2017		2016		2015	
Gross profit before income tax	P	(2,015,600)	P	4,008,401	P	4,477,630
Statutory income tax (@5%)		(100,780)		200,420		223,882
Adjustment for:						
Permanent differences		-		-		37,592
Non-taxable income		(31,369)		(8,292)		-
Non-deductible expenses		319,376		1,851		(30,304)
Actual provision for income tax	P	187,227	P	193,979	P	231,170

## 29. Earnings (loss) per share

Earnings (loss) per share is computed by dividing the profit (loss) for the year by the weighted average number of common shares outstanding during the year as follows:

	2017		2016		2015	
Profit (loss) for the year (a)	P	(4,576,591)	P	1,477,317	P	1,203,046
Weighted average number of shares outstanding during the year (b)		222,019,330		222,019,330		222,019,330
Earnings (loss) per share (a/b)		(0.0206)		0.0067		0.0054

As at December 31, 2017, 2016, and 2015, there are no potential ordinary shares with dilutive effect.

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### 30. Lease commitments

#### Company as a Lessee

(a) Transponder lease with APT Satellite Company Ltd.

The Company renewed its lease agreement with APT Satellite Company Ltd. to provide transponder satellite service requiring payment of US\$19,500 until August 2018.

Transponder lease recognized in the statements of income amounted to P10,952,003 in 2017, P10,629,176 in 2016, and P10,716,862 in 2015. None of these leases include contingent lease rental.

(b) Lease Agreement with Clark Development Corporation

The Company leases a land it presently occupies in Clarkfield, Pampanga with Clark Development Corporation for a period of twenty-five years starting July 10, 1995 to July 10, 2020.

(c) Staff Housing and Guest House

The Company leases its staff houses and a residential unit in Clarkfield, Pampanga. Both leases have minimum term of one year and renewable within one year upon mutual agreement of both parties.

Rent expense recognized in the Statements of Comprehensive Income amounted to P3,208,444 in 2017, P2,914,249 in 2016, and P2,618,754 in 2015.

Future minimum lease payments from these lease contracts are as follows:

	2017	2016
within 12 months	P 13,934,915	P 16,505,498
more than 12 months	9,304,528	14,474,326
	<b>P 23,239,443</b>	<b>P 30,979,824</b>

#### Company as a Lessor

(d) Lease Agreement with Various Lessees

Through PLDI, the Company's investment properties are leased out to various third parties (see Note 26). The lease is for a period of one year subject to renewal upon mutual agreement of the lessee and the lessor.

Rent income recognized in the Statements of Income amounted to P2,479,460 in 2017, P2,242,152 in 2016, P2,522,038 in 2015. (See Note 16)

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### 31. Other signification matters

#### *Subsequent events after the reporting period*

On January 18, 2018, the Company amended its Articles of Incorporation to change the par value of its shares from P1 to P0.10 peso.

#### *Other matters*

As of December 31, 2017, the Company has an outstanding Supervisory and Regulatory Fee (SRF) amounting to P7.6 million payable to the National Telecommunication Commission.

On March 14, 2017, ATN Solar issued additional P325 million shares to its related parties. The issuance did not result to a dilution of the Company's of equity interest in ATN Solar.

**32. Supplementary information required under Revenue Regulation 15-2010**

The Bureau of Internal Revenue (BIR) issued Revenue Regulation (RR) 15-2010 which requires additional tax information to be disclosed in the Notes to Financial Statements. The following information covering the calendar year ended December 31, 2017 is presented in compliance thereto.

- The Company is a CSEZ-registered entity subject to zero-rated value-added tax. Pursuant to Section 15 of Republic Act No. 7227, Section 5 of Executive Order No. 80 and Proclamation 163, the Company is entitled to all incentives available to a CSEZ-registered enterprise.
- The amounts of withholding taxes paid and accrued, by category are as follows:

Tax on compensation	<b>P</b>	<b>16,298</b>
Expanded withholding taxes		<b>8,771</b>

- As of December 31, 2017, the Company has no pending tax cases within and outside the administration of the BIR.
- Taxes and licenses presented in the statements of comprehensive income are as follows:

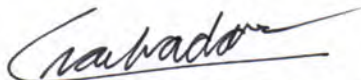
Direct cost		
Supervision and regulatory fee - NTC	<b>P</b>	<b>753,390</b>
Other licenses - NTC		<b>17,045</b>
		<b>770,435</b>
Administrative expenses		
Annual listing fee - PSE		<b>250,000</b>
Business permits and licenses		<b>12,916</b>
Real property tax		<b>151,697</b>
	<b>P</b>	<b>414,613</b>

***Independent Auditors' Report on Supplementary Schedules***

The Board of Directors and Stockholders  
**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
9<sup>TH</sup> Floor, Summit One Tower,  
530 Shaw Blvd., Mandaluyong City

We have audited in accordance with Philippine Standards on Auditing, the financial statements of **TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.** (the Company) as at December 31, 2017 and 2016 and for each of the three years in the period ended December 31, 2017 included in this Form 17-A, and have issued our report thereon dated April 11, 2018. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to Supplementary Schedules are the responsibility of the Company's management. These schedules are presented for purposes of complying with Securities Regulation Code Rule 68, As Amended (2011) and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic financial statements taken as a whole.

**R. R. TAN AND ASSOCIATES, CPAs**



By: **CHESTER NIMITZ F. SALVADOR**  
Partner  
CPA Certificate No. 0129556  
Tax Identification No. 307-838-154  
PTR No. 3897127, January 9, 2018, Pasig City  
SEC Accreditation No. 1608-A, valid until January 26, 2020  
BIR Accreditation No. 07-001050-002-2016,  
valid until June 22, 2019

April 11, 2018  
Pasig City

**Transpacific Broadband Group International, Inc.**  
**Index to Supplementary Schedules**  
**Under SEC Rule 68, As Amended (2011)**

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**TRANSPACIFIC BROADBAND GROUP INTERNATIONAL, INC.**  
**Schedule I - Tabular Schedule of All Effective Standards and**  
**Interpretations Pursuant to SRC Rule 68, as Amended**  
**December 31, 2017**

<b>PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS</b>		Adopted	Not adopted	Not applicable
<b>Effective as of December 31, 2017</b>				
<b>Framework for the Preparation and Presentation of Financial Statements</b>				
	Conceptual Framework Phase A: Objectives and qualitative characteristics	x		
	PFRS's Practice Statement Management Commentary	x		
<b>Philippine Financial Reporting Standards</b>				
PFRS 1	First-time Adoption of Philippine Financial Reporting Standards			x
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary; Jointly Controlled Entity or Associate			x
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			x
	Amendments to PFRS 1: Limited Exemptions from Comparative PFRS 7 Disclosures for First-time Adopters			x
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			x
	Amendments to PFRS 1: Government Loans			x
	Annual Improvements (2009-2011 Cycle): Repeated Application of PFRS 1			x
	Annual Improvements (2009-2011 Cycle): First-time adoption of PFRS - Borrowing Cost			x
	Annual Improvements (2001-2013 Cycle): First-time adoption of PFRS - Meaning of Effective PFRS			x
	Annual Improvements (2014-2016 Cycle): First-time adoption of PFRS - Deletion of Short-term Exemptions for First-time Adopters	Not early adopted		
PFRS 2	Share-based Payment	x		
	Amendments to PFRS 2: Vesting Conditions and Cancellations			x
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			x
	Annual Improvements (2010-2012 Cycle): Definition of Vesting Condition			x
	Amendments to PFRS 2: Classification and Measurement of Share-based Payment Transactions	Not early adopted		
PFRS 3	Business Combinations			x
	Annual Improvements (2010-2012 Cycle): Accounting for Contingent Consideration in a Business Combination			x
	Annual Improvements (2011-2013 Cycle): Scope Exceptions for Joint Arrangements			x
PFRS 4	Insurance Contracts			x
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			x
	Amendments to PFRS 4: Applying PFRS 9 'Financial Instrument' with PFRS 4 'Insurance Contracts'	Not early adopted		
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			x
	Annual Improvements (2012-2014 Cycle): Changes in Methods of Disposal			x
PFRS 6	Exploration for and Evaluation of Mineral Resources			x
PFRS 7	Financial Instruments: Disclosures	x		
	Amendments to PFRS 7: Transition	x		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	x		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	x		
	Amendments to PFRS 7: Improving Disclosures About Financial Instruments	x		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets	x		
	Amendments to PFRS 7: Disclosures - Offsetting Financial Assets and Financial Liabilities	x		
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures	x		
	Annual Improvements (2012-2014 Cycle): Servicing Contracts			x
	Annual Improvements (2012-2014 Cycle): Applicability of the Amendments to PFRS 7 to Condensed Interim Financial Statements			x
PFRS 8	Operating Segments			x
	Annual Improvements (2010-2012 Cycle): Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets			x
PFRS 9	Financial Instruments	Not early adopted		
	Amendments to PFRS 9: Mandatory Effective Date of PFRS 9 and Transition Disclosures	Not early adopted		
	Amendments to PFRS 9: Financial Instruments - Classification and Measurement	Not early adopted		
	Amendments to PFRS 9: Prepayment Features with Negative Compensation	Not early adopted		

<b>PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS</b>		Adopted	Not adopted	Not applicable
<b>Effective as of December 31, 2017</b>				
PFRS 10	Consolidated Financial Statements			x
	Amendments to PFRS 10: Investment Entities			x
	Amendments to PFRS 10, PFRS 12 and PAS 28: Investment Entities - Applying the Consolidation Exception			x
	Amendments to PFRS 10: Consolidated Financial Statements and PAS 28: Investments in Associates and Joint Ventures - Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture	Not early adopted		
PFRS 11	Joint Arrangements			x
	Amendments to PFRS 11: Joint Arrangements - Accounting for Acquisitions of Interests in Joint Operations			x
PFRS 12	Disclosure of Interest in Other Entities	x		
	Amendments for Investment Entities			x
	Amendments to PFRS 12: Investment Entities - Applying the Consolidation Exception			x
	Annual Improvements (2014-2016 Cycle): Clarification of the Scope of the Standard			x
PFRS 13	Fair Value Measurement	x		
	Annual Improvements (2010-2012 Cycle): Short-term Receivables and Payables	x		
	Annual Improvements (2011-2013 Cycle): Portfolio Exceptions			x
PFRS 14	Regulatory Deferral Accounts			x
PFRS 15	Revenue from Contracts with Customers	Not early adopted		
	Amendments to PFRS 15: Clarifications to PFRS 15	Not early adopted		
PFRS 16	Leases	Not early adopted		

<b>Philippine Accounting Standards</b>				
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PAS 1 (Revised)	Presentation of Financial Statements	x		
	Amendment to PAS 1: Capital Disclosures	x		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			x
	Amendments to PAS 32 and PAS 1: Presentation of Items of Other Comprehensive Income	x		
	Annual Improvements (2009-2011 Cycle): Clarification of the Requirements for Comparative Presentation	x		
	Amendments to PAS 1: Disclosure Initiative	x		
PAS 2	Inventories	x		
PAS 7	Statement of Cash Flows	x		
	Amendments to PAS 7: Disclosure Initiative	x		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	x		
PAS 10	Events After the Reporting Period	x		
PAS 11	Construction Contracts			x
PAS 12	Income Taxes	x		
	Amendment to PAS 12 - Deferred Tax: Recovery of Underlying Assets	x		
	Amendment to PAS 12: Recognition of Deferred Tax Assets for Unrealized Losses	x		
PAS 16	Property, Plant and Equipment	x		
	Annual Improvements (2009-2011 Cycle): Classification of Servicing Equipment	x		
	Annual Improvements (2010-2012 Cycle): Revaluation Method - Proportionate Restatement of Accumulated Depreciation	x		
	Amendments to PAS 16: Property, Plant and Equipment and PAS 38: Intangible Assets - Clarification of Acceptable Methods of Depreciation and Amortization	x		
	Amendments to PAS 16: Property, Plant and Equipment and PAS 41: Agriculture - Bearer Plants			x
PAS 17	Leases	x		
PAS 18	Revenue	x		
PAS 19 (Amended)	Employee benefits	x		
	Amendments to PAS 19: Defined Benefit Plans: Employee Contributions			x
	Annual Improvements (2012-2014 Cycle): Regional Market Issue Regarding Discount Rate			x
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			x
PAS 21	The Effects of Changes in Foreign Exchange Rates	x		
	Amendment: Net Investment in a Foreign Operation			x
PAS 23 (Revised)	Borrowing Costs	x		
PAS 24	Related Party Disclosures	x		
(Revised)	Annual Improvements (2010-2012 Cycle): Key Management Personnel	x		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			x



<b>PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS</b>		Adopted	Not adopted	Not applicable
<b>Effective as of December 31, 2017</b>				
PAS 27	Separate Financial Statements			x
(Revised)	Amendments to PAS 27: Investment Entities			x
	Amendments to PAS 27: Separate Financial Statements - Equity Method in Separate Financial Statements			x
PAS 28	Investment in Associates and Joint Ventures	x		
(Amended)	Amendments to PFRS 10, PFRS 12 and PAS 28: Investment Entities: Applying the Consolidation Exception			x
	Annual Improvements (2014-2016 Cycle): Measuring an Associate or Joint Venture at Fair Value	Not early adopted		
	Amendments to PAS 28: Investment in Associates and Joint Ventures and PFRS 10: Consolidated Financial Statements - Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture	Not early adopted		
	Amendments to PAS 28: Long Term Interests in Associates and Joint Ventures	Not early adopted		
PAS 29	Financial Reporting in Hyperinflationary Economies			x
PAS 31	Interest in Joint Ventures			x
PAS 32	Financial Instruments: Disclosure and Presentation	x		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			x
	Amendment to PAS 32: Classification of Rights Issues			x
	Annual Improvements (2009-2011 Cycle): Tax Effect of Distribution of Holders of Equity Instruments			x
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	x		
PAS 33	Earnings Per Share	x		
PAS 34	Interim Financial Reporting			x
	Annual Improvements (2009-2011 Cycle): Interim Financial Reporting and Segment Information for Total Assets and Liabilities			x
	Annual Improvements (2012-2014 Cycle): Disclosure of Information 'Elsewhere in the Interim Financial Report'			x
PAS 36	Impairment of Assets	x		
	Amendments to PAS 36: Recoverable Amount Disclosures for Non-financial Assets	x		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	x		
PAS 38	Intangible Assets	x		
	Annual Improvements (2010-2012 Cycle): Revaluation Method - Proportionate Restatement of Accumulated Amortization	x		
	Amendments to PAS 16: Property, Plant and Equipment and PAS 38: Intangible Assets - Clarification of Acceptable Methods of Depreciation and Amortization	x		
PAS 39	Financial Instruments: Recognition and Measurement	x		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities	x		
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			x
	Amendments to PAS 39: The Fair Value Option	x		
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			x
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	x		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	x		
	Amendments to Philippine Interpretation IFRIC-9 and PAS 39: Embedded Derivatives			x
	Amendment to PAS 39: Eligible Hedged Items			x
Amendments to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting			x	
PAS 40	Investment Property	x		
	Annual Improvements (2011-2013 Cycle): Investment Property	x		
	Amendments to PAS 40: Transfers of Investment Property	Not early adopted		
PAS 41	Agriculture			x
	Amendments to PAS 16: Property, Plant and Equipment and PAS 41: Agriculture - Bearer Plants			x

<b>Philippine Interpretations</b>				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities			x
IFRIC 2	Member's Share in Co-operative Entities and Similar Instruments			x
IFRIC 4	Determining whether an Arrangement contains a Lease			x
IFRIC 5	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			x
IFRIC 6	Liabilities Arising from Participating in a Specific Market-Waste Electrical and Electronic Component			x

<b>PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS</b>		Adopted	Not adopted	Not applicable
<b>Effective as of December 31, 2017</b>				
IFRIC 7	Applying the Restatement Approach under PAS 29 Financial Reporting under Hyperinflationary Economies			x
IFRIC 8	Scope of PFRS 2			x
IFRIC 9	Reassessment of Embedded Derivatives			x
	Amendments to Philippine Interpretations IFRIC-9 and PAS 39: Embedded Derivatives			x
IFRIC 10	Interim Financial Reporting and Impairment			x
IFRIC 11	PFRS 2-Group and Treasury Share Transactions			x
IFRIC 12	Service Concession Arrangements			x
IFRIC 13	Customer Loyalty Programmes			x
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirement and Their Interaction			x
	Amendments to Philippine Interpretations IFRIC-14, Prepayments of a Minimum Funding Requirement			x
IFRIC 15	Agreements for Construction of Real Estate	Not early adopted		
IFRIC 16	Hedges of a Net Investment in Foreign Operation			x
IFRIC 17	Distribution of Non Cash Assets to Owners			x
IFRIC 18	Transfers of Assets from Customers			x
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments			x
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine			x
IFRIC 21	Levies			x
IFRIC 22	Foreign Currency Transactions and Advance Consideration	Not early adopted		
IFRIC 23	Uncertainty Over Income Tax Treatments	Not early adopted		
SIC - 7	Introduction of the Euro			x
SIC - 10	Government Assistance - No Specific Relation to Operating Activities			x
SIC - 12	Consolidation - Special Purpose Entities			x
	Amendment to SIC - 12: Scope of SIC - 12			x
SIC - 13	Jointly Controlled Entities - Non Monetary Contributions by Venturers			x
SIC - 15	Operating Leases - Incentives	x		
SIC - 25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders	x		
SIC - 27	Evaluating the Substance of Transactions Involving the Legal form of a Lease	x		
SIC - 29	Service Concession Arrangements - Disclosures			x
SIC - 31	Revenue - Barter Transactions Involving Advertising Services			x
SIC - 32	Intangible Assets - Web Site Costs			x

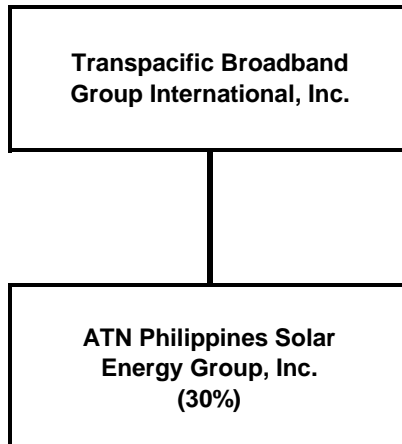
**Transpacific Broadband Group International, Inc.**  
**Schedule II - Financial Soundness**  
**Pursuant to SRC Rule 68, As Amended**

	<b>2017</b>	2016
A. Current/liquidity ratios		
Current ratio	<b>1.01</b>	5.28
Quick ratio	<b>0.94</b>	4.98
Cash ratio	<b>0.87</b>	2.92
B. Solvency ratio/Debt-to-equity ratio		
Solvency ratio	<b>0.22</b>	2.40
Debt ratio	<b>0.17</b>	0.03
Debt-to-Equity ratio	<b>0.20</b>	0.03
C. Asset-to-Equity ratio	<b>1.20</b>	1.03
D. Interest rate coverage ratio	<b>(13.12)</b>	5.96
E. Profitability ratios		
Net profit margin analysis	<b>-12.64%</b>	4.12%
Gross profit margin analysis	<b>-20.22%</b>	2.64%
Return on assets	<b>-1.37%</b>	0.48%
Return on equity	<b>-1.52%</b>	0.49%
Return on capital employed	<b>-1.37%</b>	0.48%

**Transpacific Broadband Group International, Inc.**  
**Schedule III - Retained Earnings Available for Dividend Declaration**  
**December 31, 2017**

<b>Retained Earnings, as at December 31, 2016</b>	P	42,531,144
<b>Adjustments:</b>		
Cumulative share in losses of associate - prior period		3,963,784
Loss on fair value adjustment of investment properties - prior period		4,699,624
Deferred tax assets - net		<u>(719,443)</u>
<b>Retained Earnings, as at December 31, 2016, as adjusted</b>		50,475,109
<b>Net loss during the period closed to Retained Earnings</b>		<u>(4,576,591)</u>
Less: Non-actual/unrealized income net of tax		-
Equity in net income of associate/joint venture		-
Unrealized foreign exchange gain - net (except those attributable to cash and cash equivalents)		363,808
Unrealized actuarial gain		35,697
Fair value adjustment (mark-to-market gains)		-
Fair value adjustment of investment property resulting to gain		-
Recognized deferred tax asset that increased the net income		-
Adjustment due to deviation from PFRS/GAAP - gain		-
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS		<u>-</u>
Subtotal		<u>399,505</u>
Add: Non-actual losses		
Depreciation on revaluation increment (after tax)		-
Unrealized actuarial loss		-
Equity in net loss of associate/joint venture		1,100,024
Recognized deferred tax liability that decreased the net income		47,215
Fair value adjustment (mark-to-market losses)		-
Adjustment due to deviation from PFRS/GAAP - loss		-
Loss on fair value adjustment of investment property (after tax)		<u>-</u>
Subtotal		<u>1,147,239</u>
<b>Net loss actually incurred during the period</b>		<u>(3,828,858)</u>
Add(less):		
Dividend declarations during the period		-
Appropriations of retained earnings during the year		-
Reversals of appropriations		-
Deemed cost adjustment on investment property		-
Treasury shares		<u>437,800</u>
<b>Subtotal</b>		<u>(437,800)</u>
<b>Retained Earnings as at December 31, 2017, available for dividend declaration</b>	P	<u><u>46,208,451</u></u>

**Transpacific Broadband Group International, Inc.**  
**Schedule IV - A map showing the relationship between and among the Company**  
**and its ultimate Parent Company, subsidiaries and associates**  
**Pursuant to Rule 68 as Amended**  
**December 31, 2017**



**Transpacific Broadband Group International, Inc.**  
**Schedule A - Marketable Securities**  
**December 31, 2017**

<b>Name of Issuing entity and association of each issue</b>	<b>Number of share or principal amount of bonds and notes</b>	<b>Amount shown in the balance sheet</b>	<b>Valued based on market quotation at balance sheet date</b>	<b>Income received and accrued</b>
	None to report			

**Transpacific Broadband Group International, Inc.**  
**Schedule B: Amounts Receivable from Directors, Officers, Employees, Related Parties and**  
**Principal Stockholders (other than related parties)**  
**December 31, 2017**

Name and designation of Debtor	Balance at beginning of period	Additions	Amounts collected/ liquidated	Amounts written off	Current	Non current	Balance at end of period
HRH Prince Abdul Aziz - Director *	5,628,869	120,130	5,091,300	-	-	657,699	657,699
ATN Philippines Solar Energy Group, Inc. - Related party	3,826,957	-	3,514,264	-	-	312,693	312,693
Palladian Land Development Inc. - Related Party	1,863,657	3,363,007	5,226,664	-	-	-	-
Managed Care Philippines, Inc. - Related Party	345,678	230,452	576,130	-	-	-	-
	P 11,665,161	P 3,713,589	P 14,408,358	P -	P -	P 970,392	P 970,392

\* - additions represent unrealized foreign exchange gain

**Transpacific Broadband Group International, Inc.**  
**Schedule C: Amounts Receivable from Related Parties which are eliminated during**  
**the consolidation of financial statements**  
**December 31, 2017**

Name and Designation of Debtor	Balance at the beginning of the period	Additions	Amount collected	Amounts written off	Current	Non-Current	Balance at end of period
			None to report				



**Transpacific Broadband Group International, Inc.**  
**Schedule D: Intangible Assets- Other assets**  
**December 31, 2017**

Description	Baginning Balance	Additions at Cost	Charged to cost and expenses	Charged to other accounts	Other charges additions (deductions)	Ending Balance
Franchise	P 4,342,405	P -	P 600,000	P -	P -	P 3,742,405

**Transpacific Broadband Group International, Inc.**  
**Schedule E: Long Term Debt**  
**December 31, 2017**

Title issue and type of obligation	Amount authorized by indenture	Amount shown under current portion of long term debt in related balance sheet	Amount shown under caption "Long term Debt" in the balance sheet
		None to report	

**Transpacific Broadband Group International, Inc.**  
**Schedule F: Indebtedness to related parties**  
**(Long-Term Loans from Related Parties)**  
**December 31, 2017**

Name of related party	Balance at beginning of period	Balance at end of period
Arsenio T. Ng	P -	P 45,000,000
Palladian Land Development Corp	-	219,832
	P -	P 45,219,832

**Transpacific Broadband Group International, Inc.**  
**Schedule G: Guarantee securities of other issuers**  
**December 31, 2017**

Name of issuing entity of securities guaranteed by the company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owned by a person for which statement is filed	Nature of guarantee
		None to report		

**Transpacific Broadband Group International, Inc.**  
**Schedule H: Share Capital**  
**December 31, 2017**

Title of issue	Number of Shares Authorized	Number of shares Issued and Outstanding as Shown Under Related Balance Sheet Caption	Number of Shares Reserved for Options Warrants, Conversion and Other Rights	Number of shares held by affiliates	Directors, Officers and Employees	Others
Share capital	380,000,000	222,019,330	40,000,000	50,000,000	18,048,037	153,533,493