COVER SHEET

1	0	0	2	0

S.E.C. Registration Number

MJC INVESTMENTS CORPORATION

(Company's Full Name)

12TH FLOOR STRATA 100 BLDG.
F. ORTIGAS JR. ROAD
ORTIGAS CENTER, PASIG CITY

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

ATTY. LEMUEL M. SANTOS

Contact Person

632-7373

Company's Telephone Number

ANNUAL REPORT ENDED DECEMBER 31, 2013

1 2	3 1	17-A	0 6	2 6
Month	*Day*	FORM TYPE	*Month*	*Day*

Fiscal Year

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

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 fiscal year ended **December 31, 2013**

2. SEC Identification Number **10020** 3. BIR Tax Identification No. **000-596-509**

4. Exact name of issuer as specified in its charter **MJC INVESTMENTS CORPORATION**

5. **Philippines**
   Province, Country or other jurisdiction of incorporation or organization

6. ______________
   Industry Classification Code

7. **12/F, Strata 100 Building**
   F. Ortigas Jr. Road (formerly "Emerald Avenue")
   Ortigas Center, Pasig City
   Address of principal office

   1605
   Postal Code

8. **632-7373**
   Issuer'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 the SRC

Title of Each Class	Number of Shares of Common Stock Outstanding
Common	**2,500,614,159**

11. Are any or all of these securities listed on a Stock Exchange.

    Yes [X]   No [ ]

    If yes, state the name of such stock exchange and the classes of securities listed therein:

    PHILIPPINE STOCK EXCHANGE   **Common Stock**

12. Required Reports

    (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (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 ninety (90) days.

    Yes [X]   No [ ]

13. Aggregate market value of the voting stock held by non-affiliates as of December 31, 2013.

The aggregate market value of the voting stock held by the public as of December 31, 2013 amounts to Php8,126,996,016.75 at the last traded price of Php3.25 per share on December 31, 2013. 775,427,120.00 shares are held by the public as of December 31, 2013.

PART I - BUSINESS AND GENERAL INFORMATION

ITEM 1. BUSINESS

Description of Business

1) Business Development

a) The Corporation is a publicly listed company that was incorporated with the Philippine Securities and Exchange Commission ("SEC") on July 15, 1955 as Palawan Consolidated Mining Company Inc. On February 12, 1997, the SEC approved the change in corporate name from Palawan Consolidated Mining Company Inc. to EBECOM Holdings, Inc.. On September 23, 2003, the SEC approved another change in corporate name to ARIES Prime Resources Inc. On June 6, 2009, the corporate name was further changed to MJC Investments Corporation ["MJIC"] [PSE: MJIC].

On 15 August 2012, the Securities and Exchange Commission ("SEC") approved the increase in authorized capital stock of the Company from Four Hundred Million Pesos (Php400,000,000.00) to One Billion Five Million Pesos (Php1,500,000,000.00) and the corresponding amendment to the Corporation's Articles of Incorporation as evidenced by the *Certificate of Filing of Amended Articles of Incorporation* (Amending Article VII thereof) and the *Certificate of Approval of Increase of Capital Stock* dated 15 August 2012 issued by the SEC on even date.

The increase in authorized capital stock was needed to accommodate the entry of new investors and new capital needed by the Corporation to build its first tourism project, *i.e.*, a hotel, entertainment and tourism hub (the "Hotel Project"), to be located in San Lazaro Tourism and Business Park ("SLTBP") in Santa Cruz, Manila.

On 24 October 2012, the Board of Directors of the Corporation authorized the Corporation to proceed to negotiate and accept new investments.

Said increase in authorized capital stock is in line with the Corporation's capital build-up program to fund, among others, its proposed hotel project at the San Lazaro Tourism and Business Park ("SLTBP") in Sta. Cruz, Manila.

On 17 January 2013, the Board of Directors of the Corporation accepted the offer of a group of Hong Kong investors headed by Mr. Teik Seng Cheah, through their Philippine corporations, to subscribe to 450,000,000 shares of the Corporation's common shares with a lock-up period of 2 years. Mr. Cheah Teik Seng is a Hong Kong-based investment banker and sits in the Board of various private equity companies in Hong Kong, China and Malaysia.

The total consideration for the subscription to 450,000,000 common shares of the Corporation is Php450,000,000.00. The Investors paid the whole amount of their respective subscriptions in cash totaling to Php450,000,000.00 upon the execution of their respective Subscription Agreements.

On June 26, 2013, during the annual stockholders meeting where 94% of the outstanding capital stock were present and/or represented by proxy, the stockholder including the majority of the minority stockholders) unanimously approved the following:

1. Equity infusion by way of subscription to 450,000,000 primary shares of the Corporation by the group of investors headed by Mr. Teik Seng Cheah (Please note that this refers to the subscription made by the Strategic investors on January 17, 2013);

2. Additional equity infusion by way of subscription to primary shares by the group of investors headed by Mr. Tiek Seng Cheah and other interested stockholders and related parties should the need arises under the Corporation's capital build-up program to have additional funds for the completion of the hotel and entertainment project at the SLTBP.

On 11 July 2013, the Board of Directors of the Corporation accepted the offer of a group of Strategic investors headed by Mr. Teik Seng Cheah, through their Philippine corporations, to subscribe to additional 875,000,000 shares of the Corporation's common shares with a lock-up period of 2 years. The total consideration for the subscription to 875,000,000 common shares of the Corporation is Php875,000,000.00.

None of the existing directors and controlling shareholders, and none of the officers or directors of the existing controlling corporate shareholders have invested in the aforesaid 875,000,000 shares issued to the group led by Mr. Teik Seng Cheah.

On 23 September 2013, the Securities and Exchange Commission (SEC) approved the Corporation's increase in authorized capital stock from One Billion Five Hundred Million Pesos (Php1,500,000,000.00) to Five Billion Pesos (Php5,000,000,000.00) and the corresponding amendment to the Corporation's Articles of Incorporation as evidenced by the *Certificate of Filing of Amended Articles of Incorporation* (Amending Article VII thereof) and the *Certificate of Approval of Increase of Capital Stock* dated 23 September 2013 issued by the SEC on even date.

The Corporation's parent company, Manila Jockey Club, Inc. ("MJCI"), remains as the controlling shareholder of the Corporation.

The registered office address of the Company is 12th Floor, Strata 100 Building, Emerald Avenue, Ortigas Center, Pasig City.

b) The Corporation is not involved in any bankruptcy, receivership or similar proceedings.

c) There are no material reclassification, merger, consolidation, or purchase or sale of significant amount of assets not in the ordinary course of business.

2) Business of Issuer

As provided for in its Amended Articles of Incorporation, the Corporation is formed primarily "to acquire by purchase, lease, or otherwise, lands or interest in lands and realty, and to own, hold, improve, develop said land or lands or real estate so acquired, and to build or cause to be built on any lands owned, held, occupied, or acquired, buildings, facilities, and other structures with their appurtenances, for residential, commercial, mixed-use, leisure, gaming, amusement, and entertainment purposes, and to rebuild, enlarge, alter, improve, or remodel any building or other structures now or hereafter erected on any lands or real estate so owned, held, or occupied, and to manage and operate, or otherwise dispose of any lands or real estate or interests in lands or real estates and in buildings and other structures at anytime owned or held by the corporation."

ITEM 2. PROPERTIES

After the transfer of all the assets of the Corporation to SPPC on 06 August 2012 pursuant to the MOA dated 28 July 2008, there are no more properties under the name of the Corporation.

ITEM 3. LEGAL PROCEEDINGS

There are no any legal proceedings during involving the Corporation.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

There were no matters submitted to a vote of security holders during the fourth quarter of 2013.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

ITEM 5. MARKET FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

A. Market Price of and Dividends on Registrant's Common Equity and Related Stockholders' Matters.

1) Market Information

The principal market for the Corporation's common equity is the Philippine Stock Exchange.

Provided below is a table indicating the quarterly high and low sales price of the common equity of the Corporation from 2012 to 2014.

2012

	1st Quarter Price	2nd Quarter Price	3rd Quarter Price	4th Quarter Price
HIGH	4.72	7.50	9.66	9.28
LOW	1.33	1.65	5.35	5.59

2013

	1st Quarter Price	2nd Quarter Price	3rd Quarter Price	4th Quarter Price
HIGH	7.50	6.60	5.80	5.60
LOW	5.69	2.90	2.50	3.25

2014

	1st Quarter Price	2nd Quarter Price	3rd Quarter Price	4th Quarter Price
HIGH	3.55	--	--	--
LOW	3.08	--	--	--

The price of the shares is 3.25 as of December 31, 2013.

2) Holders

Top Twenty Stockholders
As of December 31, 2013

	Name	No. of Shares	%	Title of Class
1.	MANILA JOCKEY CLUB, INC.	600,800,000	26.01%	Common
2.	GRAND PROSPERITY HOTELS AND LEISURE CORPORATION	126,513,013	5.48%	Common
3.	ORCHARDSTAR HOLDINGS, INC.	125,573.000	5.44%	Common
4.	PURPLE CASSADY HOLDINGS, INC.	125,572,000	5.44%	Common
5.	FLYING HERON HOLDINGS, INC.	125,571,000	5.44%	Common
6.	CHERRYGROVE HOLDINGS, INC.	125,570,000	5.44%	Common
7.	EAST BONHAM HOLDINGS, INC.	125,570,000	5.44%	Common
8.	BELLTOWER LAKES HOLDINGS, INC.	125,570,000	5.44%	Common
9.	BRANFORD RIDGE HOLDINGS, INC.	125,569,000	5.44%	Common
10.	PCD NOMINEE CORPORATION [F]	104,432,488	4.52%	Common
11.	GRAND STALLION HOTELS AND AMUSEMENT, INC.	85,500,000	3.70%	Common
12.	ONE WISTERIA LOOP HOLDINGS, INC	63,892,500	2.77%	Common
13.	MULBERRY ORCHID HOLDINGS, INC.	61,285,000	2.65%	Common
14.	PEPPERBURRY HOLDINGS, INC.	53,471,250	2.32%	Common
15.	SAVILE ROW HOLDINGS, INC.	53,471,250	2.32%	Common
16.	MONTBRECIA PLACE HOLDINGS, INC	53,471,250	2.32%	Common
17.	EVERDEEN SANDS HOLDINGS, INC.	53,471,250	2.32%	Common
18.	FAIRBROOKS HOLDINGS, INC.	53,471,250	2.32%	Common
19.	BELGRAVE SQUARE HOLDINGS, INC.	53,471,250	2.32%	Common
20.	GRAND STALLION HOTELS AND AMUSEMENT, INC.	41,000,000	1.78%	Common

There were Four Hundred Thirty Three (452) holders of the common equity of the Corporation as of December 31, 2013. The Corporation has no other class of shares.

3) Dividends

No cash dividends were declared for the two (2) most recent fiscal years. The lack of sufficient retained earnings limits the ability of the Corporation to declare and pay dividends.

4) Recent Sales of Unregistered Securities or Exempt Securities, Including Recent Issuance of Securities Constituting an Exempt Transaction

There are no new sales of unregistered or exempt securities during the two (2) most recent fiscal years.

B. Description of Registrant's Securities

1) As of December 31, 2013, the authorized capital stock of the Corporation is Five Billion Pesos (₱5,000,000,000.00) divided into Five Billion (5,000,000,000,000) common shares with par value of One Peso (P1.00) each.

2) Article XVIII of the By-laws of the Corporation provides that "at all corporate meetings, each stockholder, either in person or by proxy, shall be entitled to as many votes as he owns shares of stock."

3) Debt Securities

None.

4) Stock Options

None.

5) Securities Subject to Redemption or Call

None.

6) Warrants

None.

7) Market Information for Securities Other Than Common Equity

None.

8) Other Securities

None.

ITEM 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

A. Financial condition and results of operations for the last three (3) fiscal years:

	2013	2012	2011
Assets	2,390,239,507	807,183,600	119,340,464
Liabilities	83,338,756	688,900,630	14,930,186
Capital	2,306,900,751	118,282,970	104,410,278
Income	10,917,012	29,913,188	4,756,580
Cost and Expenses	42,834,180	40,011,750	4,298,582
Net Income (Loss)	(31,917,168)	(10,098,562)	457,998
Deficit at Beginning of Year	(47,938,131)	(37,364,193)	(37,822,191)
Deficit at End of Year	(88,164,854)	(47,938,131)	(37,364,193)
Earnings (Loss) per share	(0.020)	(0.042)	0.002
Cash flows from Operating Activities	(118,733,740)	(98,918,332)	3,974,505
Cash Flows from Investing Activities	(220,323,554)	2,143,649	(4,746,894)
Cash Flows from Financing Activities	1,544,634,949	86,013,825	(3,739,257)
Net Increase (Decrease) in Cash	1,205,577,655	(10,760,858)	(4,511,646)
Cash at Beginning of Year	8,892,026	19,652,884	24,164,530
Cash at End of Year	1,214,469,681	8,892,026	19,652,884

In 2013, total assets amounted to ₱2,390.24 Million as compared to ₱807.18 Million in 2012. There was an increase of ₱1,583.06 Million or 196.12% increase in assets in 2013 such as cash and cash equivalents, advances and other receivables, input value added tax, and property and equipment. Total assets in 2011 amounted to ₱119.34 Million.

Cash and cash equivalents balance as of December 31, 2013 has increased to ₱1,214.47 Million as compared to ₱8.89 Million in 2012. The increase of ₱1,205.58 Million or 135.61% in 2013 was primarily due to the proceeds from subscription of capital stock. Cash and cash equivalents balance as of December 31, 2012 decreased by₱10.76 Million or 54.76% as compared to₱19.65 Million in 2011.

There are no held-for-trading investments as of December 31, 2013 and 2012. The balance of held-for-trading as of December 31, 2011 amounting to₱36.04 Million was transferred in 2012 to the NEWCO in accordance with the MOA dated July 24, 2008.

Advances and other receivables as of December 31, 2013 increased to ₱223.22 from ₱ 113.48 Million in 2012, showing an increase of ₱109.74 Million or 96.70%. The increase was due to the advances to contractors and suppliers, accrual of interest on short term investments and other advances. The increase of receivables from ₱24.24 Million in 2011 to P113.48 in 2012 was the net effect of the transfer of assets and liabilities to the NEWCO.

Other current assets as of December 31, 2013 increased to₱103.73from ₱74.13 Million as of December 31, 2012, showing an increase of ₱29.60 Million or 39.93%. The significant increase is due to the Input VAT recognized on various project costs and pre-payments. Other current assets as of December 31, 2011 amounted to₱0.33 Million.

Property and equipment as of December 31, 2013 increased to ₱841.90 from ₱610.68 Million in 2012 showing an increase of ₱231.22 Million or 37.86%. The increase was due to various project costs for the ongoing construction of the hotel-entertainment complex in Sta. Cruz, Manila. The net increase of ₱609.29 Million in 2012 compared to ₱1.39 Million in 2011 was mainly due to the property received in consideration for the subscription of MJCI to the Company's common shares.

In 2013, total liabilities amounted to ₱83.34 Million as compared to ₱688.90 Million in 2012. The deposit for future stock subscription in 2013 is NIL compared to 2012 balance of ₱675.90 Million. The significant change was due to the issuance of common shares to investors. Total liabilities in 2012 increased from ₱14.93 Million in 2011 to ₱688.90 Million. The increase in 2012 was due to the deposit for future stock subscription and accrual of expenses.

For the year ended December 31, 2013, there are no "held for trading investments". The Company has no revenues yet from its operations as the construction of the hotel-entertainment complex is still in progress. It has earned interest income from its time deposits and interest from advances to an affiliate. In 2012 the revenue was primarily due to the gain on fair value changes of held for trading investments while in 2011 the revenue emanated from the gain on sale of held for trading investments.

Cost and expenses during 2013 amounted to ₱42.83 Million reflecting an increase of ₱2.82 Million compared to the amount in 2012 of ₱40.01 Million. Costs and expenses for the current year with high percentage portion were salaries & wages, filing and listing fees meetings and conferences and transportation and travel. Costs and expenses in 2011 amounted to ₱4.30 Million consisted of transportation and travel, professional fees, brokerage fee and other related expenses, taxes and licenses, meetings and conferences, general and administrative expenses and other operating expenses.

The net loss for the current year amounted to ₱31.92 Million with an increase of ₱21.82 Million compared to the net loss from the previous year of ₱10.10 Million. Net income for 2011 amounted to ₱0.46 Million.

The following are the comparative key performance indicators of the Company and the manner of its computation as of the year ended December 31, 2013, 2012 and 2011:

		As of the Period Ended		
Indicators	Manner of Computation	December 31, 2013	December 31, 2012	December 31, 2011
Current Ratio	Current Assets / Current Liabilities	18.50:1	0.29:1	5.38 : 1
Debt Equity Ratio	Total Liabilities / Total Equities	0.04:1	5.82 : 1	0.14 : 1
Asset Liability Ratio	Total Assets / Total Liabilities	28.68:1	1.17 : 1	7.99 : 1
Return on Assets	Net Income / Total Assets	-1.34%	-1.25%	0.38%
Basic Earnings Per Share	Net Income / Outstanding Common Shares	(P0.020)	(P0.042)	P0.002

Current ratio is regarded as a measure of the Company's liquidity or its ability to meet maturing obligations. As of December 31, 2013, current ratio has increased to 18.50 from 0.29 as of December 31, 2012. As such, the Company has ₱18.50 current assets to support a ₱1.00 current liability. Current ratio in 2011 is 5.38.

The debt to equity ratio measures the riskiness of the Company's capital structure in terms of relationship between the funds supplied by the creditors (debt) and investors (equity). As of

December 31, 2013 the debt to equity ratio has improved to 0.04 from 5.82 as of December 31, 2012. Debt to equity ratio in 2011 is 0.14.

The asset-liability ratio exhibits the relationship of the total assets of the Company with its total liabilities. As of December 31, 2013, the ratio increased to 28.68 from 1.17 as of December 31, 2012. This indicates that for every ₱1.00 of liability, the Company has ₱28.68 of its assets. Asset liability ratio in 2011 is 7.99.

Return on assets is computed by dividing net income over total assets. This allows the Company to see how much the income is per peso of its asset. This is not yet effective in the company. As of December 31, 2013, the ratio decreased o 1.34% from 1.25% in 2012. Return on assets ratio for 2011 is 0.38%.

As of December 31, 2013, the Company's loss per share is ₱0.020 from ₱0.042 as of the same period in 2012. In 2011, there were still held for trading investments and the earnings per share was ₱0.002.

There are no known trends, demands, commitments, events or uncertainties that will have a material impact on liquidity.

There are no events that will trigger contingent financial obligation.

There are substantial commitments on capital expenditures. The construction of the Hotel-Entertainment Complex is in progress.

There are no material-off balance sheet transactions, arrangements, obligations and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.

There are no known trends, events, or uncertainties which are reasonably expected to have a favorable or unfavorable impact from continuing operations.

Item 7. Financial Statements

Refer to the attached audited financial statements for the period ended December 31, 2013 with Schedules A to M and Schedule of Retained Earnings Available for Dividend Declaration.

ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None

PART III - CONTROL AND COMPENSATION INFORMATION

ITEM 9. DIRECTORS AND EXECUTIVE OFFICERS OF THE ISSUER AS OF DECEMBER 31, 2013.

Position	Name	Citizenship	Age	Term of Office	Period Served
Chairman & President	Alfonso R. Reyno, Jr.	Filipino	69	4	2009-2014
Vice Chairman	Mariza Santos-Tan	Filipino	55	4	2009-2014
Director & EVP	Alfonso V.G. Reyno III	Filipino	43	4	2009-2014

Director	Teik Seng Cheah	Malaysian	60	1	2013-2014
Director	Gabriel A. Dee	Filipino	49	1	2013-2014
Director (*Independent*)	Victor P. Lazatin	Filipino	66	4	2009-2014
Director (*Independent*)	Felix R. Ang	Filipino	53	4	2009-2014
Director	Christopher G. Reyno	Filipino	38	3	2010-2014
Director	Cherrylyn G. Prado-Caoile	Filipino	39	1	2013-2014
Director	John Anthony B. Espiritu	Filipino	50	2	2012-2014
Director & Gen. Counsel	Ferdinand A. Domingo	Filipino	61	4	2010-2014
Corporate Secretary	Lemuel M. Santos	Filipino	62	4	2009-2014
Chief Finance Officer	Rodolfo B. Reyno, Jr.	Filipino	65	4	2009-2014
Corporate Info. Officer	Chrizellie K. Almendral	Filipino	25	1	2013-2014

Registrant is not aware of any events, other than those discussed under the item on Involvement in Certain Legal Proceedings, that occurred during the past five (5) years that are material to an evaluation of the ability and integrity of any directors, executive officers, promoter or control person of the registrant.

ALFONSO R. REYNO, JR.

Filipino, was born on July 8, 1944. He graduated from the University of the Philippines in 1965 with a degree of Bachelor of Arts, Political Science and finished his Bachelor of Laws degree in the same school in 1969. He formerly occupied the following government positions: Deputy Minister of Defense (*1984-1986*), Member of the Batasang Pambansa (*1984-1986*), Vice Governor of Cagayan (*1980-1984*), Member of the Board of Trustees of the Cagayan State University (*1979-1986*). He is affiliated with and occupies the following positions in various institutions, during the last five (5) years viz: Chairman and President, Manila Jockey Club, Inc. (*March 1, 1997 to Present*), Chairman and President, Arco Management & Development Corporation, Arco Equities, Inc., Arco Ventures, Inc. (*1995 to Present*), Bonaventure Development Corporation (*1983 to Present*); Managing Partner, Reyno Tiu Domingo & Santos Law Offices (*1976 to Present*). He resides at No. 4 Pili Road, South Forbes Park, Makati City.

MARIZA SANTOS-TAN

Filipino, was born on May 29, 1958 at Quezon City. She graduated from the San Sebastian College with a degree, Bachelor of Science in Commerce. At present, she is affiliated with and occupies the following positions in various institutions in the last five (5) years, viz: Director, Consolidated Insurance Co., Inc.; Unioil Resources and Holdings Co., Inc.; Vice Chairman and Director, Manila Jockey Club, Inc.; Vice-President and Corporate Secretary, Sta. Lucia Realty Development, Inc.; Director and Corporate Secretary, Sta. Lucia East Grandmall and Orchard Golf and Country Club; President, Royale Tagaytay Golf and Country Club. She resides at Cluster 351A Alexandra Condominium, Meralco Avenue, Pasig City, Metro Manila.

ALFONSO VICTORIO G. REYNO III

Filipino, was born on March 7, 1970, is a lawyer by profession. He is affiliated with and occupies the following position in various institutions in the last five (5) years, viz: President, Arco Ventures, Inc. (*1995 to Present*), Director, Arco Management & Development Corporation, Bonaventure Development Corporation. Arco Equities, Inc. (*1995 to present*), Junior Associate, ACCRA Law Offices (*1997-1999*), Junior Partner, Reyno Tiu Domingo & Santos Law Offices (*1999 to present*).

GABRIEL A. DEE

Filipino, was born on July 5, 1964. He graduated from the University of the Philippines in 1984 with a degree of Bachelor of Arts major in History and finished his Bachelor of Laws in the same school in 1988. He finished his MBA Units in Ateneo De Manila Graduate School of Business in 1992. He is affiliated with and occupies the following positions in various institutions in the last five (5) years, viz: Senior Partner, PicazoBuyco Tan Fider& Santos Law Offices (*2006 to present*), Junior Partner, PicazoBuyco Tan Fider& Santos Law Offices (*1994 to 2006*), Senior Associate, Bautista PicazoBuyco Tan &Fider Law Offices (*1992 to 1994*), Junior Associate, Bautista PicazoBuyco Tan &Fider Law Offices (*1988 to 1992*) and Research Assistant, University of the Philippines, College of Law (*19988*).

CHRISTOPHER G. REYNO

Filipino, was born on October 30, 1975. He graduated from De La Salle University in 1997 with a degree of Bachelor of Arts major in Liberal Arts. He is affiliated with and occupies the following positions in various institutions during the last five years, viz: Director, ARCO Management & Development Corporation; Director ARCO Ventures, Inc.; Director, ARCO Equities, Inc.; Director, Bonaventure Development Corporation and Technical Assistant, Board of Directors of the Philippine National Bank. He resides at No. 4 Pili Road, South Forbes Park, Makati City.

TEIK SENG CHEAH

Malaysian, was born in December 9, 1953 at Pulau Pinang. He graduated from the University of Manchester in the United Kingdom and is a Fellow of Chartered Accountants in England and Wales. He is the founding and managing partner of Aktis Singapore, an independent director of Malayan Banking Berhad, providing supervisory oversight to May Bank Investment Bank and Maybank Venture, of which he is the Chairman. He began in the civil service in the Ministry of Finance in Malaysia and has since worked in Kuala Lumpur, Singapore, London and Hong Kong with various commercial and investment banks. He worked as Managing Director of Paribas and BNP Paribas in Hong Kong. Over the past 14 years, Mr. Cheah has been involved in advisory as well as origination and distribution of capital market transactions in various Asian markets, having held senior management positions at the most prestigious investment banks including UBS Hong Kong and Singapore, Goldman Sachs Hong Kong, Merill Lynch Hong Kong and Chase Manhataan Bank.

JOHN ANTHONY B. ESPIRITU

Filipino, was born on July 12, 1963. He graduated from University of Michigan, Ann Arbon Michigan, United States with a degree of Bachelor of Business Administration in May 1985. He also obtained from said university and masteral degree in Business Administration in May 1990. He occupied and is currently holding the following position during the last five (5) year: President/Director of EBE Land, Inc. (January 1997 to present); Chairman /Publisher of the Philippine news, San Francisco, California (November 2004 to present); Director of Asia-Pacific Medical Corp of Saipan, Northern Marianas Islands (June 1998 to present). He is currently an independent directors of MJCI. He resides at Penthouse B, Ritz Towers, Ayala Avenue, Makati City

CHERRYLYN G. PRADO-CAOILE

Filipino, was born on November 10, 1974. She graduated from De La Salle University in 1994 with a degree of Bachelor of Science in Commerce major in Legal Management. She finished her Juris Doctor at the Ateneo de Manila College of Law in 1998. She is a Junior Partner in Picazo Buyco Tan

Fider& Santos Law Offices (*2009 to present*). She was an Assistant Professor at the De La Salle University – College of Business and Economics from 2003 to 2006.

FELIX R. ANG

Filipino and was born on April 8, 1960. He resides at No. 51 Zalameda St. Corinthian Gardens, Quezon City. In the last five (5) years or more, he is affiliated with and occupied the following positions in various institutions, viz: Director, Best Forms, Inc. (*1995 to present*), President, Felton Properties, Inc. (1987 to present), President, CATS Motors, Inc. (*1995 to present*), President, CATS Asian Motors, Inc. (*1995 to 2012*), President, CATS Automobile Corporation (*2004 to present*). He was elected as Independent Director of MIC on February 6, 2009.

VICTOR P. LAZATIN

Filipino and was born on August 16, 1947. He graduated from University of the Philippines with a degree of AB Economics in 1967 and finished his Bachelor of Laws degree in the same school in 1971, Cum Laude. Obtained a Masters of Law from University of Michigan in 1974. He resides at 237 West Batangas St., Ayala Alabang, Muntinlupa City. In the last five (5) years or more, he is affiliated with and occupied the following positions in various institutions, viz: Director, ACCRA Investment Corporation (*1980-2008*), Corporate Secretary/Director, Wide Wide World Express (*1995-2008*), Corporate Secretary, Oribanex Holdings (*1996-2008*), Chairman, TimogSilangan Development Corp. (*1976-2008*), President, Devinelle Provident lands, Inc. (*1995-2008*), President, Banana d' Or (*2001-2008*), President, Brodlas Realty Inc. (*2000-2008*), Senior Partner, Angara Abello Concepcion Regala& Cruz Law Offices (*2002 to present*). He was elected as Independent Director of MIC on February 6, 2009.

FERDINAND A. DOMINGO

Filipino, was born on June 22, 1952. He graduated from the University of the Philippines in 1972 with a degree of Bachelor of Arts and Political Science and finished his Bachelor of Laws degree in the same school in 1977. In the last five (5) years or more he is affiliated with and occupies the following positions in various institutions, viz: Senior Partner, Reyno Tiu Domingo & Santos Law Offices (*September 1, 1991 to Present*); President, Aries Prime Resources, Inc., (*July 10, 2003 to 2009*); Director, CICI General Insurance Corporation (May 2001 to Present); Director, United Overseas Bank (*May 2001 to July 2002*); Corporate Secretary, Westmont Bank (*May 17, 2000 to January 16, 2004*); Corporate Secretary, Planters Products, Inc. (*October 20, 1998 to January 2001*); Director, PNB Holdings Ltd. and PNB Hongkong Branch *(1998 to February 2000*); Bank Attorney, Philippine National Bank (1978-1984; Corporate Secretary, Philippine Racing Club, Inc. (*1994-1997*); Legal Counsel and Corporate Secretary, National Steel Corporation (*May 3, 1995 to March 1997*). He resides at No. 14 Lopez Jaena Street, Ayala Heights, Quezon City.

LEMUEL M. SANTOS

Filipino, was born on April 3, 1951. He graduated from the University of the Philippines in 1973 with a degree of Bachelor of Arts and Political Science and finished his Bachelor of Laws degree in the same school in 1977. In the last five (5) years or more, he is affiliated with and occupies the following positions in various institutions, viz: Managing Partner, Reyno, Tiu, Domingo & Santos Law Offices (*1991 up to present*); Assistant Corporate Secretary, Manila Jockey Club, Inc. (*up to present*); Corporate Secretary, MJC Investments Corporation (*up to present*), Director, Asian Gem's Tourism

Foundation, Inc. (*up to present*); Director, Happychow Foods Corp. (*up to present*); Corporate Secretary, Cordym Tours & Travel, Inc. (up to present); Corporate Secretary, Happychow Foods Corp. He resides at 84 D. Tuason Street, B.F. Homes, Parañaque, 1718 Metro Manila.

RODOLFO B. REYNO, JR.

Filipino and was born on October 17, 1948. A Certified Public Accountant, held the following positions in Maynilad Water Services Inc., as follows: CFO/Treasurer, Head of Administration and Finance, Head of Logistics, Head of Internal Audits and Corporate Governance Office and Comptroller. Worked with Manila Electric Company as an Internal Auditor, Head of Treasury Operations, and Head of various departments of Meralco Industrial Engineering Services Corporation (MIESCOR).Likewise, Director and Corporate Secretary of the different subsidiaries of MIESCOR. Presently, as consultant of Manila Jockey Club, Inc. (2008 to present). This is his fourth year to serve as Chief Finance Officer of MIC.

CHRIZELLIE K. ALMENDRAL

Filipino and was born on June 27, 1988. She graduated at the University of Santo Tomas with a degree of BS Tourism in 2008 and finished her Bachelor of Laws degree in the University of the East Manila with a GWA of 2.09. She was the Executive Assistant at the U.E. Legal Aid Clinic form (*June to October 2010)*. Legal Researcher at the Servicio Filipino, Inc. (*January 2011*). Legal Secretary at the Manila Jockey Club, Inc. From *(November 2012 to May 2013)*. Currently, she is a Junior Associate at Reyno Tiu Domingo & Santos and a Corporate Information Officer of MJC Investments Corp. She resides at 42-F E. Fernandez Street, San Juan Metro Manila.

Significant Employees

The Corporation has no other employees aside from the corporate officers. Hence, there are no other persons, executive or otherwise, who are expected to make a significant contribution to the business of the Corporation.

Family Relationship

Alfonso V.G. Reyno III and Christopher G. Reyno are the sons of Alfonso R. Reyno, Jr..

Involvement in Certain Legal Proceedings

None of the directors are involved in any bankruptcy petition, or was convicted by final judgment of any criminal offense, or subject to any order, judgment or decree or has violated a Securities or Commodities Law.

ITEM 10. EXECUTIVE COMPENSATION

Compensation or other benefits were received by the executive officers and directors of the Corporation in 2012 and 2013. The stated annual salary includes the mandatory thirteenth (13^{th}) pay.

All directors are entitled to per diem of ₱10,000.00-₱15,000.00 for their attendance at each meeting of the Board. Likewise, they are entitled to reimbursements of transportation, communication, and representation expenses in the amount of ₱3,000.00 for their attendance at every Board Meeting. The directors' fees amounted to ₱843,500 and ₱1,045,000 for the years 2013 and 2012 respectively.

The executive officers received compensation and other benefits in the year 2012, paid in 2013.

Summary Compensation Table (2012) in thousand Php

Name and Principal Position	Year	Salary (₱)	Bonus (₱)	Other Annual Compensation
President/CEO	2012	2,600	-0-	-0-
EVP/COO	2012	2,080	-0-	-0-
CFO / Treasurer	2012	702	-0-	-0-
All Other Officers	2012	767	-0-	-0-

Summary Compensation Table (2013)

Name and Principal Position	Year	Salary (₱)	Bonus (₱)	Other Annual Compensation
Chairman/President	2013	3,250	-0-	-0-
Executive Vice President	2013	2,600	-0-	-0-
Chief Finance Officer	2013	1,240	-0-	-0-
All Other Officers	2013	4,550	-0-	-0-

Estimated Compensation Table (2014)

Name and Principal Position	Year	Salary (₱)	Bonus (₱)	Other Annual Compensation
Chairman/President	2014	3,250	-0-	-0-
Executive Vice President	2014	2,600	-0-	-0-
Chief Finance Officer	2014	1,820	-0-	-0-
All Other Officers	2014	6,606	-0-	-0-

ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

A. Stockholders Owning at Least 5% of the Outstanding Capital Stock as of December 31, 2013.

Title of Class	Name, Address of Record Owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent Of class
Common	Manila Jockey Club, Inc. 14/F Strata 100 Bldg. F. Ortigas Jr. Road, Ortigas Center, Pasig City	N.A.	Filipino	600,800,000	26.01%

**The authority to direct the voting of the shares held by this corporation is lodged with its Board of Directors which appoints the proxy. The particular proxy will, however, be known only at the time that the appropriate proxy instrument is submitted.*

B. Security Ownership of Directors and Management as of December 31, 2013.

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	ALFONSO R. REYNO, JR.	14,182,724	Filipino	0.57%
Common	MARIZA SANTOS TAN	Qualifying Share	Filipino	0.00%
Common	ALFONSO V.G. REYNO III	Qualifying Share	Filipino	0.00%
Common	TEIK SENG CHEAH	Qualifying Share	Malaysian	0.00%
Common	JOHN ANTHONY B. ESPIRITU	Qualifying Share	Filipino	0.00%
Common	GABRIEL A. DEE	Qualifying Share	Filipino	0.00%
Common	CHRISTOPHER G. REYNO	Qualifying Share	Filipino	0.00%
Common	LEMUEL M. SANTOS	Qualifying Share	Filipino	0.00%
Common	FERDINAND A. DOMINGO	120,011	Filipino	0.05%
Common	VICTOR P. LAZATIN	Qualifying Share	Filipino	0.00%
Common	FELIX ANG	Qualifying Share	Filipino	0.00%
Common	CHERRYLYN G. PRADO-CAOILE	Qualifying Share	Filipino	0.00%
Common	All Officers and Directors	14,302,725		0.57%

C. The Corporation is not aware of any voting trust or similar agreement involving persons who hold more than 5% of the Corporation's securities.

D. There are no arrangements known to the Corporation which may result in a change in its control.

Item 12. Certain Relationships and Related Transactions

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

In the normal course of business, the Company has transactions and account balances with related parties as follows:

			2013		2012			
Entity	Relationship	Nature	Amount	Outstanding Receivable (Payable) Balance	Amount	Outstanding Receivable (Payable) Balance	Terms	Condition

Sierra Prime Properties Corporation	Affiliate	Cash advances[a]	**₱–**	**₱5,000,000**	₱5,000,000	₱5,000,000	Interest bearing	Unsecured, unguaranteed
		Transfer of assets and liabilities	**–**	**108,214,153**	**108,214,153**	**108,214,153**	Non-interest bearing	Unsecured, unguaranteed
		Interest on Cash Advances[a]	**300,000**	**475,000**	175,000	175,000	Non-interest bearing	Unsecured, unguaranteed
		Dividends on held for trading investments	**–**	**–**	4,139,195	(4,139,195)	Non-interest bearing	Unsecured, unguaranteed
		Other Advances	**–**	**95,240**	95,240	95,240	Non-interest bearing	Unsecured, unguaranteed
Manila Jockey Club Inc. (MJCI)	Stockholder	Cash Advances	**927,861**	**(945,171)**	17,310	(17,310)	Non-interest bearing	Unsecured, unguaranteed
		Subscription of additional common shares	**–**	**–**	600,800,000	–	Non-interest bearing	Unsecured, unguaranteed
		Collection of subscription receivable	**10,736,014**	**42,808,635**	26,975,254	53,544,849	Non-interest bearing	Unsecured, unguaranteed
MJC Forex Corporation (MFC)	Affiliate	Dollar purchases	**23,996,707**	**–**	**–**	–	On demand Non-Interest bearing	Unsecured, no impairment

a. In 2011, the Company extended an interest-bearing advances amounting to ₱5,000,000 to SPPC for a period of one year with interest rate of 6% per annum. Interest income recognized in 2013, 2012 and 2011 amounted to ₱300,000, ₱175,000 and ₱25,000 respectively. Noninterest-bearing receivable from SPPC amounted to ₱ 108,214,153 and ₱175,000respectively, pertains to the transfer of a group of assets and liabilities as part of the MOA signed July 24, 2008 in 2012.

Key Management Personnel

The Company has no standard arrangement with regard to the remuneration of its directors. In 2013, 2012 and 2011, the BOD received directors' fees aggregating ₱843,500, ₱ 1,045,000 and ₱446,500, respectively. In 2013, administrative and finance functions as well as the operations of the Company are handled by its own staff.

PART IV - EXHIBITS AND SCHEDULES

Item 13. Exhibits and Reports on SEC Form 17-C

Date of Report	**Item Reported**	**Matters Reported**
January 17, 2013	Item No. 6	Please be informed that the Board of Directors of MJC Investments, Corporation (the "Corporation") in its meeting on January 17, 2013, has

accepted the offer of a group of Hong Kong investors headed by Mr. Teik Seng Cheah, through their Philippine corporations, to subscribe to Four Hundred Fifty Million (450,000,000) shares of the Corporation's common shares with a lock-up period of two (2) years. Mr. Teik Seng Cheah is a Hong Kong-based investment banker and sits in the Board of various private equity companies in Hong Kong, China and Malaysia.

Our parent company, Manila Jockey Club, Inc., remains as the controlling shareholder of the Corporation.

January 18, 2013 Item No. 6

Further to our disclosure on 17 January 2013, please be informed that MJC Investments Corporation (the "Corporation") issued seventy three million five hundred thousand (73,500,000) shares to non-related parties to comply with the ten percent (10%) public float requirement of the Exchange.

January 18, 2013 Item No. 6

Please be informed that the following are the issuances made by MJC Investments Corporation (the "Corporation") as of today:

Issuance	Subscriber	Date of Issuance
600,800,000 shares	Original issuance of common shares to Manila Jockey Club, Inc., the parent company, by virtue of the property-for-share agreement between the two (2) companies under a Memorandum of Agreement dated 24 July 2008	16 January 2013
73,500,000 shares	Non-related parties to comply with the ten percent (10%) public float requirement of the Exchange	17 January 2013
450,000,000 shares	Hong Kong investors, through their Philippine affiliates, as disclosed by the Corporation on 17 January 2013	17 January 2013

Also, non-public shares of 15,170,000 shares were sold through the Exchange today.

As a result of the foregoing, the Corporation is compliant with the ten percent (10%) public float requirement of the Exchange.

Please find attached the breakdown of the computation of the Corporation's public float.

MJC INVESTMENTS CORP. COMPUTATION OF PUBLIC FLOAT
AS OF 18 JANUARY 2013

I. Public Float as of December 31, 2012 (as reported to the Exchange):

a. Issued and Outstanding Shares : **237,902,978**

b. Non-Public Shareholdings : **188,350,288**

c. Shares owned by the Public : **49,552,690**

d. Public Ownership : **20.83% (compliant)**

II. Public Float as of 18 January 2013

a. Issued and Outstanding Shares : **1,362,202,978**

b. Non-Public Shareholdings : **1,223,980,288**

Breakdown:

i. Directors : 14,702,724
ii. Officers : 1
iii. Directors' Affiliates/Principal Stockholders:
- HK Sec (*now transferred to BDO Securities*) : 51,117,426
iv. Principal Stockholders
a. Manila Jockey Club, Inc. - 107,360,137
b. Manila Jockey Club, Inc. - 600,800,000 (*issued on 16 Jan. 2013*)
c. Hong Kong Investors - 450,000,000 (*issued on 17 Jan. 2013*)
(*through their Philippine Affiliates*)

c. Shares owned by the Public : **138,222,690**

Breakdown:

49,552,690 (*as of Dec. 31, 2012*)
15,170,000 (*previously held by HK Sec and sold to the public on 18 Jan. 2013*)
73,500,000 (*Issued on 17 Jan. 2013*)

d. Public Ownership : **10.14% (compliant)**

January 21, 2013 Item No. 6

In line with the share issuance made by MJC Investments Corporation [the "Corporation"], please find attached sworn Secretary's Certificate.

REPUBLIC OF THE PHILIPPINES)
PASIG CITY) S.S.

SECRETARY'S CERTIFICATE

I, **LEMUEL M. SANTOS,** of legal age and with office address at 12th Floor Strata 100 Building, F. Ortigas Jr. Road, Ortigas Center, Pasig City, and after having been sworn in accordance with law, do hereby depose and state that:

1. I am the duly elected and incumbent Corporate Secretary of **MJC Investments Corporation** (the "Corporation"), an entity organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at 12th Floor Srata 100 Building, F. Ortigas Jr. Road, Ortigas Center, Pasig City.

2. The following are the issuances made by the Corporation:

Issuance	Subscriber	Date of Issuance
600,800,000 shares	Original issuance of common shares to Manila Jockey Club, Inc., the parent company, by virtue of the property-for-share agreement between the two (2) companies under a Memorandum of Agreement dated 24 July 2008	16 January 2013
73,500,000 shares	Non-related parties to comply with the ten percent (10%) public float requirement of the Exchange	17 January 2013
450,000,000 shares	Hong Kong investors, through their Philippine affiliates, as disclosed by the Corporation on 17 January 2013	17 January 2013

3. Non-public shares of 15,170,000 shares were sold through the Exchange on 18 January 2013.

4. As a result of the foregoing, the Corporation is compliant with the ten percent (10%) public float requirement of the Exchange.

5. The foregoing resolution is presently in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand this 21st day of January 2013 at Pasig City.

LEMUEL M. SANTOS
Corporate Secretary

2 1 JAN 2013

SUBSCRIBED AND SWORN to before me this ___ day of __________ at Pasig City, affiant exhibiting to me his Tax Identification ID No. 143-405-790.

Doc. No. 3;
Page No. ___;
Book No. ___;
Series of 2013.

ATTY. RAMON L. CARPIO
NOTARY PUBLIC
ROLL # [illegible]
MCLE # IV-[illegible] PASIG CITY
PTR # 8410101 / 1/2/13 PASIG CITY

Feb. 04, 2012	Item No. 6	We reply to Philippine Stock Exchange, Inc.'s letter dated 21 January 2013 which MJC Investments Corporation (the "Corporation") received on 28 January 2013, requesting for additional information on the following disclosures made by the Corporation:

- Board acceptance of offer from Hong Kong investors to subscribe to 450,000,000 shares; and
- Issuance of 73,500,000 MJIC shares to non-related parties.

I. **Board acceptance of offer from Hong Kong investors to subscribe to 450,000,000 shares**

a) *Copies of all agreements duly executed that are relevant to the transaction.*

Annex "A" is a standard form of the Subscription Agreement signed by each of the following investors (*hereinafter collectively referred to as "Investors"*):

1) East Bonham Holdings, Inc. – 64,285,000 shares
2) Branford Ridge Holdings, Inc. - 64,284,000 shares
3) Flying Heron Holdings, Inc. - 64,286,000 shares
4) Orchardstar Holdings, Inc. - 64,288,000 shares
5) Belltower Lakes Holdings, Inc. - 64,285,000 shares
6) Purple Cassady Holdings, Inc. - 64,287,000 shares
7) Cherrygrove Holdings, Inc. - 64,285,000 shares

Please note that the subscription of each of the Investors is less than 10% of the outstanding capital stock of the Corporation.

b) *Description of the transaction including the timetable for implementation and related regulatory requirements.*

The Corporation recently increased its authorized capital stock from Php400,000,000 to Php1,500,000,000.00. Said increase was approved by the Securities and Exchange Commission ("SEC") on 15 August 2012.

The increase in authorized capital stock was needed to accommodate the entry of new investors and new capital needed by the Corporation to build its first tourism project, *i.e.*, a hotel, entertainment and tourism hub (the "Hotel Project"), to be located in San Lazaro Tourism and Business Park ("SLTBP") in Santa Cruz, Manila.

Thus, on 24 October 2012, the Board of Directors of the Corporation authorized the Corporation to proceed to negotiate and accept new investments in accordance with the guideline of its parent, Manila Jockey Club, Inc. ("MJC"), *i.e.*, that at least 51% of the subscribed expanded capital shall remain with the parent company.

On 17 January 2013, the Board of Directors of the Corporation accepted the offer of a group of Hong Kong investors headed by Mr. Teik Seng Cheah, through their Philippine corporations, to subscribe to 450,000,000 shares of the Corporation's common shares with a lock-up period of 2 years.

c) *Rationale for the transaction, including the benefits which are expected to be accrued to the Company as a result of the transaction.*

The transaction shall provide the Corporation with funds to undertake the construction of its Hotel Project, a five-star hotel, tourism and entertainment hub which will be located on its 7,510 square meter property at SLTBP in Santa Cruz, Manila. SLTBP is already home to a high-end residential condominium project jointly developed by Ayala Land and MJC, and the SM San Lazaro mall. The hotel project intends to attract East Asian tourists and local visitors who have long clamored for world-class accommodations, entertainment and recreational facilities in the high density greater Chinatown area.

d) *The aggregate value of the consideration, explaining how this is to be satisfied, including the terms of any arrangements for payment on a deferred basis.*

The total consideration for the subscription to 450,000,000 common shares of the Corporation is Php450,000,000.00.

The Investors paid the whole amount of their respective subscriptions in cash totaling to Php450,000,000.00 upon the execution of their respective Subscription Agreements.

e) *The basis upon which the consideration or the issue value was determined.*

The consideration was arrived at after considering the following: (i) The acceptance by the Investors of the transfer price of the property subject of the property-for-share swap, which is Php80,000.00 per square meter; and (ii) The consideration was paid in full and in cash.

f) *Detailed work program of the application of proceeds, the corresponding timetable of disbursements and status of each project included in the work program. For debt requirement application, state which projects were financed by debt being retired, the project cost, amount of project financed by debt and financing sources for the remaining cost of the project.*

The proceeds shall be applied to the construction of the Hotel Project which shall have 160 suites, a 1000+ person capacity columnless ballroom, more than 5,000 square meters of themed event space and more than a thousand parking slots. Piling works are already ongoing at the site and full operation of the facility is anticipated within 24 months.

g) *Identity of the beneficial owner/s of the shares subscribed. (For individuals: list of shareholdings in other companies with the issuer, list of companies where the individual is an officer or a director, and relationships with the existing directors and stockholders of all parties to the transaction.)*

We are confirming with Mr. Teik Seng Cheah on this matter as there may be some confidentiality restrictions on his end, but we do wish to confirm that, per our own inquiry, our existing directors and controlling shareholders have confirmed that none of them, and none of the officers or directors of the existing controlling corporate shareholders have invested in the aforesaid 450,000,000 shares that were issued to the group led by Mr. Teik Seng Cheah.

h) *For Subscribers with no track record or with no operating history: the Subscriber must present a statement of active business pursuits and objectives which details the steps undertaken and proposed to be undertaken by the Issuer in order to advance its business. Projected financial statements shall only be required should there be references made in the statement to forecasts or targets*

We wish to clarify the intent of this item as it seems to refer to the Issuer, and not to the subscribers. With respect to the Issuer, we note that the issuer is an investment holding company engaged in the business of acquiring by purchase, lease or otherwise, lands or interests in lands and realty, and to own, hold, improve or develop said land or real estate so acquired, and to build or cause to be built on any lands owned, held or occupied, buildings, facilities, and other structures with their appurtenances, for residential, commercial, mixed-use, leisure, gaming, amusement and entertainment purposes.

i) *Identities of controlling and substantial stockholders of the parties to the transaction accompanied by a structural chart depicting the structure of the Subscriber and the Issuer and the interests of such stockholders, both before and after the implementation of the proposed transaction.*

I. Before the Transaction
Controlling and Substantial Shareholders of the Issuer
1. Manila Jockey Club, Inc. – 45.13%
2. BDO Securities, Inc. – 27.86%
3. Others (Public)

II. After the Transaction
Controlling and Substantial Shareholders of the Issuer
2. Manila Jockey Club, Inc. – 51.88%
3. BDO Securities, Inc. – 3.75%
4. Investors – 33.03%

j) *The interest which directors of the parties to the transaction have in the proposed transaction.*
None.

k) *Statement as to the steps to be taken, if any, to safeguard the interests of any independent shareholders;*
None.

l) *Conditions precedent to closing of the transaction, if any.*
None.

m) *Any other information necessary to enable an investor to make an informed investment decision.*
None.

II. Issuance of 73,500,000 MJIC shares to non-related parties.

a) *Rationale for the transaction.*

The investors were willing to invest on a long-term basis with same price share as the Investors.

b) *Terms and conditions of the transaction:*

b.1) Issue price per share and the aggregate value of consideration.

The total consideration for said subscription is Php73,500,000.00

b.2) The basis upon which the issue price per share or the aggregate amount of consideration was determined.

The consideration was arrived at after considering the following: (i) The acceptance of the Investors of the transfer price of the property subject of the property-for-share swap, which is Php80,000.00 per square meter; (ii) The consideration was paid in full and in cash; and (iii) Same share price as the Investors.

b.3) Terms of payment.

The subscribers paid the whole amount of their respective subscriptions in cash totaling to Php73,500,000,000.00 upon the execution of their respective Subscription Agreements.

b.4) Condition(s) precedent to the closing of the transaction, if any.

None.

c) *Timetable for the implementation of the issuance, including related regulatory requirements or approvals, if any.*

The subscribed shares were issued to the subscribers as soon as they paid their subscriptions in full and in cash.

d) *Any other information necessary to enable an investor to make an informed investment decision.*

None.

We hope we have provided you with sufficient information on the disclosure made by the Corporation on 21 May 2012.

ANNEX "A"

SUBSCRIPTION AGREEMENT

This SUBSCRIPTION AGREEMENT ("Agreement") is executed on this ___ day of _____ 2013 at _________________ by and between:

_________________, a corporation duly organized and existing under the laws of the Republic of the Philippines with principal office address at ___________________, represented herein by its

Chairman, _______________, hereinafter referred to as "Issuer";

-and-

_______________, a corporation duly organized and existing under the laws of the Republic of the Philippines with principal office address at _______________, represented herein by its Authorized Representatives, _______________, hereinafter referred to as "Subscriber";

(The Issuer and the Subscriber are collectively referred to herein as the "Parties")

WITNESSETH, That;

WHEREAS, Issuer has offered to issue and the Subscriber has agreed to subscribe to _______________ common shares of stock of the Issuer with a par value of One Peso (Php 1.00) per share;

WHEREAS, the Issuer has agreed to accept the Subscriber's subscription to the Shares, subject to the terms and conditions set forth in this Agreement;

NOW THEREFORE, for and in consideration of the foregoing premises and the mutual covenants hereinafter set forth, the Parties hereby agree as follows:

Section 1. **SUBSCRIPTION TO SHARES**- The Subscriber hereby subscribes to _______________ common shares of stock of the Issuer with a par value of One Peso (Php 1.00) per share (the "Shares") and the Issuer hereby accepts such subscription. The Shares shall be taken from the increase in the authorized capital stock of the Issuer.

Section 2. **SUBSCRIPTION PRICE**- The subscription price of the Shares shall be PHILIPPINE PESOS: _______________ (the "Subscription Price").

Section 3. **PAYMENT OF SUBSCRIPTION PRICE**- Twenty-Five Percent (25%) shall be paid upon the execution of this contract and the balance payable upon approval by the Securities and Exchange Commission of the increase in the authorized capital stock of the Issuer from 1,500,00,000 to 5,000,000,000.

Section 4. **DELIVERY OF STOCK CERTIFICATES**-Upon full payment and remittance by the Subscriber of the Subscription Price, the Issuer shall issue to the Subscriber the stock certificate evidencing the Shares (the "Stock Certificates") in the name of the Subscriber.

Section 5. **PAYMENT OF TAXES**- The payment of the required documentary stamp tax due on the issuance of the Shares to the Subscriber shall be for the account of the Issuer.

IN WITNESS WHEREOF, the parties have executed this Agreement on the date and at the place first written above.

_______________	_______________
ISSUER	SUBSCRIBER
By:	By:

SIGNED IN THE PRESENCE OF:

---------------------------   ---------------------------

March 14, 2013 Item No. 6 Please be informed that at the meeting of the Board of Directors of MJC Investments Corp. (the "Corporation") held on March 14, 2013, the Board accepted with regrets the resignation of the following as members of the Board of Directors of the Corporation, to wit:

1. Mr. Pedro O. Tan
2. Mr. Liberito V. Espiritu
3. Mr. Derick N. Wong

These directors, who are nominees of Manila Jockey Club, Inc. (parent company of the Corporation), resigned to give way to the nominees of the Hong Kong based investors who recently subscribed to 33.3% of the outstanding capital stock of the Corporation. The Hong Kong based investors are entitled to three (3) seats in the Board as a result of their subscription. The investment was previously disclosed to the Exchange in our letters dated January 18 and 21 and February 4, 2013.

Thus, the Board filled-up the vacancies and elected Teik Seng Cheah, Gabriel A. Dee and Cherrilyn G. Prado-Caoile as its new members. Gabriel A. Dee was also appointed Assistant Corporate Secretary of the Corporation. Attached for your reference are the resignation letters of the above-named Directors.

The Board also approved the amendment of Article VII and Article VIII Section 1 of the By-Laws of the Corporation by making the Chairman of the Board of Directors as Chief Executive Officer and the President as the Chief Operating Officer. The Board further approved the amendment of Article VI Section 2 and Article XVII Section 2 by changing the date of the annual meeting of the Board of Directors and Annual Stockholders' meeting of the Corporation from the last Wednesday of June of each year to June 28 of each year, unless said date falls on a weekend or a legal holiday, in which case the meeting shall be held on the following business day.

Finally, the Board confirmed the holding of the Annual Stockholders' Meeting of the Corporation on June 26, 2013. Stockholders of record as of May 8, 2013 are entitled to attend and vote in said meeting.

March 22, 2013 Item No. 6

In accordance with Section 13 of the Revised Disclosure Rules of the Philippine Stock Exchange, please be informed that the following newly-appointed director of MJC Investments Corp. (the "Corporation") has the following initial shareholdings:

Name	No. of Shares	Class
Mr. Teik Seng Cheah	1	Common
Mr. Gabriel A. Dee	1	Common
Ms. Cherrilyn G. Prado-Caoile	1	Common

Apr. 10, 2013 Item No. 6

Please be informed that at the regular meeting of the Board of Directors held in the evening of 10 April 2013, the Board approved the 2012 Audited Financial Statements of the Corporation as presented by its external auditor, Sycip Gorres Velayo and Co.

Apr. 11, 2013 Item No. 6

We would like to amend our previous disclosure on 14 March 2013, which states that "*The Board further approved the amendment of Article VI Section 2 and Article XVII Section 2 by changing the date of the annual meeting of the Board of Directors and Annual Stockholders' meeting of the Corporation from the last Wednesday of June of each year to June 28 of* *each year, unless said date falls on a weekend or a legal holiday, in which case the meeting shall be held on the following business day*" be <u>amended to</u> "the date of the annual meeting of the Board of Directors and Annual Stockholders' meeting of the Corporation from the June 28 of each year to **second to the last business day of June of each year.**

Apr. 30, 2013	Item No. 6	We refer to the Revenue Memorandum Circular No. 33-2013 issued by the Bureau of Internal Revenue on 17 April 2013, which stated in part that:

> *II. INCOME TAX*
>
> *Pursuant to Section 1 of R.A. 9337, amending Section 27(c) of the NIRC, as amended, PAGCOR is no longer exempt from corporate income tax as it has been effectively omitted from the list of government-owned or controlled corporations (GOCCs) that are exempt from income tax. Accordingly, PAGCOR's income from its operations and licensing of gambling casinos, gaming clubs and other similar recreation or amusement places, gaming pools, and other related operations are subject to corporate income tax under the NIRC, as amended...*
>
> *PAGCOR's contractees and licensees are entities duly authorized and licensed by PAGCOR to perform gambling casinos, gaming clubs and other similar recreation or amusement places, and gaming pools. These contractees and licensees are subject to income tax under the NIRC, as amended.*

We withhold comment on the matter as we await PAGCOR's clarification/instruction on the matter.

June 18, 2013	Item No. 6	We acknowledge receipt via fax of Capital Markets Integrity Corporation's letter of even date informing MJC INVESTMENTS CORPORATION (the "Company") of the price movement in the trading of its shares at 03:04:03 P.M., Tuesday, June 18, 2013 from ₱3.00 to **₱4.50** per share.

Please be informed that the Company is unaware of any information relating to the said price movement.

June 26, 2013	Item No. 6	Please be informed that at the annual meeting of the stockholders of the MJC Investments Corporation ("MIC") held on June 26, 2013, the stockholders elected the following as members of the Board of Directors for the ensuing year:

ALFONSO R. REYNO, JR.
MARIZA SANTOS-TAN
ALFONSO VICTORIO G. REYNO III
TEIK SENG CHEAH
GABRIEL A. DEE
CHERRYLYN G. PRADO-CAOILE
JOHN ANTHONY B. ESPIRITU
CHRISTOPHER G. REYNO
FERDINAND A. DOMINGO
VICTOR P. LAZATIN
FELIX R. ANG

Atty. Lazatin and Mr. Ang were elected Independent Directors.

Immediately after the stockholders' meeting, the newly elected members of the Board of Directors had its organizational meeting and appointed the following as principal officers:

NAME	POSITION
ALFONSO R. REYNO, JR.	Chairman of the Board and President
ALFONSO G. REYNO III	Vice-President
JOSE ALVARO RUBIO	Treasurer
RODOLFO B. REYNO, JR.	Chief Finance Officer
FERDINAND A. DOMINGO	General Counsel
LEMUEL M. SANTOS	Corporate Secretary
GABRIEL A. DEE	Assistant Corporate Secretary
CHRIZELLIE K. ALMENDRAL	Corporate Information Officer & Compliance Officer

Further, the Board of Directors organized the following committees:

Executive Committee

ALFONSO R. REYNO, JR.	Chairman
GABRIEL A. DEE	Member
MARIZA SANTOS-TAN	Member
ALFONSO VICTORIO G. REYNO III	Member

Nomination Committee

JOHN ANTHONY B. ESPIRITU	Chairman
FERDINAND A. DOMINGO	Member
VICTOR P. LAZATIN *(Independent Director)*	Member
GABRIEL A. DEE	Member

Audit Committee

VICTOR P. LAZATIN *(Independent Director)*	Chairman
MARIZA SANTOS-TAN	Member
CHERRYLYN G. PRADO-CAOILE	Member
FERDINAND A. DOMINGO	Member
ALFONSO G. REYNO III	Member

Compensation and Remuneration Committee

ALFONSO VICTORIO G. REYNO III	Chairman
GABRIEL A. DEE	Member
MARIZA SANTOS-TAN	Member

		FELIX ANG (*Independent Director*)	Member

The stockholders approved the following amendments to the Corporation's By-Laws:

1. Amendments to *Article VII and Section 2 of Article VIII* by making the Chairman of the Board as Chief Executive Officer and the President as the Chief Operating Officer, and providing for their duties and responsibilities;

2. Amendments to *Section 2 of Article VI and Section 2 of Article XVII* by changing the date of the annual meeting of the Board of Directors and Annual Stockholders' meeting of the Corporation from the last Wednesday of June of each year to the second to the last business day of June of each year; and

3. Amendment of Article II of the By-laws to include the guidelines for the nomination and election of the Independent Directors as provided in SRC Rule 38 of the amended Implementing Rules and Regulations of the Securities Regulations Code.

The stockholders approval of the resolution of the Board of Directors of the Corporation dated 25 June 2012, to increase the authorized capital stock of the Corporation from One Billion Five Hundred Million (Php1,500,000,000.00) to Five Billion Pesos (Php5,000,000,000.00), and the corollary amendment to Article 7 of the Amended Articles of Incorporation of the Corporation have already been approved during the Annual Stockholders' Meeting last July 23, 2012.

June 26, 2013 Item No. 6

Please be informed that during the Annual Stockholders' meeting of the Board of Directors of MJC Investments Corporation (the "Corporation") last 26 June 2013, the Board approved and ratified the appointment of Atty. Chrizellie Keh Almendral as the new Corporate Information Officer effective immediately. All information concerning the Corporation should be addressed to the newly-appointed Corporate Information Officer.

Please find the attached PSE CIO Disclosure Form together with two (2) photocopies of her Identification card bearing a photograph with her customary signature for your reference.

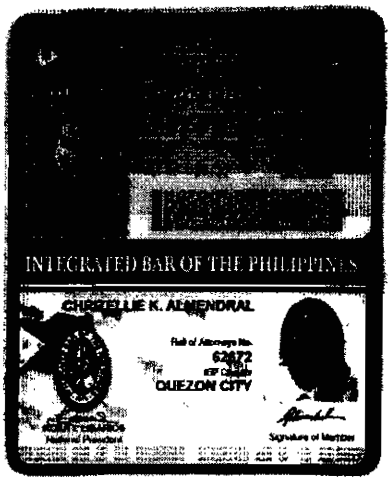
FORM 2-OOISy

THE PHILIPPINE STOCK EXCHANGE, INC.
Disclosure Department

Instruction: Kindly accomplish this form with the required information on the Company's Corporate Information Officer/Officer In-Charge. **Please attach a photocopy of his/her company I.D. or any valid I.D., bearing a photograph and his/her customary signature.**

COMPANY NAME: MJC INVESTMENTS CORPORATION

Name:	CHRIZELLIE K. ALMENDRAL	**Signature of CIO/OIC**
Username:	chrizie	
Title:	Corporate Information Officer	
Telephone Number:	631-2892	
Mobile Number:	09164277009	
Facsimile Number:	631-2846	
Mailing Address:	12th Floor Strata 100 Building F. Ortigas Jr. Road, Ortigas Center Pasig City	
E-Mail Address:	atty_almendral@yahoo.com	



July 01, 2013	Item No. 6	With regard to our disclosure dated 26 June 2013 appointing Mr. Jose Alvaro Rubio as the new Treasurer of the Board of Directors of MJC Investments Corporation (MIC), please be informed that Mr. Rubio has one (1) share in the corporation.
July 10, 2013	Item No. 6	We would like to make an amendment to our previous disclosure on June 26, 2013 of the results of the annual meeting of the stockholders of the MJC Investments Corporation ("MIC") held on the same day, the stockholders elected the following as members of the Board of Directors to serve as such for the ensuing year:

ALFONSO R. REYNO, JR.
MARIZA SANTOS-TAN
ALFONSO VICTORIO G. REYNO III

TEIK SENG CHEAH
GABRIEL A. DEE
CHERRYLYN G. PRADO-CAOILE
JOHN ANTHONY B. ESPIRITU
CHRISTOPHER G. REYNO
FERDINAND A. DOMINGO
VICTOR P. LAZATIN
FELIX R. ANG

Atty. Lazatin and Mr. Ang were elected Independent Directors.

Immediately after the stockholders' meeting, the newly elected members of the Board of Directors had its organizational meeting and appointed the following as principal officers:

NAME	**POSITION**
ALFONSO R. REYNO, JR.	Chairman of the Board and Presider
ALFONSO G. REYNO III	Executive Vice-President
*MARIZA SANTOS-TAN	Vice-Chairman
JOSE ALVARO RUBIO	Treasurer
RODOLFO B. REYNO, JR.	Chief Finance Officer
FERDINAND A. DOMINGO	General Counsel
LEMUEL M. SANTOS	Corporate Secretary
GABRIEL A. DEE	Assistant Corporate Secretary
CHRIZELLIE K. ALMENDRAL	Corporate Information & Compliance Officer

***Please take note that the position of Mariza Santos-Tan as Vice-Chairman of the Board was failed to include to our previous disclosure.**

July 11, 2013 Item No. 6

Please be informed that during its special meeting held yesterday, the Board of Directors of MJC Investments, Inc. (the "Corporation"), after due bidding, has chosen DATEM, Inc., as the general contractor for the hotel and entertainment project in Sta. Cruz, Manila. DATEM, Inc. is a class AAA contractor with an extensive experience in commercial, residential and hospitality high-rise construction.

Further, the Board approved the additional subscription by the Corporation's strategic investor from Hongkong represented by Mr. Teik Seng Cheah through its Philippine affiliates, to Eight Hundred Seventy-Five Million (875,000,000) shares of stock. The subscription shall be taken from the increase in the authorized capital stock of the Corporation. The funds generated from the subscription shall be used for the construction of the hotel and entertainment project in Sta. Cruz, Manila.

July 18, 2013 Item No. 6

We reply to the Philippine Stock Exchange, Inc.'s letter dated 11 July 2013 requesting for additional information on the following disclosures made by the Corporation:

- Board acceptance of offer from Hong Kong investors to subscribe to 875,000,000 shares

I. Board acceptance of offer from Strategic Investors to subscribe to 875,000,000 shares

a) *Copies of all agreements duly executed that are relevant to the transaction.*

Annex "A" is a standard form of the Subscription Agreement signed by each of the following investors (*hereinafter collectively referred to as "Investors"*):

1) East Bonham Holdings, Inc. – 61,285,000 shares
2) Branford Ridge Holdings, Inc. - 61,285,000 shares
3) Flying Heron Holdings, Inc. - 61,285,000 shares
4) Orchardstar Holdings, Inc. - 61,285,000 shares
5) Belltower Lakes Holdings, Inc. - 61,285,000 shares
6) Purple Cassady Holdings, Inc. - 61,285,000 shares
7) Cherrygrove Holdings, Inc. - 61,285,000 shares
8) Mulberry Orchid Holdings, Inc. - 61,285,000 shares
9) One Wisteria Loop Holdings, Inc. – 63,892,500 shares
10) Everdeen Sands Holdings, Inc. – 53,471,250 shares
11) Belgrave Square Holdings, Inc. – 53,471,250 shares
12) Savile Row Holdings, Inc. - 53,471,250 shares
13) Fairbrooks Holdings, Inc. - 53,471,250 shares
14) Montbrecia Place Holdings, Inc. - 53,471,250 shares
15) Pepperberry Vista Holdings, Inc. - 53,471,250 shares

Please note that the subscription of each of the Investors is less than 10% of the outstanding capital stock of the Corporation.

b) *Description of the transaction including the timetable for implementation and related regulatory requirements.*

In line with the capital raising program of the Corporation, the Strategic Investors belonging to the group of Director Teik Seng Cheah offered to subscribe to additional 875,000,000 shares of stock to be taken from the increase in the authorized capital stock.[1] Upon acceptance by the Board of Directors of the offer to subscribe on July 10, 2013, the Strategic Investors paid and remitted to the Corporation the amount of Php218,750,000.00 representing twenty-five percent (25%) of the shares to be subscribed.

c) *Rationale for the transaction, including the benefits which are expected to be accrued to the Company as a*

[1] On July 23, 2012, the stockholders of the Corporation unanimously approved the increase in its authorized capital stock from Php1,500,000,000 to Php5,000,000,000.

result of the transaction.

The Board of Directors accepted the offer of the Strategic Investors due to the following:

1. The group of the subscribing stockholders are strategic investors of the Corporation.

2. The transaction shall provide the Corporation with funds to undertake the construction of its hotel and entertainment project, a five-star hotel, tourism and entertainment hub which will be located on its 7,510 square meter property at SLTBP in Santa Cruz, Manila. SLTBP is already home to a high-end residential condominium project jointly developed by Ayala Land and MJC, and the SM San Lazaro. After due bidding, the Corporation has already chosen DATEM, Inc., as the general contractor for the hotel and entertainment project with an estimated contract value of P926 Million.

d) The aggregate value of the consideration, explaining how this is to be satisfied, including the terms of any arrangements for payment on a deferred basis.

The total consideration for the subscription to 875,000,000 common shares of the Corporation is Php875,000,000.00.

Upon acceptance by the Board, the Strategic Investors paid and remitted Php218,750,000.00 representing twenty-five percent (25%) of the total subscription price of Php875,000,000.00. The balance of Php656,250,000.00 shall be paid upon approval by the Securities and Exchange Commission of the increase in the authorized capital stock of the Corporation from Php1,500,000,000.00 to Php5,000,000,000.00.

e) The basis upon which the consideration or the issue value was determined.

The consideration was arrived after considering the following:

(i) The Investors are deemed Strategic Investors:
(ii) The acceptance by the Strategic investors of the transfer price of the property subject of the property-for-share swap, which is Php80,000.00 per square meter;
(iii) The consideration was paid in full and in cash; and
(iv) As per Punongbayan and Araullo, the fair value per share of the Corporation using market based approach, ranges from Php0.56 per share to Php 1.35 per share, thus, the share price of Php1.00 per share under this transaction is fair and reasonable.

f) Detailed work program of the application of proceeds, the corresponding timetable of disbursements and status of each project included in the work program.

The proceeds shall be applied to the construction of the hotel and entertainment project which shall have 160 suites, a 1000+ person capacity columnless ballroom, more than 5,000 square meters of themed event space and more than a thousand parking slots. Foundation works are already ongoing at the site and full operation of the facility is anticipated within 500 days from award of the contract to Datem, Inc.

g) *Identity of the beneficial owner/s of the shares subscribed. (For individuals: list of shareholdings in other companies with the issuer, list of companies where the individual is an officer or a director, and relationships with the existing directors and stockholders of all parties to the transaction.)*

We are currently inquiring as to the identities of the beneficial owner(s), if any, and have no such information as of the moment.

h) *For Subscribers with no track record or with no operating history: the Subscriber must present a statement of active business pursuits and objectives which details the steps undertaken and proposed to be undertaken by the Issuer in order to advance its business. Projected financial statements shall only be required should there be references made in the statement to forecasts or targets*

We wish to clarify the intent of this item as it seems to refer to the Issuer, and not to the subscribers. With respect to the Issuer, we note that the issuer is an investment holding company engaged in the business of acquiring by purchase, lease or otherwise, lands or interests in lands and realty, and to own, hold, improve or develop said land or real estate so acquired, and to build or cause to be built on any lands owned, held or occupied, buildings, facilities, and other structures with their appurtenances, for residential, commercial, mixed-use, leisure, gaming, amusement and entertainment purposes.

i) *Identities of controlling and substantial stockholders of the parties to the transaction accompanied by a structural chart depicting the structure of the Subscriber and the Issuer and the interests of such stockholders, both before and after the implementation of the proposed transaction.*

I. Before the Transaction

Controlling and Substantial Shareholders of the Issuer

1. Manila Jockey Club, Inc. – 51.99%
2. Strategic Investors – 33.03%
3. Others (Public) – 10.14%

II. After the Transaction

Controlling and Substantial Shareholders of the Issuer

1. Manila Jockey Club, Inc. – 31.65%%
2. Strategic Investors– 59.23%
3. Others (Public) – 9.12%

j) *The interest which directors of the parties to the transaction have in the proposed transaction.*

Directors Teik Seng Cheah, Atty. Gabriel A. Dee and Atty. Cherrylyn Prado-Caoile are representative of the subscribers in the Board of Directors of the Issuer.

k) *Statement as to the steps to be taken, if any, to safeguard the interests of any independent shareholders;*

During the June 26, 2013 annual stockholders meeting where 94% of the outstanding capital stock were present and/or represented by proxy, the stockholders 9 including the majority of the minority stockholders) unanimously approved the following:

1. Equity infusion by way of subscription to 450,000,000 primary shares of the Corporation by the group of investors headed by Mr. Teik Seng Cheah (Please note that this refers to the subscription made by the Strategic investors on January 17, 2013);

2. Additional equity infusion by way of subscription to primary shares by the group of investors headed by Mr. Tiek Seng Cheah and other interested stockholders and related parties should the need arises under the Corporation's capital build-up program to have additional funds for the completion of the hotel and entertainment project at the SLTBP.

l) *Effects of the Following:*

The ownership structure shall be that provided under i. II herewith upon approval by the Securities and Exchange Commission of the Corporation's increase in the authorized capital stock from Php1,500,000,000.00 to Php5,000,000,000.00.

l.2) Capital Structure

	Before	After
Authorized Capital Stock	1,500,000,000	5,000,000,000
Amount	Php 1,500,000,000	Php 5,000,000,000
Number of Shares	1,500,000,000	5,000,000,000
Subscribed Capital		
Amount	Php1,362,202,978	Php2,237,202,978
Number of Shares	1,362,202,978	2,237,202,978
Paid Up Capital		
Amount	Php1,301,257,115	Php 2, 176,257,115

Issued and Outstanding Shares	1,362,202,978	2,237,202,978
Listed Shares	106,360,137	same
Par Value	Php 1.00	Php 1.00

l.3) Corporation's Public Float; and

The Corporation shall comply with the minimum public ownership required by law.

l.4) Foreign Ownership Level

As of date, the foreign ownership level of the Corporation is .0001%

m) *Conditions precedent to closing of the transaction, if any.*

Upon approval by the Securities and Exchange Commission of the increase in authorized capital stock.

n) *Any other information necessary to enable an investor to make an informed investment decision.*

None.

We hope we have provided you with sufficient information on the disclosure made by the Corporation on 11 July 2012.

ANNEX "A"

SUBSCRIPTION AGREEMENT

This SUBSCRIPTION AGREEMENT ("Agreement") is executed on this ___ day of _____ 2013 at ________________ by and between:

________________, a corporation duly organized and existing under the laws of the Republic of the Philippines with principal office address at __________________, represented herein by its Chairman, ________________, hereinafter referred to as "Issuer";

-and-

________________, a corporation duly organized and existing under the laws of the Republic of the Philippines with principal office address at __________________, represented herein by its Authorized Representatives, ________________, hereinafter referred to as "Subscriber";

(The Issuer and the Subscriber are collectively referred to herein as the

"Parties")

WITNESSETH, That;

WHEREAS, Issuer has offered to issue and the Subscriber has agreed to subscribe to _______________ common shares of stock of the Issuer with a par value of One Peso (Php 1.00) per share;

WHEREAS, the Issuer has agreed to accept the Subscriber's subscription to the Shares, subject to the terms and conditions set forth in this Agreement;

NOW THEREFORE, for and in consideration of the foregoing premises and the mutual covenants hereinafter set forth, the Parties hereby agree as follows:

Section 1. **SUBSCRIPTION TO SHARES**- The Subscriber hereby subscribes to ________________ common shares of stock of the Issuer with a par value of One Peso (Php 1.00) per share (the "Shares") and the Issuer hereby accepts such subscription. The Shares shall be taken from the increase in the authorized capital stock of the Issuer.

Section 2. **SUBSCRIPTION PRICE**- The subscription price of the Shares shall be PHILIPPINE PESOS: _______________________ (the "Subscription Price").

Section 3. **PAYMENT OF SUBSCRIPTION PRICE**- Twenty-Five Percent (25%) shall be paid upon the execution of this contract and the balance payable upon approval by the Securities and Exchange Commission of the increase in the authorized capital stock of the Issuer from 1,500,00,000 to 5,000,000,000.

Section 4. **DELIVERY OF STOCK CERTIFICATES**-Upon full payment and remittance by the Subscriber of the Subscription Price, the Issuer shall issue to the Subscriber the stock certificate evidencing the Shares (the "Stock Certificates") in the name of the Subscriber.

Section 5. **PAYMENT OF TAXES**- The payment of the required documentary stamp tax due on the issuance of the Shares to the Subscriber shall be for the account of the Issuer.

IN WITNESS WHEREOF, the parties have executed this Agreement on the date and at the place first written above.

_______________________	_______________________
ISSUER	SUBSCRIBER
By:	By:

SIGNED IN THE PRESENCE OF:

------------------------------ ------------------------------

July 25, 2013	Item No. 6	This is in response to the Philippine Stock Exchange Inc.'s letter dated, July 25, 2013, requesting a clarification and/or confirmation on the news article that was published with the Philippine Daily Inquirer on July 25, 2013. The article reported that:

MJC sets tourism project

P3.7-B hotel, mall to be built in San Lazaro

By Miguel R. Camus

MJC Investments Corp., the leisure and tourism arm of Manila Jockey Club, said it started a P3.7-billion tourism project in Manila after announcing plans to raise fresh capital. Both companies are listed on the Philippine Stock Exchange.

In a statement dated July 23, MJC Investments said it broke ground on the Winford Hotel, which will encompass an 18-story, luxury hotel with a six-story retail, entertainment and recreation podium.

The project is located at the Lazaro Business and Tourism Park in Santa Cruz, Manila, a vertical integrated urban township comprised of luxury high-rise condominiums, and Manila's only dedicated, PEZA-zoned IT and business process outsourcing dedicated tower, the statement showed.

MJC Investments said the venue will "provide premium hotel, entertainment and meeting options in one of Metro Manila's most affluent areas."

"We are proud to be bringing to market a project that will service an affluent and highly desirable market that has long clamored for world-class accommodations, entertainment and recreation," Alfonso Reyno, Jr., chair and CEO of MIC, said in the statement.

"It is an opportune time to be in the tourism and hospitality business in the Philippines," he added.

The company announced earlier this month that it would raise added funds with the subscription of additional shares of MJC Investments by its Hong Kong-based "strategic investor," represented by Cheah Teik Sing. The deal involved 875 million shares of MJC Investments.

"The fundamentals of the Philippine economy, and the rapid growth of your country's tourism industry ensure demand for luxury hotel rooms, and our partnership is well placed to capitalize upon these unique opportunities and build long-term value," Cheah said in the same statement.

We confirm the above information particularly the amount of Php3.7 billion for the 18-storey luxury hotel with a 6-storey retail, entertainment and recreation podium at the San Lazaro Tourism and Business Park in Sta. Cruz, Manila. Please note that the total floor area of the hotel and entertainment project is approximately 73,000 square meters which will consist of 160 suites, 1,000 person capacity columnless ballroom, more than 5,000 square meters of themed events space and more than a thousand parking slots. The entire project including the civil works, electromechanical works, interiors and equipment has an approximate cost of Php50,000.00 per square meter. The interior designer of the project is Gettys Group, Inc., a Chicago based firm, and some of its designs include 5 Shangri-la Hotels in China, Jumeirah Beach Hotel in Dubai, Hyatt Regency in Mexico and The Peninsula in Hongkong.

October 03, 2013 Item No. 6

Please be informed that the Securities and Exchange Commission (SEC) has approved on 23 September 2013 the Corporation's increase in authorized capital stock from Php1.5 Billion to Php5 Billion and the corresponding amendment to the Corporation's Articles of Incorporation as evidenced by the *Certificate of Filing of Amended Articles of Incorporation* (Amending Article VII thereof) and the *Certificate of Approval of Increase of Capital Stock* dated 23 September 2013 issued by the SEC on even date.

October 04, 2013 Item No. 6

Please be informed that MJC Investments Corporation (the "Corporation") issued the following stock certificates on 03 October 2013:

Issuance	Subscriber	Date of Issuance
875,000,000 shares	Strategic investors as previously disclosed by the Corporation in its PSE disclosure on 18 July 2013	03 October 2013
189,513,013	Non-related parties	03 October 2013

shares	namely: a. Grand Stallion Hotel and Amusement, Inc.* - (85,500,000 shares) b. Grand Prosperity Hotels and Liesure Corporation* - (94,013,013 shares) c. Altesse Royale Holdings Corp. – (10,0000,000 shares)	

The 189,513,013 shares were additionally issued to comply with the instruction of the Board to maintain a public ownership of at least 16%. If 875,000,000 shares were the only ones issued, public ownership level will go down drastically below the 16% level. The additional subscriptions were accepted by the Board on 03 October 2013.

The shares were taken from the increase in te authorized capital stock of the Corporation which increase was approved by the Securities and Exchange Commission on September 23, 2013.

Please find below the breakdown of the computation of the Corporation's public float as of 03 October 2013:

I. Public Float as of July 31, 2013 (as reported to the Exchange):

a. Issued and Outstanding Shares: **1,436,101,146**
b. Non-Public Shareholdings : **1,198,247,486**
c. Public Ownership : **237,853,660 or 16.56%**
(compliant)

II. Public Float as of 03 October 2013

a. Issued and Outstanding Shares : **2,500,614,159**
b. Non-Public Shareholdings : **2,073,247,486**
Breakdown:
i. Directors and Officers: 14,302,725
ii. Directors' Affiliates/Principal Stockholders : 25,784,624
iii. Principal Stockholders
a. Manila Jockey Club, Inc. - 107,360,137
b. Manila Jockey Club, Inc. - 600,800,000
c. Hong Kong Strategic Investors - 1,325,000,000
(*through their Philippine Affiliates*)

c. Public Ownership : **427,366,673 or 17.09%**
(compliant)
Breakdown of Public Ownership:
237,853,660 *(as of July 31, 2013)*
189,513,013 (*Issued on October 03, 2013*)

III. Foreign Ownership as of 03 October 2013 :

FILIPINO: **2,500,542,328 or 99.99%**

FOREIGN: **71,831 or 0.00003%**

October 11, 2013 Item No. 6

In compliance with Sec. 4.1 and 4.4 of the Revised Disclosure Rules of the Exchange regarding a discloseable event or information, please be informed that the Securities and Exchange Commission ("Commission") assessed a penalty of Fifty Thousand Three Hundred Pesos (Php50,300.00) for belatedly filing its 2012 3rd Quarterly Report (SEC Form 17-Q) with the Commission.

-- END –

SIGNATURES

Pursuant to the requirements of the Securities Regulation code, the registrant has duly caused this statement to be signed on its behalf by the undersigned thereunto duly authorized.

Registrant : MJC INVESTMENTS CORPORATION
Date : 29 APR 2014

By:

ALFONSO R. REYNO, JR.
Chairman of the Board & President

ALFONSO VICTORIO G. REYNO III
Executive Vice-President

RODOLFO B. REYNO, JR.
Chief Finance Officer

ROSARINA C. DIZON
Chief Accounting Officer

GABRIEL A. DEE
Asst. Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 29 APR 2014 at Pasig City, affiants exhibiting to me their ID Nos., as follows:

Names	ID Nos.	Date/Place Issued
Alfonso R. Reyno, Jr.	TIN No. 114-555-166	Manila, Philippines
Alfonso Victorio G. Reyno III	TIN No. 903-359-248	Manila, Philippines
Gabriel A. Dee	TIN No. 107-043-106	Manila, Philippines
Rodolfo B. Reyno, Jr.	TIN No. 100-752-248	Manila, Philippines
Rosarina C. Dizon	TIN No. 118-335-202	Manila, Philippines

ATTY. HEATHER EZRA C. ANNANG
NOTARY PUBLIC
APPOINTMENT NO. 112-(2013-2014)
Until December 31, 2014
PTR No. 9844336 / Jan. 09, 2014 – Pasig City
IBP No. 954389 / Jan. 09, 2014 – Cagayan
CITY OF PASIG
Roll of Attorney No. 54476

Doc. No. 176;
Page No. 37;
Book No. I;
Series of 2014.

INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

MJC INVESTMENTS CORP.
12F Strata 100 Bldg., F. Ortigas Jr. Road, Ortigas Center, Pasig City
Tel. No. 632-7373/Fax No. 631-2846

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **MJC INVESTMENTS COPORATION** is responsible for the preparation and fair presentation of the financial statements for the years ended December 31, 2013 and 2012, including the additional components attached therein, in accordance with the Philippine Financial Reporting Standards. This responsibility includes designing and implementing internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

The Board of Directors reviews and approves the financial statements and submits the same to the stockholders or members.

SyCip Gorres Velayo & Co., the independent auditors, appointed by the stockholders has examined the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders or members, has expressed its opinion on the fairness of presentation upon completion of such examination.

ATTY. ALFONSO R. REYNO, JR.
President & Chief Executive Officer

RODOLFO B. REYNO, JR.
Chief Finance Officer

UNIONBANK OF THE PHIL
JULIA VARGAS BRANCH
CODE-434
APR 15 2014
INITIAL DATE

Subscribed and sworn to before me on this 30th day of April Pasig City, exhibiting their TIN: 114-555-166 and 100-752-248, respectively issued in the Philippines.

Signed this 3rd day of April, 2014

HEATHER EZRA C. ANNANG
NOTARY PUBLIC
APPOINTMENT NO. 112 (2013-2014)
UNTIL DECEMBER 31,2014
PTR NO. 9844336 / 01-09-14 / PASIG CITY
IBP NO. 954389 / 01-09-14 / CAGAYAN
CITY OF PASIG
ROLL OF ATTORNEY NO. 54476

Doc No. 178
Page No. 37
Book No. 1
Series 2014

MJC INVESTMENTS CORP.
12F Strata 100 Bldg., F. Ortigas Jr. Road, Ortigas Center, Pasig City
Tel. No. 632-7373/Fax No. 631-2846

STATEMENT OF MANAGEMENT'S RESPONSIBIILITY FOR ANNUAL INCOME TAX RETURN

Management of **MJC INVESTMENTS CORPORATION** is responsible for all information and representations contained in the Annual Income Tax Return for the year ended **December 31, 2013**. Management is likewise responsible for all information and representations contained in the financial statements accompanying the (Annual Income Tax Return or Annual Information Return) covering the same reporting period. Furthermore, the Management is responsible for all information and representations contained in all the other tax returns filed for the reporting period, including, but not limited, to the value added tax and/or percentage tax returns, withholding tax returns, documentary stamp tax returns, and any and all other tax returns.

In this regard, the Management affirms that the attached audited financial statements for the year ended **December 31, 2013** and the accompanying Annual Income Tax Return are in accordance with the books and records of **MJC INVESTMENTS CORPORATION**, complete and correct in all material respects. Management likewise affirms that:

(a) the Annual Income Tax Return has been prepared in accordance with the provisions of the National Internal Revenue Code, as amended, and pertinent tax regulations and other issuances of the Department of Finance and the Bureau of Internal Revenue;

(b) any disparity of figures in the submitted reports arising from the preparation of financial statements pursuant to financial accounting standards and the preparation of the income tax return pursuant to tax accounting rules has been reported as reconciling items and maintained in the company's books and records in accordance with the requirements of Revenue Regulations No. 8-2007 and other relevant issuances;

(c) the **MJC INVESTMENTS CORPORATION** has filed all applicable tax returns, reports and statements required to be filed under Philippine tax laws for the reporting period, and all taxes and other impositions shown thereon to be due and payable have been paid for the reporting period, except those contested in good faith.

ATTY. ALFONSO R. REYNO, JR.
President & Chief Executive Officer

RODOLFO B. REYNO, JR.
Chief Finance Officer

APR 15 2014

FS FOR FILING WITH SEC

AFTER THE BIR HAS DULY STAMPED "RECEIVED."

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SEC Registration Number

MJC INVESTMENTS CORPORATION

(Company's Full Name)

12th Floor, Strata 100 Building, Emerald Avenue, Ortigas Center, Pasig City

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

Rodolfo B. Reyno
(Contact Person)

914-4852
(Company Telephone Number)

1	2		3	1

Month *Day*
(Calendar Year)

A	A	F	S

(Form Type)

0	6		2	6

Month *Day*
(Annual Meeting)

Not Applicable
(Secondary License Type, If Applicable

SEC
Dept. Requiring this Doc.

N/A
Amended Articles Number/Section

Total Amount of Borrowings

452
Total No. of Stockholders

N/A
Domestic

N/A
Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

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BRANCH

APR 15 2014

DATE

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SGV
Building a better working world

SyCip Gorres Velayo & Co
6760 Ayala Avenue
1226 Makati City
Philippines

Tel. (632) 891 0307
Fax (632) 819 0872
ey.com/ph

BOA/PRC Reg. No. 0001,
December 28, 2012, valid until December 31, 2015
SEC Accreditation No. 0012-FR-3 (Group A),
November 15, 2012, valid until November 16, 2015

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
MJC Investments Corporation
12th Floor, Strata 100 Building
Emerald Avenue, Ortigas Center
Pasig City

Report on the Financial Statements

We have audited the accompanying financial statements of MJC Investments Corporation, which comprise the balance sheets as at December 31, 2013 and 2012, 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, 2013, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Philippine Financial Reporting Standards, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Philippine Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

APR 15 2014

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of MJC Investments Corporation as at December 31, 2013 and 2012, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2013 in accordance with Philippine Financial Reporting Standards.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information required under Revenue Regulations15-2010 in Note 21 to the financial statements are presented for purposes of filing with the Bureau of Internal Revenue and are not a required part of the basic financial statements. Such information are the responsibility of the management of MJC Investments Corporation. The information have been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information are fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Arnel F. De Jesus
Partner
CPA Certificate No. 43285
SEC Accreditation No. 0075-AR-3 (Group A),
February 14, 2013, valid until February 13, 2016
Tax Identification No. 152-884-385
BIR Accreditation No. 08-001998-15-2012,
June 19, 2012, valid until June 18, 2015
PTR No. 4225163, January 2, 2014, Makati City

April 3, 2014

UNIONBANK OF THE PHIL.
JULIA VARGAS BRANCH
BANK
APR 15 2014
DATE

MJC INVESTMENTS CORPORATION
BALANCE SHEETS

	December 31	
	2013	**2012**
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 5, 17 and 18)	**₱1,214,469,681**	₱8,892,026
Advances and other receivables (Notes 6, 17 and 18)	**223,220,496**	113,484,393
Prepayment	**900,090**	–
Input value added tax (VAT) (Note 7)	**102,830,215**	74,130,395
Total Current Assets	**1,541,420,482**	196,506,814
Noncurrent Assets		
Property and equipment (Note 8)	**841,896,050**	610,676,786
Deferred input VAT (Note 7)	**6,922,975**	–
Total Noncurrent Assets	**848,819,025**	610,676,786
TOTAL ASSETS	**₱2,390,239,507**	₱807,183,600
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and other current liabilities (Notes 9, 17 and 18)	**₱83,332,756**	₱12,997,130
Deposit for future stock subscription	–	675,900,000
Income tax payable (Note 11)	**6,000**	3,500
Total Liabilities	**83,338,756**	688,900,630
Equity		
Capital stock (Note 13)	**2,395,065,605**	166,221,101
Deficit	**(88,164,854)**	(47,938,131)
Total Equity	**2,306,900,751**	118,282,970
TOTAL LIABILITIES AND EQUITY	**₱2,390,239,507**	₱807,183,600

See accompanying Notes to Financial Statements.

MJC INVESTMENTS CORPORATION
STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2013	2012	2011
INVESTMENT GAINS (LOSSES)			
Gains (losses) on fair value changes of held for trading investments	**₱–**	₱27,594,539	(₱5,736,071)
Gain on sale of held for trading investments	–	–	8,096,911
	–	27,594,539	2,360,840
EXPENSES			
Salaries and wages (Note 1)	**19,102,206**	–	–
Filing and listing fees	**7,547,960**	2,536,650	243,850
Meetings and conferences	**4,221,677**	6,096,505	370,146
Transportation and travel	**4,148,333**	4,998,513	1,297,372
Professional fees (Note 1)	**2,720,838**	14,415,500	715,930
Director's fees (Note 12)	**843,500**	1,045,000	446,500
Rent	**861,021**	–	–
Representation	**263,403**	46,652	62,668
Supplies	**65,389**	50,553	15,855
Utilities	**282,239**	52,000	85,760
Taxes and licenses	**40,526**	8,576,048	488,117
Depreciation (Note 8)	**35,018**	17,739	106,441
Brokerage fee and other related expenses	–	–	533,607
Others (Note 15)	**572,693**	2,160,748	65,419
	40,704,803	39,995,908	4,431,665
OTHER INCOME			
Interest income (Note 10)	**10,917,012**	249,051	154,940
Dividend income	–	2,069,598	98,166
Reversal of liability	–	–	2,142,634
Others	–	–	(100)
	10,917,012	2,318,649	2,395,640
INCOME (LOSS) BEFORE INCOME TAX	**(29,787,791)**	(10,082,720)	324,815
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 11)	**2,129,377**	15,842	(133,183)
NET INCOME (LOSS)	**(31,917,168)**	(10,098,562)	457,998
OTHER COMPREHENSIVE INCOME	–	–	–
TOTAL COMPREHENSIVE INCOME (LOSS)	**(₱31,917,168)**	(₱10,098,562)	₱457,998
Basic/Diluted Earnings (Losses) Per Share (Note 14)	**(₱0.020)**	(₱0.042)	₱0.002

See accompanying Notes to Financial Statements.

MJC INVESTMENTS CORPORATION

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2013, 2012 AND 2011

	Capital Stock (Note 14)					
	Subscribed	Subscription receivables	Net	Additional paid-in capital	Deficit	Total
BALANCES AT DECEMBER 31, 2011	**₱237,902,978**	**(₱98,657,131)**	**₱139,245,847**	**₱2,528,624**	**(₱37,364,193)**	**₱104,410,278**
Collection of subscription receivables (Notes 12 and 13)	–	26,975,254	26,975,254	–	–	26,975,254
Transaction cost on property-for-share exchange	–	–	–	(2,528,624)	(475,376)	(3,004,000)
Total comprehensive loss for the year	–	–	–	–	(10,098,562)	(10,098,562)
BALANCES AT DECEMBER 31, 2012	**237,902,978**	**(71,681,877)**	**166,221,101**	**–**	**(47,938,131)**	**118,282,970**
Collection of subscription receivables	–	39,786,281	39,786,281	–	–	39,786,281
Subscription of capital stock (Note 12 and 13)	2,262,711,181	(73,652,958)	2,189,058,223	–	–	2,189,058,223
Transaction cost on issuance of capital stock	–	–	–	–	(8,309,555)	(8,309,555)
Total comprehensive loss for the year	–	–	–	–	(31,917,168)	(31,917,168)
BALANCES AT DECEMBER 31, 2013	**₱2,500,614,159**	**(₱105,548,554)**	**₱2,395,065,605**	**₱–**	**(₱88,164,854)**	**₱2,306,900,751**

See accompanying Notes to Financial Statements.

MJC INVESTMENTS CORPORATION
STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2013	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES			
Income (loss) before income tax	**(₱29,787,791)**	(₱10,082,720)	₱324,815
Adjustments for:			
Interest income (Note 10)	**(10,917,012)**	(249,051)	(154,940)
Depreciation (Note 8)	**35,018**	17,739	106,441
Unrealized losses (gains) on fair value changes of held for trading investments	–	(27,594,539)	5,736,071
Dividend income	–	(2,069,598)	(98,166)
Reversal of liabilities	–	–	(2,142,634)
Gain on sale of held for trading investments	–	–	(8,096,911)
Operating loss before working capital changes	**(40,669,785)**	(39,978,169)	(4,325,324)
Decrease (increase) in:			
Advances and other receivables	**(108,821,958)**	(5,945,265)	106,956
Input value added tax			
Current	**(28,699,820)**	(73,861,770)	(145,779)
Deferred	**(6,922,975)**	–	–
Prepayments	**(900,090)**	–	–
Held for trading investments	–	–	6,820,255
Increase in accounts payable and other current liabilities	**69,407,765**	20,908,363	1,544,385
Net cash generated from (used in) operations	**(116,606,863)**	(98,876,841)	4,000,493
Income taxes paid, including withholding final taxes	**(2,126,877)**	(41,491)	(25,988)
Net cash flows provided by (used in) operating activities	**(118,733,740)**	(98,918,332)	3,974,505
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisitions of property and equipment (Note 8)	**(231,254,282)**	–	–
Interest received (Note 10)	**10,002,867**	74,051	154,940
Advances received from related parties (Note 12)	**927,861**	–	(5,000,000)
Dividends received	–	2,069,598	98,166
Net cash flows provided by (used in) investing activities	**(220,323,554)**	2,143,649	(4,746,894)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from subscription of capital stock (Note 13)	**1,513,158,223**	–	–
Collection of subscription receivable (Note 13)	**39,786,281**	26,975,254	–
Transaction cost for issuance of capital stock	**(8,309,555)**	–	–
Payment of taxes and licenses for property for share exchange	–	(3,004,000)	–
Deposit for future stock subscription	–	75,100,000	–
Payments of advances from related parties (Note 13)	–	(13,057,429)	(3,739,257)
Net cash flows provided by (used in) financing activities	**1,544,634,949**	86,013,825	(3,739,257)
NET INCREASE (DECREASE) IN CASH	**1,205,577,655**	(10,760,858)	(4,511,646)
CASH AT BEGINNING OF YEAR	**8,892,026**	19,652,884	24,164,530
CASH AT END OF YEAR	**₱1,214,469,681**	₱8,892,026	₱19,652,884

See accompanying Notes to Financial Statements.

MJC INVESTMENTS CORPORATION
NOTES TO FINANCIAL STATEMENTS

1. Corporate Information

MJC Investments Corporation (the "Company"), was incorporated on July 15, 1955 as Palawan Consolidated Mining Company, Inc. On November 11, 1955, the Company was listed in the Philippine Stock Exchange (PSE). The following are the series of changes in corporate name and their effective dates of change as approved by the Philippine Securities and Exchange Commission (SEC):

Date	Corporate Name
February 12, 1997	Ebecom Holdings Inc.
September 25, 2003	Aries Prime Resources, Inc.
September 30, 2008	MJCI Investments, Inc.
October 15, 2009	MJC Investments Corporation

In 2005, the SEC approved the extension of the Company's corporate life for another fifty years starting July 2005.

On April 16, 2008, the Board of Directors (BOD) accepted the offer of Manila Jockey Club, Inc. (MJCI) for the Company to be the transferee of MJCI's non-core assets (including real estate properties and gaming machinery and equipment) under a property-for-share exchange subject to certain conditions, which were executed on July 23, 2012 (see Note 15).

On January 19, 2010, the SEC approved the amendment of the Company's primary purpose from engaging in mining operation to that of an investment holding company, which is to acquire by purchase, lease or otherwise, lands or interest in lands and realty, and to own, hold, improve or develop said land or real estate so acquired, and to build or cause to be built on any lands owned, held, occupied or acquired, buildings, facilities, and other structures with their appurtenances, for residential, commercial, mixed-use, leisure, gaming, amusement and entertainment purposes.

The registered office address of the Company is 12th Floor, Strata 100 Building, Emerald Avenue, Ortigas Center, Pasig City. In 2013, administrative and finance functions as well as the operations of the Company are handled by its own staff which was previously provided by MJCI in 2012.

The financial statements as of December 31, 2013 and 2012 and for each of the three years in the period ended December 31, 2013 were authorized for issue by the BOD on April 3, 2014.

2. Basis of Preparation, Statement of Compliance and Changes in Accounting Policies and Disclosures

Basis of Preparation
The financial statements of the Company have been prepared using the historical cost basis. The financial statements are presented in Philippine Peso (Peso, ₱), the Company's functional currency, and rounded off to the nearest Peso, except when otherwise indicated.

Statement of Compliance
The financial statements of the Company have been prepared in compliance with Philippine Financial Reporting Standards (PFRS). PFRS includes Philippine Accounting Standards (PAS) and Philippine interpretation of International Financial Reporting Interpretations Committee (IFRIC) interpretations issued by the Financial Reporting Standards Council (FRSC).

Changes in Accounting Policies and Disclosures
The accounting policies adopted are consistent with those of the previous financial year except that the Company has adopted the following standards and interpretations mandatory beginning January 1, 2013. Unless otherwise indicated, the adoption of these new and amended standards and interpretations do not have a material impact on the Company's financial statements.

New Accounting Standards, Interpretations and Amendments Effective in 2013

- PFRS 7, *Financial instruments: Disclosures - Offsetting Financial Assets and Financial Liabilities* (Amendments)
  These amendments require an entity to disclose information about rights of set-off and related arrangements (such as collateral agreements). The new disclosures are required for all recognized financial instruments that are set off in accordance with PAS 32. These disclosures also apply to recognized financial instruments that are subject to an enforceable master netting arrangement or 'similar agreement', irrespective of whether they are set-off in accordance with PAS 32. The amendments require entities to disclose, in a tabular format, unless another format is more appropriate, the following minimum quantitative information. This is presented separately for financial assets and financial liabilities recognized at the end of the reporting period:
  a) The gross amounts of those recognized financial assets and recognized financial liabilities;
  b) The amounts that are set off in accordance with the criteria in PAS 32 when determining the net amounts presented in the statement of financial position;
  c) The net amounts presented in the statement of financial position;
  d) The amounts subject to an enforceable master netting arrangement or similar agreement that are not otherwise included in (b) above, including:
     i. Amounts related to recognized financial instruments that do not meet some or all of the offsetting criteria in PAS 32; and
     ii. Amounts related to financial collateral (including cash collateral); and
  e) The net amount after deducting the amounts in (d) from the amounts in (c) above.

  The amendments have no impact on the Company's financial position or performance.

- PFRS 10, *Consolidated Financial Statements*
  PFRS 10 replaced the portion of PAS 27, *Consolidated and Separate Financial Statements*, that addressed the accounting for consolidated financial statements. It also included the issues raised in SIC 12, *Consolidation - Special Purpose Entities*. PFRS 10 established a single control model that applied to all entities including special purpose entities. The changes introduced by PFRS 10 require management to exercise significant judgment to determine which entities are controlled, and therefore, are required to be consolidated by a parent, compared with the requirements that were in PAS 27.

- PFRS 11, *Joint Arrangements*
  PFRS 11 replaced PAS 31, *Interests in Joint Ventures*, and SIC 13, *Jointly Controlled Entities - Non-Monetary Contributions by Venturers*. PFRS 11 removed the option to account for jointly controlled entities using proportionate consolidation. Instead, jointly controlled entities that meet the definition of a joint venture must be accounted for using the equity method.

- PFRS 12, *Disclosure of Interests in Other Entities*
  PFRS 12 sets out the requirements for disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. The requirements in

PFRS 12 are more comprehensive than the previously existing disclosure requirements for subsidiaries (for example, where a subsidiary is controlled with less than a majority of voting rights).

- PFRS 13, *Fair Value Measurement*
  PFRS 13 establishes a single source of guidance under PFRSs for all fair value measurements. PFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under PFRS. PFRS 13 defines fair value as an exit price. PFRS 13 also requires additional disclosures.

  As a result of the guidance in PFRS 13, the Company re-assessed its policies for measuring fair values, in particular, its valuation inputs such as non-performance risk for fair value measurement of liabilities. The Company has assessed that the application of PFRS 13 has not materially impacted the fair value measurements of the Company. Additional disclosures, where required, are provided in the individual notes relating to the assets and liabilities whose fair values were determined. Fair value hierarchy is provided in Note 17 to the financial statements.

- PAS 1, *Presentation of Financial Statements - Presentation of Items of Other Comprehensive Income (OCI)* (Amendments)
  The amendments to PAS 1 introduced a grouping of items presented in OCI. Items that will be reclassified (or "recycled") to profit or loss at a future point in time (for example, upon derecognition or settlement) will be presented separately from items that will never be recycled. The amendments do not change the nature of the items that are currently recognized in OCI, nor do they impact the determination of whether items of OCI are classified through profit or loss in the future periods.

- PAS 19, *Employee Benefits* (Revised)
  For defined benefit plans, the revised PAS 19 requires all actuarial gains and losses to be recognized in other comprehensive income and unvested past service costs previously recognized over the average vesting period to be recognized immediately in profit or loss when incurred.

  Prior to adoption of the revised PAS 19, the Company recognized actuarial gains and losses as income or expense when the net cumulative unrecognized gains and losses for each individual plan at the end of the previous period exceeded 10% of the higher of the defined benefit obligation and the fair value of the plan assets and recognized unvested past service costs as an expense on a straight-line basis over the average vesting period until the benefits become vested. Upon adoption of the revised PAS 19, the Company changed its accounting policy to recognize all actuarial gains and losses in other comprehensive income and all past service costs in profit or loss in the period they occur.

  The revised PAS 19 replaced the interest cost and expected return on plan assets with the concept of net interest on defined benefit liability or asset which is calculated by multiplying the net balance sheet defined benefit liability or asset by the discount rate used to measure the employee benefit obligation, each as at the beginning of the annual period.

  The revised PAS 19 also amended the definition of short-term employee benefits and requires employee benefits to be classified as short-term based on expected timing of settlement rather than the employee's entitlement to the benefits. In addition, the revised PAS 19 modifies the timing of recognition for termination benefits. The modification requires the termination benefits to be recognized at the earlier of when the offer cannot be withdrawn or when the related restructuring costs are recognized.

Changes to definition of short-term employee benefits and timing of recognition for termination benefits do not have any impact to the Company's financial position and financial performance.

- PAS 27, *Separate Financial Statements* (as revised in 2011)
  As a consequence of the issuance of the new PFRS 10, *Consolidated Financial Statements*, and PFRS 12, *Disclosure of Interests in Other Entities*, what remains of PAS 27 is limited to accounting for subsidiaries, jointly controlled entities, and associates in the separate financial statements.

- PAS 28, *Investments in Associates and Joint Ventures* (as revised in 2011)
  As a consequence of the issuance of the new PFRS 11, *Joint Arrangements*, and PFRS 12, *Disclosure of Interests in Other Entities*, PAS 28 has been renamed PAS 28, *Investments in Associates and Joint Ventures*, and describes the application of the equity method to investments in joint ventures in addition to associates.

- Philippine Interpretation IFRIC 20, *Stripping Costs in the Production Phase of a Surface Mine*
  This interpretation applies to waste removal (stripping) costs incurred in surface mining activity, during the production phase of the mine. The interpretation addresses the accounting for the benefit from the stripping activity. This new interpretation is not relevant to the Company.

- PFRS 1, *First-time Adoption of International Financial Reporting Standards - Government Loans* (Amendments)
  The amendments to PFRS 1 require first-time adopters to apply the requirements of PAS 20, *Accounting for Government Grants and Disclosure of Government Assistance*, prospectively to government loans existing at the date of transition to PFRS. However, entities may choose to apply the requirements of PAS 39, *Financial Instruments: Recognition and Measurement*, and PAS 20 to government loans retrospectively if the information needed to do so had been obtained at the time of initially accounting for those loans. These amendments are not relevant to the Company.

Annual Improvements to PFRSs (2009-2011 cycle)
The *Annual Improvements to PFRS* (2009-2011 cycle) contain non-urgent but necessary amendments to PFRSs. These amendments to the following standards, which the Company adopted, have no impact to the financial statements:

- PFRS 1, *First-time Adoption of PFRS - Borrowing Costs;*
- PAS 1, *Presentation of Financial Statements - Clarification of the Requirements for Comparative Information;*
- PAS 16, *Property, Plant and Equipment - Classification of Servicing Equipment;*
- PAS 32, *Financial Instruments: Presentation - Tax Effects of Distributions to Holders of Equity Instruments;* and
- PAS 34, *Interim Financial Reporting - Interim Financial Reporting and Segment Information for Total Assets and Liabilities.*

Future Changes in Accounting Policies
Standards issued but not yet effective up to the date of the issuance of the financial statements are listed below. Unless otherwise stated, the adoption of the applicable standards will not have an impact on the financial statements. The Company intends to adopt the applicable standards and interpretations when they become effective.

- PAS 32, *Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities* (Amendments)
  The amendments clarify the meaning of "currently has a legally enforceable right to set-off" and also clarify the application of the PAS 32 offsetting criteria to settlement systems (such as central clearing house systems) which apply gross settlement mechanisms that are not simultaneous. The amendments affect presentation only and have no impact on the Company's financial position or performance.

- PAS 36, *Impairment of Assets - Recoverable Amount Disclosures for Non-Financial Assets* (Amendments)
  These amendments remove the unintended consequences of PFRS 13 on the disclosures required under PAS 36. In addition, these amendments require disclosure of the recoverable amounts for the assets or cash-generating units (CGUs) for which impairment loss has been recognized or reversed during the period. The amendments affect disclosures only and have no impact on the Company's financial position or performance.

- PAS 39, *Financial Instruments: Recognition and Measurement - Novation of Derivatives and Continuation of Hedge Accounting* (Amendments)
  These amendments provide relief from discontinuing hedge accounting when novation of a derivative designated as a hedging instrument meets certain criteria.

- PFRS 10, PFRS 12 and PAS 27, *Investment Entities* (Amendments)
  These amendments are effective for annual periods beginning on or after January 1, 2014. They provide an exception to the consolidation requirement for entities that meet the definition of an investment entity under PFRS 10. The exception to consolidation requires investment entities to account for subsidiaries at fair value through profit or loss.

- Philippine Interpretation IFRIC 21, *Levies* (IFRIC 21)
  IFRIC 21 clarifies that an entity recognizes a liability for a levy when the activity that triggers payment, as identified by the relevant legislation, occurs. For a levy that is triggered upon reaching a minimum threshold, the interpretation clarifies that no liability should be anticipated before the specified minimum threshold is reached.

- PFRS 9, *Financial Instruments*
  PFRS 9, as issued, reflects the first phase on the replacement of PAS 39 and applies to the classification and measurement of financial assets and liabilities as defined in PAS 39, *Financial Instruments: Recognition and Measurement*. Work on impairment of financial instruments and hedge accounting is still ongoing, with a view to replacing PAS 39 in its entirety. PFRS 9 requires all financial assets to be measured at fair value at initial recognition. A debt financial asset may, if the fair value option (FVO) is not invoked, be subsequently measured at amortized cost if it is held within a business model that has the objective to hold the assets to collect the contractual cash flows and its contractual terms give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal outstanding. All other debt instruments are subsequently measured at fair value through profit or loss. All equity financial assets are measured at fair value either through other

comprehensive income (OCI) or profit or loss. Equity financial assets held for trading must be measured at fair value through profit or loss. For FVO liabilities, the amount of change in the fair value of a liability that is attributable to changes in credit risk must be presented in OCI. The remainder of the change in fair value is presented in profit or loss, unless presentation of the fair value change in respect of the liability's credit risk in OCI would create or enlarge an accounting mismatch in profit or loss. All other PAS 39 classification and measurement requirements for financial liabilities have been carried forward into PFRS 9, including the embedded derivative separation rules and the criteria for using the FVO. The adoption of the first phase of PFRS 9 will not have an effect on the classification and measurement of the Company's financial assets, but will potentially have no impact on the classification and measurement of financial liabilities.

- Philippine Interpretation IFRIC 15, *Agreements for the Construction of Real Estate*
  This interpretation covers accounting for revenue and associated expenses by entities that undertake the construction of real estate directly or through subcontractors. The interpretation requires that revenue on construction of real estate be recognized only upon completion, except when such contract qualifies as construction contract to be accounted for under PAS 11, *Construction Contracts*, or involves rendering of services in which case revenue is recognized based on stage of completion. Contracts involving provision of services with the construction materials and where the risks and reward of ownership are transferred to the buyer on a continuous basis will also be accounted for based on stage of completion. The SEC and the FRSC have deferred the effectivity of this interpretation until the final Revenue standard is issued by the International Accounting Standards Board (IASB) and an evaluation of the requirements of the final Revenue standard against the practices of the Philippine real estate industry is completed. The standard has no impact on the Company's financial position and performance.

<u>Annual Improvements to PFRSs (2010-2012 cycle)</u>
The Annual Improvements to PFRSs (2010-2012 cycle), which are expected to have no impact to the financial statements of the Company, contain non-urgent but necessary amendments to the following standards:

- PFRS 2, *Share-based Payment - Definition of Vesting Condition;*
- PFRS 3, *Business Combinations - Accounting for Contingent Consideration in a Business Combination;*
- PFRS 8, *Operating Segments - Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets;*
- PFRS 13, *Fair Value Measurement - Short-term Receivables and Payables;*
- PAS 16, *Property, Plant and Equipment - Revaluation Method - Proportionate Restatement of Accumulated Depreciation;*
- PAS 24, *Related Party Disclosures - Key Management Personnel;*
- PAS 38, *Intangible Assets - Revaluation Method - Proportionate Restatement of Accumulated Amortization.*

<u>Annual Improvements to PFRSs (2011-2013 cycle)</u>
The Annual Improvements to PFRSs (2011-2013 cycle), which are expected to have no impact to the financial statements of the Company, contain non-urgent but necessary amendments to the following standards:

- PFRS 1, *First-time Adoption of PFRS - Meaning of 'Effective PFRSs';*
- PFRS 3, *Business Combinations - Scope Exceptions for Joint Arrangements;*
- PFRS 13, *Fair Value Measurement - Portfolio Exception;*

- PAS 40, *Investment Property.*

3. Summary of Significant Accounting and Financial Reporting Policies

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

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

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

Cash and Cash Equivalents

Cash includes cash on hand and cash in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and are subject to an insignificant change in value.

Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized initially at fair value. Transaction costs are included in the initial measurement of all financial assets and financial liabilities, except for financial instruments measured at fair value through profit or loss (FVPL). Fair value is determined by reference to the transaction price or other market prices. If such market prices are not readily determinable, the fair value of the consideration is estimated as the sum of all future cash payments or receipts, discounted using the prevailing market rates of interest for similar instruments with similar maturities.

The Company recognizes a financial asset or a financial liability in the balance sheet when it becomes a party to the contractual provisions of the instrument.

All regular way purchases and sales of financial assets are recognized on the trade date, i.e., the date that the Company commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the market place.

Financial assets are classified into the following categories:
a. Financial assets at FVPL
b. Loans and receivables
c. Held-to-maturity (HTM) investments
d. Available-for-sale (AFS) financial assets

Financial liabilities, on the other hand, are classified into the following categories:
a. Financial liabilities at FVPL
b. Other financial liabilities

As of December 31, 2013 and 2012, the Company has no financial assets or financial liabilities at FVPL, HTM investments and AFS financial assets.

The Company determines the classification at initial recognition and, where allowed and appropriate, re-evaluates this classification at every balance sheet date.

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. Loans and receivables are carried at cost or amortized cost in the balance sheet.

Amortization is determined using the effective interest rate method. Loans and receivables are included in current assets if maturity is within 12 months from the balance sheet date. Otherwise, these are classified as noncurrent assets.

Included in this category are the Company's cash and cash equivalents and receivables as of December 31, 2013 and 2012 (see Note 17).

Other financial liabilities
This category pertains to financial liabilities that are not held for trading or not designated at FVPL upon the inception of the liability. These include liabilities arising from operations (e.g., payables and accruals) or borrowings (e.g., loans and obligations arising from finance lease). The liabilities are recognized initially at fair value and are subsequently carried at amortized cost, taking into account the impact of applying the effective interest method of amortization (or accretion) for any related premium (or discount) and any directly attributable transaction costs.

Included in this category are the Company's accounts payable and other current liabilities as of December 31, 2013 and 2012 (see Note 17).

Determination of Fair Value
The fair value of financial instruments traded in active markets at the balance sheet date is based on their quoted market price or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs. When current bid and asking prices are not available, the price of the most recent transaction provides evidence of the current fair value as long as there has not been a significant change in economic circumstances since the time of the transaction.

For all other financial instruments not listed in an active market, the fair value is determined by using appropriate valuation techniques. Valuation techniques include net present value techniques, comparison to similar instruments for which market observable prices exist, options pricing models and other relevant valuation models.

Derecognition of Financial Assets and Financial Liabilities

Financial assets
A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar 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 under a "pass-through" arrangement; or
- 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 control of the asset.

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

Financial liabilities
A financial liability is derecognized when the obligation under the liability is discharged or cancelled or has expired.

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 derecognition 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.

Day 1 Difference
Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable markets, the Company recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss

unless it qualifies for recognition as some other type of asset. In cases where data used is not observable, the difference between the transaction price and model value is only recognized in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the "Day 1" difference.

Offsetting Financial Instruments
Financial assets and financial liabilities are offset and the net amount reported in the balance sheet 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 balance sheet.

Impairment of Financial Assets
The Company assesses at each balance sheet date whether a financial asset or Company of financial assets is impaired.

Assets carried at amortized cost
The Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. Objective evidence includes observable data that comes to the attention of the Company about loss events such as, but not limited to, significant financial difficulty of the counterparty, a breach of contract, such as a default or delinquency in interest or principal payments, probability that the borrower will enter bankruptcy or other financial reorganization. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in the Company of financial assets with similar credit risk characteristics and that Company of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognized are not included in the collective assessment of impairment.

If there is objective evidence that an impairment loss on loans and receivables carried at amortized cost has been incurred, the amount of loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e., the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced either directly or through the use of an allowance account. The amount of loss is recognized in profit or loss.

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 by adjusting the allowance account. The amount of the reversal is recognized in profit or loss. Interest income continues to be accrued on the reduced carrying amount based on the original effective interest rate of the asset. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral, if any, has been realized or has been transferred to the Company. If in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognized, the previously recognized impairment loss is increased or reduced by adjusting the allowance for impairment losses account. If a future write-off is later recovered, the recovery is recognized in profit or loss. Any subsequent reversal of an impairment loss is recognized in profit or loss, to the extent that the carrying value of the asset does not exceed its amortized cost at reversal date.

Input value added tax (VAT)
Input VAT is recognized when the Company purchases goods or services from a VAT-registered supplier or vendor. This account is offset against any output VAT previously recognized.

Property and Equipment
Property and equipment, except land, is stated at cost, excluding the costs of day-to-day servicing, less accumulated depreciation and any accumulated impairment in value. Land is stated at cost less impairment in value.

The initial cost of an asset comprise its purchase price, any related capitalizable borrowing costs and other directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after the property and equipment have been put into operation, such as repairs and maintenance costs, are normally charged to income in the period in which 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 property and equipment.

Depreciation commences when an asset is in its location and condition capable of being operated in the manner intended by management and ceases at the earlier of the date the assets are held for sale and the date the assets are derecognized. Depreciation of building improvements is computed on a straight-line basis over the estimated useful life of 3 years.

The assets' estimated residual values, estimated useful lives and depreciation method are reviewed periodically to ensure that the residual values, periods and method of depreciation are consistent with the expected pattern of economic benefits from the items of property and equipment.

When assets are sold or retired, their costs and accumulated depreciation, and any accumulated impairment in value are eliminated from the accounts. Any gain or loss resulting from their disposal is included in profit or loss.

Construction in progress is stated at cost. This includes cost of construction, borrowing costs incurred during the development or construction phase and other direct costs. Borrowing costs are capitalized until the property is completed and becomes operational. Construction in progress is not depreciated until such time as the relevant assets are completed and put into operational use. The capitalized interest is amortized over the estimated useful life of the related assets.

Impairment of Nonfinancial Assets
The Company assesses at each balance sheet date whether there is an indication that its property and equipment may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell and its value-in-use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

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

Deposit for Future Stock Subscription
Deposit for future stock subscription represents amounts received that will be applied as payment in exchange for a fixed number of the Company's own equity instruments, and presented in the equity section of the balance sheet. These are measured at cost and are reclassified to capital stock upon issuance of shares.

In accordance with Financial Reporting Bulletin No. 6 issued by the SEC, the following elements should be present as of the balance sheet date in order for the Deposits for Future Stock Subscriptions (DFS) to qualify as equity:

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

If any or all of the foregoing elements are not present, the transaction should be recognized as liability.

Capital Stock
Capital stock represents the portion of the paid in capital representing the total par value of the shares issued. When the Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued. Incremental costs incurred directly attributable to the issuance of new shares are shown in equity as a deduction from proceeds, net of tax.

Additional Paid-in Capital
Additional paid-in capital pertains to the amount paid in excess of the par value of the shares either subscribed, issued, or both.

Deficit
Deficit represents the cumulative balance of net income or loss, dividend distributions, prior period adjustments and effects of changes in accounting policy.

Basic/Diluted Earnings (Losses) Per Share
Basic earnings per share (EPS) is computed by dividing net income attributable to equity holders of the Company for the year by the weighted average number of common shares outstanding during the year after giving retroactive effect to stock dividends declared and stock rights

exercised during the year, if any. The Company currently does not have potential dilutive common shares.

Revenue Recognition
Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be measured reliably. The following specific recognition criteria must also be met before revenue is recognized:

Interest income
Revenue is recognized as the interest accrues taking into account the effective yield on the asset.

Dividend income
Revenue is recognized when the Company's right to receive the payment is established.

Expenses
Expenses are recognized in profit or loss at the date they are incurred.

Other Comprehensive Income
Items of income and expense (including items previously presented under the statement of changes in equity) that are not recognized in profit or loss for the year are recognized as other comprehensive income and are presented as other comprehensive income in the statement of comprehensive income.

Income Taxes

Current tax
Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the balance sheet date.

Deferred tax
Deferred tax is recognized using the balance sheet liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

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

Deferred tax assets and deferred income tax liabilities are measured at the tax rates that are expected to apply to the year when the assets are realized or the liabilities are settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

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

Provisions and Contingencies
Provisions are recognized when: (1) the Company has a present obligation (legal or constructive) as a result of a past event; (2) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and (3) a reliable estimate of the amount of the obligation can be made. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. When the Company expects a provision or loss to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain and its amount is estimable.

Contingent liabilities are not recognized in the financial statements but 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 are disclosed when an inflow of economic benefits is probable. Contingent assets are assessed continually to ensure that developments are appropriately reflected in the financial statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognized in the financial statements.

Segment Reporting
The Company's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Company has only one reportable segment and is presented in Note 16 to the financial statements.

Events After the Balance Sheet Date
Events after the balance sheet date that provide additional information about the Company's position at the balance sheet date (adjusting events), if any, are reflected in the financial statements. Events after the balance sheet date that are not adjusting events are disclosed in the notes to the financial statements when material.

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements in accordance with PFRS requires the Company to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses, other comprehensive income (loss) and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the financial statements as they become reasonably determinable.

Judgments, estimates and assumptions 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.

Judgments

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

Determination of functional currency

The Company's functional currency was determined to be the Peso. It is the currency of the primary economic environment in which the Company operates.

Classification of financial instruments

The Company classifies a financial instrument, or its component parts, on initial recognition either as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definition of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the balance sheet.

Recognition of deferred tax assets

The Company makes an estimate of its future taxable income and reviews the carrying amount of the deferred tax assets at each balance sheet date. The carrying amount is reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

As of December 31, 2013 and 2012, no deferred tax assets on the Company's unused NOLCO and excess MCIT were recognized as management believes that the Company may not have sufficient taxable income against which the excess MCIT and unused NOLCO may be applied (see Note 11).

Estimates and Assumptions

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

Determination of fair value of financial instruments

Financial assets and financial liabilities, on initial recognition, are accounted for at fair value. The fair values of financial assets and financial liabilities on initial recognition are normally the transaction prices. In the case of those financial assets and financial liabilities that have no active markets, fair values are determined using an appropriate valuation technique. The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique: (a) Level 1 - quoted prices in active markets for identical assets and liabilities; (b) Level 2 - inputs other than quoted prices included in *Level 1* that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and (c) Level 3 - inputs that are not based on observable market data or unobservable inputs.

Estimation of allowance for doubtful accounts

The allowance for doubtful accounts relating to receivables is estimated based on two methods. The amounts calculated using each of these methods are combined to determine the total allowance to be provided. First, specific accounts are evaluated based on information that certain customers may be unable to meet their financial obligations. In these cases, judgment is used based on the best available facts and circumstances, including but not limited to, the length of relationship with the customer and the customer's current credit status based on third party credit reports and known market factors, to record specific reserves against amounts due to reduce receivable amounts expected to be collected. These specific reserves are re-evaluated and adjusted as additional information received impacts the amounts estimated. Second, a collective assessment of historical collection, write-off, experience and customer payment terms is made. The amount and timing of recorded expenses for any period could therefore differ based on the judgments or estimates made. An increase in the Company's allowance for doubtful accounts will increase its recorded operating expenses and decrease its current assets.

The carrying value of receivables as of December 31, 2013 and 2012 are disclosed in Note 6 to the financial statements. No provision for doubtful accounts was recognized in 2013, 2012 and 2011.

Estimation of the useful life of property and equipment
The useful lives of each of the Company's property and equipment are estimated based on the period over which the assets are expected to be available for use. Such estimation is based on a collective assessment of industry practice, internal technical evaluation and experience with similar assets. The estimated useful lives of each asset are reviewed periodically and updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets. It is possible, however, that future financial performance could be materially affected by changes in the amounts and timing of recorded expenses brought about by the changes in the factors mentioned above. A reduction in the estimated useful lives of any property and equipment would increase the recorded operating expenses and decrease noncurrent assets. There were no changes in the estimated useful life of the property and equipment in 2013 and 2012.

As of December 31, 2013 and 2012, the carrying value of property and equipment are disclosed in Note 8 to the financial statements.

Impairment of nonfinancial assets
The Company assesses at each balance sheet date whether there is any indication that property and equipment may be impaired. If such indication exists, the entity shall estimate the recoverable amount of the asset, which is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value-in-use.

No impairment loss was recognized in 2013, 2012 and 2011 for input VAT and property and equipment. Based on management's assessment, there are no indications of impairment on the Company's nonfinancial assets.

The carrying values of the property and equipment are disclosed in Note 8 to the financial statements.

Recoverability of input VAT
The Company assesses the recoverability of input VAT based on the estimated sale of services subject to VAT. Management has assessed that the recognized input VAT as of December 31, 2013 and 2012 are recoverable and are disclosed in Note 7 to the financial statements.

Provisions
The Company provides for present obligations (legal or constructive) where it is probable that there will be an outflow of resources embodying economic benefits that will be required to settle said obligations. An estimate of the provision is based on known information at balance sheet date, net of any estimated amount that may be reimbursed to the Company. No provisions were recognized as of December 31, 2013, 2012 and 2011.

5. Cash and Cash Equivalents

This account consists of:

	2013	2012
Cash on hand	**₱50,000**	₱–
Cash in banks	**65,613,458**	8,892,026
Cash equivalents	**1,148,806,223**	–
	₱1,214,469,681	₱8,892,026

Cash in banks generally earn interest at the respective bank deposit rates. Cash equivalents are short-term deposits made for varying periods of up to three months and earn interest at the respective short-term deposit rates.

Interest income earned from bank deposits and time deposits aggregated to ₱10.6 million in 2013 and ₱0.1 million in 2012 and 2011 (see Note 10).

6. Advances and Other Receivables

This account consists of:

	2013	2012
Advances to an affiliate (see Note 12)	**₱113,784,393**	₱113,484,393
Advances to contractors and suppliers	**108,321,958**	–
Advances to employees	**200,000**	–
Interest receivable	**914,145**	–
	₱223,220,496	₱113,484,393

Interest receivable consists of accrued interest income from time deposit.

Advances to suppliers include payments made to suppliers for goods or services to be received in the future. Advances to contractors pertain to down payments and advances paid by the company for the development of a project in Manila (see Note 8).

7. Input VAT

This consists of:

	2013	2012
Current	**₱102,830,215**	₱74,130,395
Non-current:		
Construction in progress (Note 8)	**6,779,494**	–
Others	**143,481**	–
	6,922,975	–
	₱109,753,190	₱74,130,395

8. Property and Equipment

The rollforward analysis of this account consists of:

	2013			
	January 1	**Additions**	**Disposals**	**December 31**
Cost				
Land	**₱600,800,000**	**₱–**	**₱–**	**₱600,800,000**
Furnitures and fixtures	–	**14,866**	–	**14,866**
Computer software and hardware	–	**185,643**	–	**185,643**
Office equipment	–	**36,464**	–	**36,464**
Transportation equipment	–	**1,625,893**	–	**1,625,893**
	600,800,000	**1,862,866**	–	**602,662,866**
Accumulated depreciation				
Furnitures and fixtures	–	**1,987**	–	**1,987**
Computer software and hardware	–	**29,394**	–	**29,394**
Office equipment	–	**3,637**	–	**3,637**
Total	–	**35,018**	–	**35,018**
Net book value	**600,800,000**	**1,827,848**	–	**602,627,848**
Construction in progress	**9,876,786**	**229,391,416**	–	**239,268,202**
Total	**₱610,676,786**	**₱231,219,264**	**₱–**	**₱841,896,050**

	2012			
	January 1	Additions	Disposals	December 31
Cost				
Land	₱–	₱600,800,000	₱–	₱600,800,000
Buildings and improvements	319,322	–	319,322	–
	319,322	600,800,000	319,322	600,800,000
Accumulated depreciation				
Buildings and improvements	301,583	17,739	319,322	–
Net book value	17,739	600,782,261	–	600,800,000
Construction in progress	1,376,786	8,500,000	–	9,876,786
Total	₱1,394,525	₱609,282,261	₱–	₱610,676,786

Construction in progress pertains mainly to a development project in Manila (see Notes 6 and 9).

In 2012, land with an appraised value of ₱600,800,000 was received as consideration for the subscription of MJCI to the Company's common shares in accordance with the memorandum of agreement dated July 24, 2008 (see Note 15).

9. Accounts Payable and Other Current Liabilities

This account consists of:

	2013	2012
Accrued expenses	**₱61,825,353**	₱8,821,500
Retention payable	**12,660,676**	–
Accounts payable	**6,922,602**	–
Withholding taxes payable	**850,918**	19,125
Advances from an affiliate (Note 12)	**945,171**	17,310
Accrued employee benefit	**43,983**	–
Other liabilities	**84,053**	4,139,425
	₱83,332,756	₱12,997,130

Accrued expenses are normally settled within the next financial year. As of December 31, 2013, accrued expenses of the Company mainly pertain to unbilled construction cost incurred for the development a project in Manila (see Note 8).

Accounts payable are noninterest-bearing and are normally settled within 30 days.

Retention payable represents the portion of construction billings which will be paid upon satisfaction by the contractors of the conditions specified in the contracts or until defects have been corrected.

Deposit for future stock subscription
In accordance with the MOA dated July 24, 2008, MJCI, the parent company, subscribed to additional 600.8 million shares of the company in exchange for a piece of land with a fair value of ₱600,800,000 (see Notes 15 and 20). In addition, a group of investors deposited ₱75,100,000 for future stock subscription. In 2013, the Company issued 75.1 million common shares for these deposits (see Note 13).

10. Interest Income

Interest income related to:

	2013	2012	2011
Cash and cash equivalents (Note 5)	**₱10,617,012**	₱74,051	₱129,940
Due from related parties (Note 12)	**300,000**	175,000	25,000
	₱10,917,012	₱249,051	₱154,940

11. Income Taxes

a. The provision for (benefit from) for income tax consists of the following:

	2013	2012	2011
Current:			
Final	**₱2,123,377**	₱12,342	₱25,988
MCIT	**6,000**	3,500	43,353
	2,129,377	15,842	69,341
Deferred	–	–	(202,524)
	₱2,129,377	₱15,842	(₱133,183)

b. There were no deferred tax liabilities as of December 31, 2013 and 2012.

c. No deferred tax assets were recognized on the following carryforward benefits of unused NOLCO and excess MCIT as of December 31, 2013 and 2012, as management believes that the Company may not have sufficient taxable income against which the excess MCIT and unused NOLCO may be applied:

	2013	2012
NOLCO	**₱81,905,184**	₱43,776,277
Excess of MCIT over RCIT	**52,853**	75,893

As of December 31, 2013, the details of NOLCO and excess of MCIT over RCIT are as follows:

Year Incurred	Year of Expiration	NOLCO	MCIT
2011	2014	₱1,989,528	₱43,353
2012	2015	39,774,256	3,500
2013	2016	40,141,400	6,000
		₱81,905,184	₱52,853

NOLCO and MCIT incurred in 2010 amounting to ₱2,012,493 and ₱29,040, respectively, expired in 2013.

d. The reconciliation of the Company's provision for (benefit from) income tax at the statutory tax rates to the provision for income tax shown in the statements of comprehensive income is as follows:

	2013	2012	2011
Income tax at statutory rates	**(₱8,936,337)**	(₱3,024,816)	₱97,444
Additions to (reductions in) income tax resulting from tax effects of:			
Movements in unrecognized deferred income tax assets	**11,415,632**	11,948,118	640,211
Interest income subjected to final tax	**(1,061,726)**	(22,215)	(12,994)
Expired NOLCO and MCIT	**632,788**	–	–
Nondeductible expenses and others	**79,020**	13,996	82,381
Changes in fair value of held for trading securities subject to final tax	–	(8,278,362)	(910,775)
Nontaxable dividend income	–	(620,879)	(29,450)
Provision for (benefit from) income tax	**₱2,129,377**	₱15,842	(₱133,183)

12. Related Party Transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control or are controlled by or under common control with the Company, including holding companies, subsidiaries and fellow subsidiaries, are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals, and companies associated with these individuals also constitute related parties. In considering each possible related entity relationship, attention is directed to the substance of the relationship and not merely the legal form.

In the normal course of business, the Company has transactions and account balances with related parties as follows:

			2013		2012			
Entity	Relationship	Nature	**Amount/ Volume**	**Outstanding Receivable (Payable) Balance**	Amount/ Volume	Outstanding Receivable (Payable) Balance	Terms	Condition
Sierra Prime Properties Corporation (SPPC)	Affiliate	Cash advances[a]	**₱–**	**₱5,000,000**	₱5,000,000	₱5,000,000	1 year, 6% per annum, Interest bearing	Unsecured, unguaranteed
		Sale of assets and liabilities (see Note 15)	**–**	**108,214,153**	108,214,153	108,214,153	Non-interest bearing	Unsecured, unguaranteed
		Interest on Cash Advances[a]	**300,000**	**475,000**	175,000	175,000	Non-interest bearing	Unsecured, unguaranteed
		Dividends on held for trading investments (see Notes 9 and 15)	**–**	**–**	4,139,195	(4,139,195)	Non-interest bearing	Unsecured, unguaranteed
		Other advances	**–**	**95,240**	95,240	95,240	Non-interest bearing	Unsecured, unguaranteed
Manila Jockey Club, Inc (MJCI)	Stockholder	Cash advances (see Note 9)	**927,861**	**(945,171)**	17,310	(17,310)	Non-interest bearing, due and demandable	Unsecured, unguaranteed
		Subscription of additional common shares (see Note 13)	**–**	**–**	600,800,000	–	Non-interest bearing	Unsecured, unguaranteed
		Collection of subscription receivable (see Note 13)	**10,736,014**	**42,808,835**	26,975,254	53,544,849	Non-interest bearing	Unsecured, unguaranteed
MJC Forex Corporation (MFC)	Affiliate	Dollar purchases	**23,996,707**	**–**	–	–	On demand, non-interest bearing	Unsecured, no impairment

a. In 2011, the Company extended an interest-bearing advances amounting to ₱5,000,000 to SPPC for a period of one year with interest rate of 6% per annum. Interest income recognized in 2013, 2012 and 2011 amounted to ₱300,000, ₱175,000 and ₱25,000 respectively (see Note 10). Noninterest-bearing receivable from SPPC and interest receivable amounting to ₱108,214,153 and ₱175,000, respectively, pertains to the transfer of a group of assets and liabilities as part of the MOA signed July 24, 2008 in 2012 (see Note 15).

Key Management Personnel
The Company has no standard arrangement with regard to the remuneration of its directors. In 2013, 2012 and 2011, the BOD received director's fees aggregating ₱843,500, ₱1,045,000 and ₱446,500, respectively. In 2013, administrative and finance functions as well as the operations of the Company are handled by its own staff.

13. Equity

The Company was listed with the PSE in November 11, 1955. As of December 31, 2013, the Company has an aggregate of 2,500,614,159 shares listed with the PSE and has a total shareholder of 452 on record.

Capital Stock
The capital stock as of December 31, 2013 and 2012 consist of:

	2013		2012	
	Number of shares	**Amount**	Number of shares	Amount
Common shares - ₱1 par value				
Authorized -5,000,000,000 shares in 2013 and 1,500,000,000 shares in 2012				
Issued and outstanding (held by 452 and 398 equity holder in 2013 and 2012)	**2,309,601,064**	**₱2,309,601,064**	106,360,137	₱106,360,137
Subscribed	**191,013,095**	**191,013,095**	131,542,841	131,542,841
Subscriptions receivable		**(105,548,554)**		(71,681,877)
		₱2,395,065,605		₱166,221,101

On January 23, 2009, MJCI executed a subscription agreement to subscribe to 107,360,137 shares out of the unissued portion of the authorized capital stock of the Company at the subscription price of ₱1 per share. In 2013, MJCI has paid ₱64,551,302 representing the initial and partial payments of 60.13% of the subscription price. As of December 31, 2013, the remaining balance of ₱42,808,835 is payable upon call of the BOD of the Company.

On January 16, 2013, the Company issued 600.8 million shares from its authorized capital stock by virtue of the MOA between the Company and MJCI signed on July 24, 2008.

On January 17, 2013, the Company received from a group of strategic investors the amount of ₱450,000,000 by subscription to 450,000,000 shares to be taken from the unsubscribed portion of the authorized capital stock at a subscription price of ₱1.00 per share. On July 20, 2013, the group of strategic investors subscribed additional 73,500,000 shares of stock to be taken from the increase in the authorized capital stock which was paid in full as of December 31, 2013.

On July 24, 2013, the Company received additional subscription for 73,898,168 shares of the stock option from shareholders in which 245,210 shares are fully paid up. The subscribed balance of shares has related subscription receivables amounting to ₱55,239,719.

On October 3, 2013, the group of strategic investor subscribed to additional 875 million shares at the subscription price of ₱1.00 per share that was paid in full. Additional subscription from non-related parties of 189,513,013 common shares at a subscription price of ₱1.00 per share was received and to be taken from the increase in the authorized capital stock which was also paid in full.

As of December 31, 2013, the subscription for 24,182,704 shares from shareholders in 2010 has a remaining subscription receivable amounting to ₱7,500,000.

Increase in Authorized Capital Stock
In the annual stockholders' meeting of the Company held on June 27, 2008, the stockholders approved and ratified the increase of the authorized capital stock of the Company from 400.0 million shares to 1.5 billion shares with par value of ₱1 per share. The increase in the authorized capital stock was approved by the SEC on August 15, 2012.

Further, during the annual stockholders' meeting of the Company held on June 25, 2012, the stockholders approved and ratified the increase of the authorized capital stock of the Company from 1.5 billion shares to 5.0 billion shares with par value of ₱1 per share. The increase in the authorized capital stock was approved by the SEC on September 23, 2013.

In 2013, the documentary stamp tax on the issuance of capital stock amounting to ₱8,309,555 was charged against "Retained Earnings" in the statement of changes in equity.

14. Basic/Diluted Earnings (Losses) Per Share

	2013	2012	2011
Net income (loss) for the year	**(₱31,917,168)**	(₱10,098,562)	₱457,998
Divided by weighted average number of outstanding common shares	**1,565,430,468**	237,902,978	237,902,978
Basic/diluted earnings (losses) per share	**(₱0.020)**	(₱0.042)	₱0.002

The Company has no potential dilutive common shares as of December 31, 2013, 2012 and 2011. Therefore, the basic and diluted earnings per share are the same as of those dates.

15. Property for Share Swap

On April 16, 2008, the BOD accepted the offer of MJCI for the Company to be the transferee of MJCI's non-core assets (real estate properties and gaming machinery and equipment) under a property for share exchange arrangement subject to certain conditions. On July 24, 2008, MJCI and the Company entered into a MOA that sets forth and discusses the following conditions:

i. in order that MJCI shall have immediate control of the Company, MJCI shall subscribe to 107,360,137 shares of stock out of the unsubscribed portion of the Company's authorized capital stock; and

ii. MJCI shall transfer, convey and assign the Sta. Cruz Property and the gaming machinery and equipment in exchange for shares of capital stock of the Company, exchange ratio shall be one share of the Company for every ₱1 zonal value of the Sta. Cruz property (Property for share exchange)
iii. subscription shall result in the acquisition by MJCI of at least 90% of the outstanding capital stock of the Company.

On February 5, 2009, the MOA was amended to reflect the use of the appraised value of the Sta. Cruz property instead of the zonal value in the property for share exchange.

The MOA was further amended to provide the transfer of the following assets and liabilities to be implemented as follows:

i. The Company shall cause the payment of its existing liabilities in the amount of ₱14.2 million;
ii. The Company shall cause the assignment of its marketable securities and receivables to the previous stockholders;
iii. The Company shall spin off its 5-hectare property in Tanza, Cavite to a new corporation (NEWCO) to be organized by the Company and assign the shares of the capital stock of NEWCO to the previous stockholders of the Company.

On January 23, 2009, in accordance with the MOA, MJCI executed a subscription agreement to subscribe out of the unissued portion of the authorized capital stock of the Company at the subscription price of ₱1 per share for 107,360,137 shares, equivalent to 50.23% ownership in the Company, making MJCI the majority stockholder. As of December 31, 2013, MJCI has paid ₱64,551,302 representing 60.13% of the total subscription price. The remaining balance of ₱42,808,835 is payable upon the call of the BOD of the Company (see Note 13).

On December 6, 2010, the NEWCO was incorporated as SPPC.

On July 23, 2012, the Board approved the implementation of the transfer of the assets to SPPC.

On August 6, 2012, the Company transferred to SPPC the assets and liabilities enumerated below for a total consideration of ₱108,389,153, by virtue of the MOA dated July 24, 2008.

	Agreed Amounts
Assets	
Held for trading investments	₱63,640,124
Investment property	37,679,140
Receivables	25,266,055
Input VAT	58,675
	126,643,994
Liabilities	
Accounts payable	5,195,242
Due from related parties	13,059,599
	18,254,841
Total	**₱108,389,153**

In addition, the Company received dividends on held for trading investments amounting to ₱2,069,598 from MJCI on March 2012, which was recognized by the Company as "Dividend income" in the statements of comprehensive income. Further, in November 2012, the Company also received dividends pertaining to the transferred held for trading investments amounting to ₱2,069,597. The parties have agreed that the dividends on the held for trading investments aggregating ₱4,139,195 is for the account of SPPC, and should form part of the net assets transferred, thus resulting to a loss by the transfer of ₱2,069,598 presented as part of "Other expenses" in the statement of comprehensive income. The dividends on the held for trading investments was fully settled in January 2013.

On October 29, 2012, MJCI transferred 7,510 square meters of the Sta. Cruz property in exchange for 600.8 million common shares of the Company. The property transferred has a fair value of ₱600,800,000 or ₱80,000 per square meter. The transaction is considered as a tax-free exchange under BIR certification in accordance with National Internal Revenue Code Section 40 (c) (2).

In accordance with the BIR certification, the property for share exchange is not subject to income tax, capital gains tax, expanded withholding tax and donor's tax. The transaction, however, is subject to value added tax (VAT) and documentary stamp tax. The input VAT related to the land acquired amounted to ₱72,096,000 is presented as part of "Input VAT" classified as current assets in the balance sheets while the documentary stamp tax amounting to ₱3,004,000 was charged against "Additional paid-in capital" and "Retained earnings" amounting to ₱2,528,624 and ₱475,376, respectively, in the statements of changes in equity.

16. Operating Segment Information

The Company has only one operating segment which is to acquire by purchase, lease or otherwise, lands or interest in lands and realty, and to own, hold, improve or develop said land or real estate so acquired, and to build or cause to be built on any lands owned, held, occupied or acquired, buildings, facilities, and other structures with their appurtenances, for residential, commercial, mixed-use, leisure, gaming, amusement and entertainment purposes.

Management monitors the operating results of its operating segment for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on net income or loss and is measured consistently with the total comprehensive income in the financial statements.

The Company's asset-producing revenues are located in the Philippines (i.e., one geographical location). Therefore, geographical segment information is no longer presented.

Segment Revenue and Expenses

The segment results for the years ended December 31 are as follows:

	2013	2012
Segment revenue	**₱10,917,012**	₱29,913,188
Costs and expenses	**40,704,803**	39,995,908
Loss before income tax	**(29,787,791)**	(10,082,720)
Provision for income tax	**2,129,377**	15,842
Net loss	**(₱31,917,168)**	(₱10,098,562)

Segment Assets and Liabilities and Other Information

The segment assets, liabilities and capital expenditures for the years ended December 31 are as follows:

	2013	2012
Assets	**₱2,390,239,507**	₱807,183,600
Liabilities	**83,338,756**	688,900,630
Capital expenditures	**2,306,900,751**	609,300,000
Interest income	**10,917,012**	249,051
Depreciation	**35,018**	17,739

17. Financial Instruments

The carrying values of cash and cash equivalents, receivables, accounts payable and other current liabilities and due to related parties approximates their fair values due to short-term nature of the transaction.

Fair Value Hierarchy

The Company measures the fair value of financial instruments carried at fair value using the following hierarchy:

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

There were no financial instruments measured at fair value as of December 31, 2013 and 2012. There were no transfers between hierarchy in 2013 and 2012.

18. Financial Risk Management Objectives and Policies

The Company's financial instruments comprise cash and cash equivalents, receivables, accounts payable and other liabilities and due to related parties. The main purpose of these financial instruments is to finance the Company's operations. The main risks arising from the use of these financial instruments include equity price risk, credit risk and liquidity risk. The Company's BOD reviews and approves the policies for managing these risks and these are summarized below.

Credit Risk

Credit risk arises because the counterparty may fail to discharge its contractual obligations. The Company transacts only with related parties and recognized and creditworthy third parties. Receivable balances are monitored on an ongoing basis. Further, management intensifies its collection efforts to collect from defaulting third parties.

The Company's policy is to enter into transactions with a diversity of creditworthy parties to mitigate any significant concentration of credit risk. There are no significant concentrations of credit risk in the Company.

With respect to credit risk arising from other financial assets of the Company, which comprise cash and cash equivalents and receivables, the Company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying value of these instruments.

The table below shows the maximum exposure to credit risk of the Company as of December 31:

	2013	2012
Loans and receivables:		
Cash and cash equivalents*	**₱1,214,419,681**	₱8,892,026
Advances and other receivables	**223,220,496**	113,484,393
	₱1,437,640,177	₱122,376,419

**Excluding cash on hand amounting to ₱50,000 in 2013 and nil in 2012.*

Where financial instruments are recorded at fair value, the amounts shown above represent the current credit risk exposure but not the maximum risk exposure that could arise in the future. The credit quality of financial assets is managed by the Company using internal credit ratings. The tables below show the credit quality of financial assets based on the Company's credit rating system as of December 31:

	2013		
	Standard Grade	**Past Due but not Impaired**	**Total**
Loans and receivables:			
Cash and cash equivalents*	**₱1,214,419,681**	**₱–**	**₱1,214,419,681**
Advances and other receivables	**223,220,496**	**–**	**223,220,496**
	₱1,437,640,177	**₱–**	**₱1,437,640,177**

	2012		
	Standard Grade	Past Due but not Impaired	Total
Loans and receivables:			
Cash and cash equivalents*	₱8,892,026	₱–	₱8,892,026
Advances and other receivables	113,484,393	–	113,484,393
	₱122,376,419	₱–	₱122,376,419

**Excluding cash on hand amounting to ₱50,000 in 2013 and nil in 2012.*

The credit quality of the financial assets was determined as follows:

Cash and cash equivalents
These are considered standard grade based on the nature of the counterparty (e.g., highly reputable banks, among others). Cash in banks are limited to highly reputable banks duly authorized by the BOD.

Advances and others receivables
Standard grade receivables pertain to receivables from related parties, officers and employees and other counterparties, that have no history of significant default or delinquency in collections.

Liquidity Risk

Liquidity risk is defined as the risk that the Company would not be able to settle or meet its obligations on time or at a reasonable price. The Company's objective is to maintain a balance between continuity of funding and flexibility by regularly evaluating its projected and actual cash flows and through the use of bank loans and extension of suppliers' credit terms. The Company maximizes the net cash inflows from operations to finance its working capital requirements.

The tables below summarize the maturity profile of the Company's financial liabilities as of December 31, 2013 and 2012 based on contractual undiscounted payments (principal and interest).

	2013			
	Due and Demandable	**> 1 month**	**> 3 months but < 1 year**	**Total**
Accounts payable and other current liabilities*	**₱945,171**	**₱81,536,667**	**₱–**	**₱82,481,838**

*Amounts are exclusive of nonfinancial liabilities amounting to ₱850,918 and ₱19,125 as of December 31, 2013 and 2012, respectively.

	2012			
	Due and Demandable	> 1 month	> 3 months but < 1 year	Total
Accounts payable and other current liabilities*	₱17,310	₱12,960,695	₱–	₱12,978,005

*Amounts are exclusive of nonfinancial liabilities amounting to ₱850,918 and ₱19,125 as of December 31, 2013 and 2012, respectively.

The following tables show the profile of financial assets used by the Company to manage its liquidity risk:

	2013			
	Due and Demandable	**> 1 month**	**> 3 months but < 1 year**	**Total**
Loans and receivasbles:				
Cash and cash equivalents*	**₱1,214,419,681**	**₱–**	**₱–**	**₱1,214,419,681**
Advances and other receivables	**223,220,496**	–	–	**223,220,496**
Total	**₱1,437,640,177**	**₱–**	**₱–**	**₱1,437,640,177**

	2012			
	Due and Demandable	> 1 month	> 3 months but < 1 year	Total
Loans and receivables:				
Cash and cash equivalents*	₱8,892,026	₱–	₱–	₱8,892,026
Advances and other receivables	113,484,393	–	–	113,484,393
Total	₱122,376,419	₱–	₱–	₱122,376,419

*Excluding cash on hand amounting to ₱50,000 in 2013 and nil in 2012.

19. Capital Management

The primary objective of the Company's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximize stockholders' value.

The Company considers its total equity amounting to ₱2,306,900,751 and ₱118,292,970 as its capital as of December 31, 2013 and 2012, respectively.

The Company maintains a capital base to cover risks inherent in the business. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payments to shareholders, return capital to shareholders or issue capital securities. No changes were made in the objectives, policies and processes from the previous years.

20. Other Matters

On March 18, 2010, the Company was granted a Permit to Operate by PAGCOR for the establishment, maintenance and operation of a casino, PAGCOR San Lazaro, within the San Lazaro Tourism and Business Park in Sta. Cruz, Manila. The permit shall be for a period of ten years, to commence on the date of actual operation of PAGCOR San Lazaro.

As of December 31, 2013, the permit to operate is still pending with PAGCOR for reconfirmation.

21. Supplementary Information Required Under Revenue Regulations (RR) 15-2010

On November 25, 2010, the BIR issued RR No. 15-2010 amending certain provisions of RR No. 21-2002, as amended and implementing Section 6 (H) of the Tax Code of 1997, which authorize the Commissioner of Internal Revenue to prescribe additional procedural and/or documentary requirements in connection with the preparation and submission of financial statements accompanying the tax returns.

The following information reflects the taxes and licenses paid or accrued by the Company in 2013.

a. The Company has no sales/receipts in 2013 that are subject to VAT.

b. The following table shows the sources of input VAT claimed:

Balance at beginning of the year	₱74,130,395
Purchases of:	
Goods other than for resale	28,304,498
Services lodged under other accounts	496,803
Balance at end of the year	₱102,931,696

c. Other taxes and licenses

These include all other taxes, local and national, including real estate taxes, licenses and permit fees included under the 'Taxes and licenses' account under the 'Expenses' section in the Company's statement of comprehensive income. Details consist of the following:

Business permit	₱15,700
Land registration fee	9,000
Documentary stamp tax	5,839
Community tax certificate	620
Local government tax	179
Others	9,188
Total	₱40,526

Documentary stamp tax charged against Retained earnings in 2013:

Issuance of 1,064,513,013 shares	₱5,322,565
Issuance of 523,500,000 shares	2,617,500
Subscription of 73,898,168 shares	369,491
	₱8,309,556

d. Details of the Company's withholding taxes in 2013 are as follows:

Withholding taxes on compensation	₱5,441,345
Expanded withholding taxes	4,331,517
Total	₱9,772,862

e. Tax contingencies

i. The Company has no deficiency tax assessments as of December 31, 2013.

ii. The Company has no tax cases, litigation and/or prosecution in courts or bodies outside the BIR as of December 31, 2013.

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Building a better working world

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SEC Accreditation No. 0012-FR-3 (Group A),
November 15, 2012, valid until November 16, 2015

INDEPENDENT AUDITORS' REPORT
ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
MJC Investments Corporation
12th Floor, Strata 100 Building
Emerald Avenue, Ortigas Center
Pasig City

We have audited in accordance with Philippine Standards on Auditing, the accompanying financial statements of MJC Investments Corporation as at December 31, 2013 and 2012 and for each of the three years in the period ended December 31, 2013 included in this Form 17-A and have issued our report thereon dated April 3, 2014. 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 Financial Statements and Supplementary Schedules are the responsibility of the Company's management. These schedules are presented for purposes of complying with Securities Regulation Code Rule No. 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.

SYCIP GORRES VELAYO & CO.

Arnel F. De Jesus
Partner
CPA Certificate No. 43285
SEC Accreditation No. 0075-AR-3 (Group A),
February 14, 2013, valid until February 13, 2016
Tax Identification No. 152-884-385
BIR Accreditation No. 08-001998-15-2012,
June 19, 2012, valid until June 18, 2015
PTR No. 4225163, January 2, 2014, Makati City

April 3, 2014

MJC INVESTMENTS CORPORATION

Schedule A. Financial Assets

December 31, 2013

Financial Assets	Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet	Valued Based on Market Quotation at End of Reporting Period	Income Received and Accrued
Loans and Receivables					
Cash and Cash Equivalents			1,214,469,681		
Receivables			223,220,495		
Total			₱1,437,690,176		

MJC INVESTMENTS CORPORATION

Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2013

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Deductions		Current	Not Current	Balance at End of Period
			Amounts Collected	Amounts Written Off			
Sierra Prime Properties Corporation	₱ 113,484,393	₱ 300,000			₱ 113,784,393		₱ 113,784,393
	₱ 113,484,393	₱ 300,000			₱ 113,784,393		₱ 113,784,393

MJC INVESTMENTS CORPORATION

Schedule C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements

December 31, 2013

Name of Debtor	Designation of debtor	Balance at the Beginning of the Period	Additions	Deductions			Current	Not Current	Balance at End of Period
				Amounts Collected	Amounts Written Off	Others			
Manila Jockey Club, Inc.		₱ 53,544,849	-	₱ 10,736,014	-	-	-	₱ 42,808,835	₱ 42,808,835
TOTAL		₱ 53,544,849	-	₱ 10,736,014	-	-	-	₱ 42,808,835	₱ 42,808,835

MJC INVESTMENTS CORPORATION

Schedule D. Intangible Assets - Other Assets

December 31, 2013

Description	Beginning Balance	Additions at Cost	Charged to Cost and Expenses	Charged to Other Accounts	Other Changes Additions / (Deductions)	Ending Balance

Not Applicable

MJC INVESTMENTS CORPORATION

Schedule E. Long-term Debt
December 31, 2013

Title of Issue and Type of Obligation	Amount Authorized by Indenture	Amount Shown Under Caption "Current Portion of Long-term Debt" in Related Balance Sheet	Amount Shown Under Caption "Long-term Debt" in Related Balance Sheet						
			Amount - Long-Term	Interest Rate			No. of Periodic Installment	Amount of Periodic Installment	Maturity Date
				Low	High	Average			

Not Applicable

MJC INVESTMENTS CORPORATION

Schedule F. Indebtedness to Related Parties (Long-term Loans from Related Companies)
December 31, 2013

Name of Related Party	Balance at Beginning of Period	Balance at End of Period

Not Applicable

MJC INVESTMENTS CORPORATION

Schedule G. Guarantees of Securities of other Issuers

December 31, 2013

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 Person for which this Statement is Files	Nature of Guarantee
	Not Applicable			

MJC INVESTMENTS CORPORATION
Schedule H. Capital Stock
December 31, 2013

Title of issue	Number of shares authorized	Number of shares issued and outstanding and shown under related balance sheet caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common Stock	5,000,000,000	2,500,614,159	-	-	14,302,725	2,486,311,434

MJC INVESTMENTS CORPORATION

Schedule I. Amounts Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements
December 31, 2013

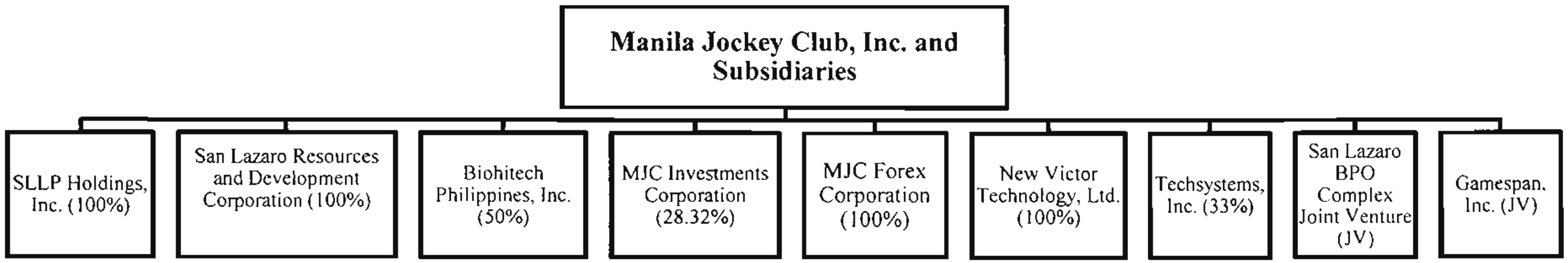
Name of Creditor	Designation of Creditor	Balance at the Beginning of the Period	Additions	Deductions		Current	Not Current	Balance at End of Period
				Amounts Paid	Others			
Manila Jockey Club, Inc.	Affiliate	₱ 17,310	₱ 927,861	-	-	₱ 945,171	-	₱ 945,171

MJC INVESTMENTS CORPORATION

Schedule J. **Parent Company Retained Earnings Available for Dividend Declaration**
December 31, 2013

		Amount
Unappropriated parent company retained earnings, beginning		
Reconciliation:		
Add (Less):		
	Unrealized foreign exchange loss-net	
	Deferred tax assets	
	Mark-to-market gain on derivatives	
	Issuance of treasury shares	
Parent company net income actually earned/realized during the period		
Less:	Non-actual/unrealized income net of tax:	
	Unrealized actuarial gain	**NOT APPLICABLE**
	Mark -to-market gain on derivatives	
Parent company net income actually earned/realized during the period		
Add (Less):		
	Dividend declaration during the period	
	Appropriation of retained earnings	
	Issuance of treasury shares	
Unappropriated parent company retained earnings, as adjusted, ending		

MJC INVESTMENTS CORPORATION
Schedule K. **Map of Affiliates**
December 31, 2013



MJC INVESTMENTS CORPORATION

SCHEDULE OF ALL EFFECTIVE STANDARDS AND INTERPRETATIONS AS OF DECEMBER 31, 2013

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2013		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements Conceptual Framework Phase A: Objectives and qualitative characteristics		✓		
PFRSs Practice Statement Management Commentary				✓
Philippine Financial Reporting Standards				
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards	✓		
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate			✓
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			✓
	Amendment to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters			✓
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			✓
	Amendments to PFRS 1: Government Loans	Not early adopted		
	Amendments to PFRS 1: Borrowing Costs			✓
	Amendments to PFRS 1: Meaning of Effective PFRS			✓
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
	Amendments to PFRS 2: Definition of Vesting Conditions			✓
PFRS 3 (Revised)	Business Combinations			✓
	Amendments to PFRS 3: Accounting for Contingent Consideration in a Business Combination	Not early adopted		
	Amendments to PFRS 3: Scope Exceptions for Joint Arrangements	Not early adopted		
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			✓
PFRS 6	Exploration for and Evaluation of Mineral Resources			✓
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition			✓
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets			✓
	Amendments to PFRS 7: Disclosures - Offsetting Financial Assets and Financial Liabilities			✓
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2013		Adopted	Not Adopted	Not Applicable
PFRS 8	Operating Segments	✓		
	Amendments to PFRS 8: Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets			
PFRS 9	Financial Instruments	✓		
	Amendments to PFRS 9: Mandatory Effective Date of PFRS 9 and Transition Disclosures	Not early adopted		
PFRS 10	Consolidated Financial Statements			✓
	Amendments to PFRS 10: Investment Entities	Not early adopted		
PFRS 11	Joint Arrangements	Not early adopted		
	Amendments to PFRS 11: Investment Entities	Not early adopted		
PFRS 12	Disclosure of Interests in Other Entities			✓
PFRS 13	Fair Value Measurement (2013 Version)	✓		
	Amendments to PFRS 13: Short-term Receivables and Payables	✓		
	Amendments to PFRS 13: Portfolio Exception	Not early adopted		
Philippine Accounting Standards				
PAS 1 (Revised)	Presentation of Financial Statements	✓		
	Amendment to PAS 1: Capital Disclosures	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	Not early adopted		
	Amendments to PAS 1: Clarification of the Requirements for Comparative Presentation	✓		
PAS 2	Inventories			✓
PAS 7	Statement of Cash Flows	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events after the Reporting Period	✓		
PAS 11	Construction Contracts			✓
PAS 12	Income Taxes	✓		
	Amendment to PAS 12 - Deferred Tax: Recovery of Underlying Assets			✓
PAS 16	Property, Plant and Equipment	✓		
	Amendment to PAS 16: Classification of Servicing Equipment			✓
	Amendment to PAS 16. Revaluation Method - Proportionate Restatement of Accumulated Depreciation	Not early adopted		
PAS 17	Leases			✓
PAS 18	Revenue	✓		
PAS 19 (Amended)	Employee Benefits			✓
	Amendments to PAS 19: Defined Benefit Plans: Employee Contributions			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2013		Adopted	Not Adopted	Not Applicable
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓
PAS 21	The Effects of Changes in Foreign Exchange Rates	✓		
	Amendment: Net Investment in a Foreign Operation			✓
PAS 23 (Revised)	Borrowing Costs			✓
PAS 24 (Revised)	Related Party Disclosures	✓		
	Amendments to PAS 24: Key Management Personnel	Not early adopted		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27 (Amended)	Separate Financial Statements	Not early adopted		
	Amendments to PAS 27: Investment Entities	Not early adopted		
PAS 28 (Amended)	Investments in Associates and Joint Ventures	Not early adopted		
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 32	Financial Instruments: Disclosure and Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendment to PAS 32: Classification of Rights Issues			✓
	Amendment to PAS 32: Tax Effect of Distribution to Holders of Equity Instruments			✓
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities			✓
PAS 33	Earnings per Share	✓		
PAS 34	Interim Financial Reporting			✓
	Amendment to PAS 34: Interim Financial Reporting and Segment Information for Total Assets and Liabilities			✓
PAS 36	Impairment of Assets	✓		
	Amendments to PAS 36: Recoverable Amount Disclosures for Non-Financial Assets	Not early adopted		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		
PAS 38	Intangible Assets	✓		
	Amendments to PAS 38: Revaluation Method - Proportionate Restatement of Accumulated Amortization	Not early adopted		
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities			✓
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			✓
	Amendments to PAS 39: The Fair Value Option			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS **Effective as of December 31, 2013**		**Adopted**	**Not Adopted**	**Not Applicable**
	Amendments to Philippine Interpretation IFRIC-9 and PAS 39: Embedded Derivatives			✓
	Amendment to PAS 39: Eligible Hedged Items			✓
	Amendment to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting	Not early adopted		
PAS 40	Investment Property	✓		
	Amendment to PAS 40: Investment Property	Not early adopted		
PAS 41	Agriculture			✓
Philippine Interpretations				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities			✓
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	*Determining Whether an Arrangement Contains a Lease*			✓
IFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			✓
IFRIC 6	*Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment*			✓
IFRIC 7	*Applying the Restatement Approach under PAS 29 Financial Reporting in Hyperinflationary Economies*			✓
IFRIC 8	*Scope of PFRS 2*			✓
IFRIC 9	Reassessment of Embedded Derivatives			✓
	Amendments to Philippine Interpretation IFRIC-9 and PAS 39: Embedded Derivatives			✓
IFRIC 10	*Interim Financial Reporting and Impairment*			✓
IFRIC 11	PFRS 2- Group and Treasury Share Transactions			✓
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction			✓
	Amendments to Philippine Interpretations IFRIC- 14, Prepayments of a Minimum Funding Requirement			✓
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
IFRIC 17	Distributions of Non-cash Assets to Owners			✓
IFRIC 18	Transfers of Assets from Customers			✓
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments			✓
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine			✓
IFRIC 21	Levies	Not early adopted		
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-12	Consolidation - Special Purpose Entities			✓
	Amendment to SIC - 12: Scope of SIC 12			✓
SIC-13	Jointly Controlled Entities - Non-Monetary Contributions by Venturers			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2013		Adopted	Not Adopted	Not Applicable
SIC-15	Operating Leases - Incentives			✓
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders			✓
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease			✓
SIC-29	Service Concession Arrangements: Disclosures.			✓
SIC-31	Revenue - Barter Transactions Involving Advertising Services			✓
SIC-32	Intangible Assets - Web Site Costs			✓

MJC INVESTMENTS CORPORATION
Financial Soundness Indicators

	As of and of the Year Ended December 31	
	2013	2012
Liquidity ratios		
Current ratio[⍰]	18.50:1	0.29:1
Interest rate coverage ratio[⍰]	**N/A**	N/A
Solvency ratios		
Debt to equity ratio[⍰]	0.04:1	5.82:1
Asset to equity ratio[⍰]	1.04:1	6.82:1
Profitability ratio		
EBITDA margin	**N/A**	-36%

[⍰] *Current assets over current liabilities*

[⍰] *EBITDA over interest expense and financing charges on borrowings*

[⍰] *Debts over total equity*

[⍰] *Total assets over total equity*