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S.E.C. Registration

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(Company's Full Name)

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

Atty. Barbara Anne C. Migallos
Atty. Daneia Isabelle F. Palad

Contact Person

899-2123/8969357 to 59

Telephone Number of the Contact Person

1	2
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Month

3	1
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Day

Fiscal Year

SEC 20-IS
Definitive Information Statement
(Annual Stockholders' Meeting)

FORM TYPE

Any day in
June

Month Day
Annual Meeting

N/A

Secondary license Type, If Applicable

M	S	R	D
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Dept. Requiring this Doc.

N/A

Amended Articles Number/Section

Total Amount of Borrowings

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Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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PHILEX MINING CORPORATION
Notice of the 2021 Annual General Meeting of Stockholders

TO OUR STOCKHOLDERS:

Please be informed that the **Annual General Meeting of the Stockholders of PHILEX MINING CORPORATION** (the "Company") will be held on **Friday, 25 June 2021 at 4:00 p.m. only by remote communication**, and will be presided at TV5, LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila. The meeting will be conducted virtually, and attendance at the meeting will be via remote communication only.

The order of business at the Meeting will be as follows:

1. Call to Order
2. Proof of Required Notice of the Meeting
3. Certification of Quorum
4. Reading and Approval of the Minutes of the 15 July 2020 Stockholders' Meeting and Action Thereon
5. Presentation of Annual Report and Audited Financial Statements for the Year Ended 31 December 2020 and Action Thereon
6. Ratification and Approval of the Acts of the Board of Directors and Executive Officers During the Corporate Year 2020-2021
7. Appointment of Independent Auditors for Financial Year 2021
8. Appointment of Election Inspectors to serve until the close of the next annual meeting
9. Election of Directors, including the extension of the term and election of the Independent Directors
10. Other Matters
11. Adjournment

A brief statement of the rationale and explanation for each Agenda item which requires shareholders' approval is attached herewith.

For purposes of the Meeting, only stockholders of record as of the close of business on 8 April 2021 are entitled to notice of, and to vote at, the Meeting

Attendance via remote communication. Stockholders who will attend the Meeting should email the Corporate Secretary at bcmigallos@philexmining.com.ph not later than 14 June 2021. Certificated shareholders must indicate in the email their Stockholder ID number and submit a scanned copy of a valid current government ID. Indirect or uncertificated shareholders (shareholders who hold their shares through a PCD Nominee account), should submit a certification from their broker attesting that the stockholder is the beneficial owner of shares of stock of the Company (the number of shares must be indicated) and a valid current government ID. Clarificatory questions regarding attendance via remote communication may be sent via email to bcmigallos@philexmining.com.ph.

Proxies. A proxy form that is compliant with the requirements of the Securities and Exchange Commission is attached to the Definitive Information Statement. Stockholders can be represented and vote at the Meeting by submitting the said proxy by email to bcmigallos@philexmining.com.ph or by sending a physical copy to the Office of the Corporate Secretary at the Company's principal office at 2/F LaunchPad, Reliance corner Sheridan Streets, Mandaluyong City, Metro Manila. The deadline for submission of proxies is 14 June 2021. Proxy validation will be on 18 June 2021 at 10:30 a.m. at the Company's office address indicated above.

On-line voting. Secured on-line or electronic voting will be available for stockholders. Stockholders who have pre-registered attendance via remote communication may vote on-line by logging on to <http://www.philexmining.com.ph/investor-relations/vote-online> to cast

their votes. On-line voting instructions are attached to this Notice. On-line voting will close at 12:00 noon on 21 June 2021.

Open Forum. there will be an Open Forum during the Meeting. Stockholders who will attend via remote communication should send their questions via email to bcmigallos@philexmining.com.ph on or before 12:00 noon of 21 June 2021.

The Minutes of the Annual General Stockholders' Meeting of the Company held on 15 July 2020 are available on the Company's website (www.philexmining.com.ph) and is available for examination during office hours at the office of the Corporate Secretary.



BARBARA ANNE C. MIGALLOS
Corporate Secretary

The Rationale and Explanation for each Agenda item requiring shareholders' approval, and the On-Line Voting Instructions are attached to this Notice.

The Information Statement with the Management Report, Annual Report on SEC Form 17-A with the 2020 Audited Financial Statements, and First Quarter Report on SEC Form 17-Q and the Proxy Form are attached to the Information Statement and posted on the Company's website
[\(https://www.philexmining.com.ph/\)](https://www.philexmining.com.ph/)

EXPLANATION AND RATIONALE

For each item on the Agenda of the 2021 Annual General Stockholders' Meeting of Philex Mining Corporation requiring the vote of stockholders

AGENDA

1. Call to Order

The Chairman will formally open the 2021 Annual General Stockholders' Meeting. The Directors and Officers of the Company will be introduced.

2. Proof of required notice of the meeting

The Corporate Secretary will certify that copies of this Notice and the Information Statement with its accompanying documents have been duly provided in accordance with SEC Rules, within the required periods, to stockholders of record as of 08 April 2021.

3. Certification of quorum

The Corporate Secretary will attest whether a quorum is present for the meeting.

4. Reading and approval of the Minutes of the 15 July 2020 annual stockholders' meeting and action thereon

Stockholders may examine the Minutes of the 15 July 2020 Annual General Stockholders' Meeting in accordance with Sec. 73 of the Revised Corporation Code. The Minutes are available on the Company's website.

Resolution to be adopted: Stockholders will vote for the adoption of a resolution approving the Minutes of the 15 July 2020 Annual General Stockholders' Meeting.

5. Presentation of annual report and audited financial statements for the year ended 31 December 2020 and action thereon

The annual report and the financial statements of the Company, audited by the Company's external auditors, Sycip Gorres Velayo & Co., will be presented. The report will include the Audited Financial Statements, a copy of which accompanies this Notice and the Definitive Information Statement. Copies of the Information Statement and the Audited Financial Statements for 2020 will be made available on the Company's website (<http://www.philexmining.com.ph/>).

OPEN FORUM. After the report, inquiries submitted by stockholders on or before 21 June 2021 via email as stated in the Notice will be answered by the appropriate officer. Due to time considerations, questions not addressed at the meeting will be responded to via email.

Resolution to be adopted: Stockholders will vote for the adoption of a resolution approving the annual report and audited financial statements for the year ended 31 December 2020.

6. Ratification and approval of the acts of the Board of Directors and Executive Officers during the year 2020

The actions taken by the Board and the officers that are to be ratified and approved by stockholders are summarized in the Information Statement and referred to in the Management Report.

Resolution to be adopted: Stockholders will vote for the adoption of a resolution ratifying and approving the acts of the Board of Directors and Officers.

7. Appointment of independent auditors

The Audit Committee has endorsed the appointment of Sycip Gorres Velayo & Co. as the Company's independent external auditors for the year 2021.

Resolution to be adopted: Stockholders will vote on a resolution for the appointment of Sycip Gorres Velayo & Co. as independent external auditors of the Company for 2021.

8. Election of directors, including independent directors

The Final List of Candidates for election as directors, as prepared by the Nominations Committee in accordance with the Company's By-Laws, the Revised Manual on Corporate Governance, the Securities Regulation Code, and its Implementing Rules and Regulations and SEC guidelines for the election of independent directors, will be presented to the stockholders, and the elections will be held.

Further, pursuant to SEC Memorandum Circular No. 4, Series of 2017, shareholders' approval will be sought on the extension of the terms of the Company's Independent Directors for another two (2) years.

9. Appointment of Election Inspectors to serve until the close of the next annual meeting

An independent party will be appointed by the shareholders to serve as election inspectors responsible for counting and/or validating the votes cast for all shareholders' meetings held in the ensuing year until the next annual meeting. In 2020 and in the previous years, representatives of the independent external auditor were appointed. This practice will be followed this year. The resolution to be adopted will be the appointment of election inspectors to serve until the close of the next annual meeting.

10. Other matters

Matters that are relevant to and appropriate for the Annual General Stockholders' Meeting may be taken up. No resolution, other than the resolutions explained in the Notice and Information Statement, will be submitted for voting by the stockholders.

11. Adjournment

ONLINE VOTING INSTRUCTIONS
For the 2021 Annual Stockholders' Meeting of
PHILEX MINING CORPORATION

Secured electronic or online voting in absentia for the 2021 Annual Stockholders' Meeting of **PHILEX MINING CORPORATION** (the "**Company**") is available to certificated shareholders of record as of 08 April 2021. Instructions for online voting for certificated shareholders are as follows:

1. Log on to <http://www.philexmining.com.ph/investor-relations/vote-online>.
2. Key in your STOCKHOLDER NUMBER on the box labeled "STOCKHOLDER NUMBER".

Your STOCKHOLDER NUMBER serves as your account number with the Company, and can be found in previous letters and communications of the Company, including letters for dividends. If you cannot locate your STOCKHOLDER NUMBER, you may inquire with **Ms. Alma A. Escalante** of the Company's Investor Relations Division at (632) 631-1381 to 88, local 8907 or via email at aaescalante@philexmining.com.ph, or **Mr. Richard D. Regala** of Stock Transfer Services, Inc., the Company's stock transfer agent at (632) 403-2410 or (632) 403-2412, or via email at rdregala@stocktransfer.com.ph.

3. Key in your SECURITY CODE on the box labeled SECURITY CODE. The SECURITY CODE will be provided by the Company after the stockholder successfully registers with the Company.

4. Upon entering a valid STOCKHOLDER NUMBER and the correct SECURITY CODE, stockholder details (i.e. name, address, contact numbers, email address) will appear at the top of the page. Stockholders are requested to fill in the information for contact details (MOBILE NUMBER, LANDLINE, and EMAIL ADDRESS) to update their record with the Company.

The online ballot showing "Items Requiring Shareholder Approval" will appear afterwards.

5. For each item requiring shareholders' approval, click the appropriate box or boxes to indicate your vote. For all items except the election of directors, click only one box opposite "YES", "NO" or "ABSTAIN" to indicate your vote.

6. For the election of directors, stockholders may vote up to nine (9) regular directors, and two (2) independent directors. Click the boxes opposite the names of the chosen nominees to indicate your vote. Cumulative voting is allowed; please refer to Item 4 of the Information Statement for an explanation of cumulative voting.

To submit the online ballot, click the "SUBMIT" button on the lower right hand portion of the page. Once submitted, shareholders may still change their vote by clicking BACK to return to the previous page. As soon as the votes are finalized and the SUBMIT button is clicked, a confirmation message "Thank you for Voting" will appear.

7. Online ballots will be accepted until **12:00 p.m. on 21 June 2021**.

8. Results of the voting by shareholders will be announced for each item on the Agenda requiring the vote of shareholders, and shall be duly disclosed and shall be made available on the Company's website on the business day following the meeting

For any questions or concerns, kindly contact the office of the Corporate Secretary via email at bcmigallos@philexmining.com.ph.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:
☐ Preliminary Information Statement
☒ Definitive Information Statement
2. Name of Registrant as specified in its charter: **PHILEX MINING CORPORATION**
3. Province, country or other jurisdiction of incorporation or organization: **Metro Manila, Philippines**
4. SEC Identification Number: **10044**
5. BIR Tax Identification Code: **000-283-731-000**
6. Address of principal office: **2nd Floor LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila**
7. Registrant's telephone number, including area code: **(632) 631-1381 to 88**
8. Date, time and place of the meeting of security holders:

Date	:	25 June 2021
Time	:	4:00 p.m.
Venue	:	The meeting will be presided at TV5, LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila
9. Approximate date on which the Information Statement is first to be sent or given to security holders: **2 June 2021 (at least 21 days prior to the Meeting)**
10. In case of Proxy Solicitations:

Name of Person Filing the Statement/Solicitor:	
Philex Mining Corporation	
Address and Telephone Number:	
2nd Floor LaunchPad,	
Reliance Street corner Sheridan Street,	
Mandaluyong City, Metro Manila 1600	
(632) 631-1381 to 88	
11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Number of Shares of Common Stock Issued	4,940,399,068 common shares
Amount of Debt Outstanding	Php 9,879,260,646.00 (as of 31 March 2021)
12. Are any or all of registrant's securities listed on a stock exchange?

(<u>x</u>) Yes	(<u> </u>) No
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If so, disclose name of Exchange: **Philippine Stock Exchange, Inc.**

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, Time and Place of Meeting of Security Holders

The Annual Meeting of Stockholders of **PHILEX MINING CORPORATION** (the “**Company**” or “**PMC**”), a corporation organized and existing under the laws of the Philippines will be held on **25 June 2021 (Friday) at 4:00 p.m. and only by remote communication**. The Annual Stockholders’ Meeting will be presided at TV5, LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila (the “**Stockholders’ Meeting**” or the “**Meeting**”).

The Agenda of the Meeting, as indicated in the accompanying Notice of Annual Meeting of Stockholders, are as follows:

1. Call to Order
2. Proof of Required Notice of the Meeting
3. Certification of Quorum
4. Reading and Approval of the Minutes of the 15 July 2020 Stockholders’ Meeting and Action Thereon
5. Presentation of Annual Report and Audited Financial Statements for the Year Ended 31 December 2020 and Action Thereon
6. Ratification and Approval of the Acts of the Board of Directors and Executive Officers During the Corporate Year 2020-2021
7. Appointment of Independent Auditors for Financial Year 2021
8. Appointment of Election Inspectors to serve until the close of the next annual meeting
9. Election of Directors, including the extension of the term and election of the Independent Directors
10. Other Matters
11. Adjournment

Shareholders may only participate via remote communication. Shareholders who will attend the meeting must send an email to bcmigallos@philexmining.com.ph (the “**Dedicated Email Address**”). Certificated shareholders must indicate in the email their Stockholder ID number, and attach a scanned copy of a valid government identification card (ID). Indirect or uncertificated shareholders (shareholders who hold their shares through a PCD Nominee account) must submit through e-mail a certification from their broker attesting that the stockholder is the beneficial owner of shares of stock of the Company (the number of shares must be indicated) and a valid current ID. Deadline for registration is on 14 June 2021, at 12NN. Once the Company successfully verifies the stockholder’s status, the Company will reply to each stockholder with (1) a link through which the Meeting may be accessed; and (2) the SECURITY CODE to be used for online voting.

Shareholders may vote online through a secure electronic voting facility. Stockholders who have pre-registered attendance via remote communication may log on to <http://www.philexmining.com.ph/investor-relations/vote-online> to cast their votes. More detailed on-line voting instructions are on pages 27 to 29 of this Information Statement, and are also attached to the Notice. **On-line voting will close at 12:00 noon on 21 June 2021.**

Stockholders who cannot attend the meeting can still be represented and vote at the Meeting by submitting a proxy by email to bcmigallos@philexmining.com.ph, or by sending a physical copy to the Office of the Corporate Secretary at the Company's principal office at 2/F LaunchPad, Reliance corner Sheridan Streets, Mandaluyong City, Metro Manila. The deadline for submission of proxies is **14 June 2021**.

Proxies will be tabulated by the stock transfer agent, Stock Transfer Services, Inc. ("STSI") (34th Floor, Rufino Plaza, Ayala Avenue, Makati City), and such tabulation will be subject to review by the Company's external auditors, Sycip Gorres Velayo & Company. Proxies will be voted as indicated by the shareholder in the proxy and applicable rules. The Special Committee of Inspectors constituted by the Company's Board of Directors, composed of the Corporate Secretary, the Compliance Officer, and a representative of the stock transfer agent, shall validate the proxies on 18 June 2021 at 10:30 a.m.

There will be an Open Forum during the Meeting. Questions relating to the Meeting materials may be sent to the Dedicated Email Address on or before 12:00 noon of 21 June 2021. Due to time considerations, questions that will not be addressed at the Meeting will be responded to via email.

The Management Report, the Annual Report under Securities Exchange Commission ("SEC") Form 17-A with the Audited Financial Statements for the year ended 31 December 2020, and First Quarter Report SEC Form 17-Q are attached to this Information Statement as Annexes "B", "C" and "D", respectively and may be accessed through the Company's website through <http://www.philexmining.com.ph/>. Upon written request of a shareholder the Company shall furnish such shareholder with a copy of the said Annual Report on SEC Forms 17-A and 17-Q, as filed with the SEC free of charge.

Voting procedures are contained in Item 19 of this Information Statement and will be stated at the start of the Meeting. Cumulative voting is allowed; please refer to Item 4 and Item 19 for an explanation of cumulative voting.

Further information and explanation regarding specific agenda items, where appropriate, are contained in various sections of this Information Statement. This Information Statement constitutes notice of the resolutions to be adopted at the Meeting.

This Information Statement and Proxy Form shall be sent to security holders not later than 2 June 2021, after the approval of the Definitive Information Statement by the SEC.

Item 2. Dissenters' Right of Appraisal

There are no corporate matters or action to be taken during the Meeting that will entitle a stockholder to a Right of Appraisal as provided in Title X of the Revised Corporation Code of the Philippines (Batas Pambansa [National Law] No. 68).

For the information of stockholders, any stockholder of the Company shall have a right to dissent and demand payment of the fair value of his shares in the following instances, as provided in Section 80 of the Revised Corporation Code of the Philippines:

1. In case of an amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;

2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in this Code;
3. In case of merger or consolidation; and
4. In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.
5. Section 11 of the Revised Corporation Code automatically grants perpetual existence to Corporation existing at the time of its effectivity unless stockholders representing a majority of its outstanding capital stock elect to retain the specific corporate term under its Articles of Incorporation. However, any change in the corporate term under Section 11 is without prejudice to the appraisal right of dissenting stockholders.

The Revised Corporation Code of the Philippines (at Section 81) provides that the appraisal right may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation within thirty (30) days after the date on which the vote was taken, for payment of the fair value of his shares: provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right. A stockholder must have voted against the proposed corporate action in order to avail himself of the appraisal right. If the proposed corporate action is implemented or effected, the corporation shall pay to such stockholder, upon surrender of his certificate(s) of stock representing his shares, the fair value thereof as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

If within a period of sixty (60) days from the date the corporate action was approved by the stockholders, the withdrawing stockholder and the corporation cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the corporation and the third by the two thus chosen. The findings of the majority of appraisers shall be final, and their award shall be paid by the corporation within thirty (30) days after such award is made; provided, that no payment shall be made to any dissenting stockholder unless the corporation has unrestricted retained earnings in its books to cover such payment; and provided, further, that upon payment by the corporation of the agreed or awarded price, the stockholder shall forthwith transfer his shares to the corporation.

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

No director, nominee for election as director, associate of the nominee or executive officer of the Company at any time since the beginning of the last fiscal year, has any substantial interest, direct or indirect, by security holdings or otherwise, in any of the matters to be acted upon in the meeting, other than election to office.

No incumbent director has informed the Company in writing of an intention to oppose any action to be taken at the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

As of 30 April 2021, there are 4,940,399,068 outstanding common shares of the Company. The Company does not have any class of shares other than common shares. The holders of the 4,940,399,068 outstanding common shares are entitled to vote such shares.

All stockholders of record as of **08 April 2021** are entitled to notice and to vote at the Annual Stockholders' Meeting.

A stockholder entitled to vote at the meeting shall have the right to vote online via <http://www.philexmining.com.ph/investor-relations/vote-online>, or by proxy.

The Company has only one class of common shares, each entitled to one vote. Cumulative voting, which enhances the ability of minority shareholders in voting for the election of directors, is allowed. On this basis, each registered stockholder as of 08 April 2021 may vote the number of shares registered in his name for each of the eleven (11) directors to be elected, or he may multiply the number of shares registered in his name by eleven (11), the number of the Company's directors as provided in the Articles of Incorporation, and cast the total of such votes for one (1) director. A stockholder may also distribute his votes among some or all of the eleven (11) directors to be elected.

Security Ownership of Certain Record and Beneficial Owners

The following stockholders own more than five percent (5%) of the Company's stock as of 30 April 2021:

Title of Class	Name and Address of Record Owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held	%
Common	Asia Link, B.V. Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands	First Pacific Company Limited (Record Owner Asia Link, B.V. is a fully-owned subsidiary of beneficial owner First Pacific Company Limited. See Note 1 below for more details.)	Dutch	1,023,275,990	20.71%

Common	Social Security System c/o Loan and Investment Office, 7/F SSS Building, Diliman, Quezon City	Social Security System (Record owner is beneficial owner. See Note 2 below for more details)	Filipino	992,679,729	20.09%
Common	PCD Nominee Corporation 37/F Tower I, The Enterprise Center 6766 Ayala Center, Makati City	See Note 3 below.	Filipino	884,716,002 (exclusive of shares of SSS held through PCD)	17.91%
Common	Two Rivers Pacific Holdings Corporation 10/F MGO Building, Legaspi cor. Dela Rosa Sts., Legaspi Village, Makati City	Two Rivers Pacific Holdings Corporation (Record owner is also the beneficial owner.)	Filipino	738,871,510	14.96%

¹ Asia Link B.V., a wholly-owned subsidiary of First Pacific Company Limited (“First Pacific”), is the registered owner of 1,023,275,990 shares. In its SEC Form 23-A dated December 3, 2009, First Pacific disclosed that it beneficially owns 1,542,589,352 shares of the Company, inclusive of the shares held by Asia Link B.V.

² Mr. Michael G. Regino, Ms. Anita Bumpus Quitain and Ms. Bai Norhata D. M. Alonto currently represent the Social Security System (“SSS”) in the Company’s Board of Directors. Of the 992,679,729 shares of SSS, 25,646,960 shares are held by SSS through the PCD Nominee Corporation.

³ PCD Nominee Corporation (“PCD Nominee”), the nominee of the Philippine Depository & Trust Corp., is the registered owner of the shares in the books of the Company’s transfer agent. PCD Nominee is a private company organized by the major institutions actively participating in the Philippine capital markets to implement an automated book-entry system of handling securities transaction in the Philippines. The beneficial owners of such shares are PCD Nominee’s participants who hold the shares on their own behalf or in behalf of their clients.

To the best knowledge of the Company, there are no participants under the PCD account who own more than 5% of the Company's voting securities as of 30 April 2021.

Proxies of the foregoing record owners for the Annual Stockholders' Meeting have not yet been received by the Company. The deadline set by the Board of Directors for submission of proxies is on 14 June 2021.

Security Ownership of Management

The beneficial ownership of the Company's directors and executive officers as of 30 April 2021 is as follows:

Class of Shares	Name	Direct	Indirect	Total Direct and Indirect	%
Common	Manuel V. Pangilinan	4,655,000	0	4,655,000	0.09
Common	Eulalio B. Austin, Jr.	1,360,937	0	1,360,937	0.03
Common	Marilyn A. Victorio-Aquino	500,100	0	500,100	0.01
Common	Barbara Anne C. Migallos	203,875	0	203,875	0
Common	Oscar J. Hilado	173	0	173	0
Common	Wilfredo A. Paras	1	0	1	0
Common	Michael G. Regino	1	0	1	0
Common	Richard P.C. Chan	1	0	1	0
Common	Bai Norhata Macatbar Alonto	1	0	1	0
Common	Anita B. Quitain	1	0	1	0
Common	Joseph H. P. Ng	1	0	1	0
Common	Romeo B. Bachoco	0	0	0	0
Common	Jonas Emanuel S. Santos	0	0	0	0
Common	Vic Morris A. Yodong	0	0	0	0
Common	Victor A. Francisco	50,000	0	50,000	0
	TOTAL	6,770,091	0	6,770,091	0.13

Security Ownership of Foreigners or Non-Filipinos

The chart below shows the ownership of foreigners or non-Filipinos as of 30 April 2021:

Total Outstanding Shares	Shares Allowed to Foreigners	% Allowed to Foreigners	Shares Owned by Foreigners	% Owned by Foreigners
4,940,399,068	1,976,159,627	40%	1,890,196,683	38.26%

Voting Trust Holders/Changes in Control

There are no voting trust holders of 5% or more of the Company's stock. There are no arrangements that may result in a change of control of the Company.

Item 5. Directors and Executive Officers

DIRECTORS

The following are the present directors of the Company whose terms of office are for one year or until their successors are elected and qualified:

1. **MANUEL V. PANGILINAN**, *Chairman, Non-Executive Director*.

Age: 74

Date of First Appointment: 28 November 2008

Academic Background:

Mr. Pangilinan graduated *Cum Laude* from the Ateneo de Manila University with a Bachelor of Arts degree in Economics. He received his Master of Business Administration degree from Wharton School of the University of Pennsylvania in 1968.

Business and Professional Background/ Experience:

Mr. Pangilinan founded First Pacific Company Limited, a corporation listed on the Hong Kong Stock Exchange, in May 1981. He served as Managing Director of First Pacific Company Limited since its founding in 1981 until 1999. He was appointed Executive Chairman until June 2003, after which he was named Managing Director and Chief Executive Officer. In May 2006, the Office of the President of the Philippines awarded Mr. Pangilinan the Order of *Lakandula*, rank of *Komandante*, in recognition of his contributions to the country. He was named Management Man of the Year 2005 by the Management Association of the Philippines. Mr. Pangilinan was awarded Honorary Doctorates in Science by Far Eastern University in 2010; in Humanities by Holy Angel University in 2008; by Xavier University in 2007; and by San Beda College in 2002 in the Philippines. He was formerly Chairman of the Board of Trustees of the Ateneo de Manila University and was a member of the Board of Overseers of the Wharton School. He is a member of the ASEAN Business Advisory Council.

Mr. Pangilinan has been a Director of the Company and Philex Gold Philippines, Inc. (PGPI) since November 2008, and most recently re-elected on 15 July 2020. He is also Chairman of the PLDT Inc. (PLDT) since 2004, after serving as its President and Chief Executive Officer (CEO) since 1998. He reassumed the position of President and CEO of PLDT effective December 2015. He is also Chairman of Smart Communications, Inc., PLDT Communications and Energy Ventures, Inc. (Digitel), Metro Pacific Investments Corporation, Metro Pacific Tollways Corporation, Landco Pacific Corporation, Medical Doctors Inc. (Makati Medical Center), Colinas Verdes Corporation (Cardinal Santos Medical Center), Asian Hospital, Inc., Davao Doctors, Inc., Riverside Medical Center Inc., Our Lady of Lourdes Hospital, Central Luzon Doctors' Hospital, Inc., Maynilad Water Services Corporation, Mediaquest, Inc., Associated Broadcasting Corporation (TV5) and Manila North Tollways Corporation. Mr. Pangilinan is also Chairman of the Manila Electric Company (MERALCO), after serving as its President and Chief Executive Officer from July 2010 to May 2012. Mr. Pangilinan is also Vice Chairman of Roxas Holdings, Incorporated, the largest sugar producer in the Philippines. He is a Director of Silangan Mindanao Mining Co., Inc.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Chairman
2. PLDT, Inc. – Chairman
3. Metro Pacific Investments Corporation – Chairman
4. Roxas Holdings, Inc. – Vice Chairman and Non-Executive Director

5. Manila Electric Company – Chairman
6. PXP Energy Corporation – Chairman

2. EULALIO B. AUSTIN, JR. *President & Chief Executive Officer, Executive Director.*

Age: 59

Date of First Appointment: 29 June 2011

Academic Background:

Mr. Austin graduated from Saint Louis University-Baguió City, with a Bachelor of Science degree in Mining Engineering and placed eight at the 1982 Professional Board Examination for mining engineers. He took his Management Development Program at the Asian Institute of Management in 2005 and his Advance Management Program at Harvard Business School in 2013.

Business and Professional Background/ Experience:

Mr. Austin has been a Director of PMC and PGPI since 29 June 2011 and was re-elected on 15 July 2020. He became President and Chief Operating Officer on 1 January 2012 and President and CEO of the Company on 3 April 2013.

He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998 and Mine Engineering & Draw Control Department Manager from 1996 to 1998. Mr. Austin concurrently serves as Director of PXP Energy Corporation and Silangan Mindanao Mining Co., Inc.

Outside of Philex Mining, he is a member of the Chamber of Mines of the Philippines' Board of Trustees. Mr. Austin also sits as a member of the Executive Committee of the Board of Trustees and serves as the Chairman of the Membership Committee as well as the Towards Sustainable Mining Initiative Committee. He is a Competent Person on Mining. He was awarded Most Outstanding Engineer of the Philippine Society of Mining Engineers (PSEM) in 2016, aside from being the Founding President of PSEM's Philex Chapter. He was also recognized as the CEO of the Year on Mining by The Asset last 14 December 2015 in Hong Kong and was recently an Asia Pacific Entrepreneurship Awardee by the Enterprise Asia, awarded November 2016.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Executive Director
2. PXP Energy Corporation – Non-Executive Director

3. JOSEPH H. P. NG, *Non-Executive Director.*

Age: 58

Date of First Appointment: 30 January 2019

Academic Background:

Mr. Ng received an MBA and a Professional Diploma in Accountancy from Hong Kong Polytechnic University. He is a member of the Hong Kong Institute of Certified Public Accountants, the Association of Chartered Certified Accountants and the Institute of Chartered Accountants in England and Wales. Mr. Ng is a Commissioner of PT Indofood Sukses Makmur Tbk and a Non-Executive Director of Philex Mining Corporation and PXP Energy Corporation. Mr. Ng was most recently re-elected on 15 July 2020.

Business and Professional Background/ Experience:

Mr. Ng. joined First Pacific in 1988 from PriceWaterhouse's audit and business advisory department in Hong Kong. He was appointed as Associate Director in April 2019. Prior to that, he was Executive Vice President of Group Finance and served in several senior positions within First Pacific Group ("the Group"), including as the Head of Finance of the Group's regional telecom division and a director of a number of the Group's telecom joint ventures in India, Indonesia and China.

Directorship in Listed Companies in the Philippines:

Philex Mining Corporation

4. RICHARD P.C. CHAN, *Non-Executive Director*

Age: 51

Date of First Appointment: 30 January 2019

Academic Background:

Mr. Chan received a BBA (Hons) degree from Hong Kong Baptist University and an MBA from the Chinese University of Hong Kong. He is a Certified Public Accountant (Practising), a CFA Charterholder and a Fellow of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. He has experience in auditing, accounting, finance and management spanning a diverse range of business activities. He serves as a Non-executive Director of Philex Mining Corporation since January 2019, which is First Pacific Group associate. Mr. Chan was most recently re-elected on 15 July 2020.

Business and Professional Background/ Experience:

Mr. Chan joined First Pacific in 1996 from KPMG. Prior to his appointment as Executive Vice President, Group Financial Controller in April 2019, Mr. Chan was Vice President, Group Financial Controller.

Directorship in Listed Companies in the Philippines:

Philex Mining Corporation

5. MARILYN A. VICTORIO-AQUINO, *Non-Executive Director*

Age: 65

Date of First Appointment: 7 December 2009

Academic Background:

Ms. Aquino was educated at the University of Santo Tomas (A.B.) and University of the Philippines (LL.B., cum laude). and qualified as a barrister in the Philippines in 1981.

Business and Professional Background/ Experience:

Ms. Aquino joined Sycip Salazar Hernandez and Gatmaitan Law Offices in the Philippines in 1980 where she became a partner in 1989. Ms. Aquino's practice focused on banking, finance and securities, construction and infrastructure, investments, mergers and acquisitions, and mining and natural resources. Ms. Aquino is a Director of Philex Mining Corporation, Philex Gold Philippines, Inc., PXP Energy Corporation, Silangan Mindanao Mining Company, Inc., Lepanto Consolidated Mining Company and Maynilad Water Services, Inc. She was also appointed as Chief Legal Counsel of PLDT in December 2018. Ms. Aquino was most recently re-elected on 15 July 2020.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Non-Executive Director
2. PXP Energy Corporation – Non-Executive Director
3. Lepanto Consolidated Mining Company – Non-Executive Director

6. OSCAR J. HILADO, *Lead Independent Director.*

Age: 83

Date of First Appointment: December 7, 2009

Academic Background:

Mr. Hilado, a Certified Public Accountant, completed his undergraduate studies at the De La Salle College-Bacolod in 1958 and obtained his Master's in Business Administration from the Harvard School of Business Administration (Smith Mundt/Fulbright Scholar) in 1962. He received a Doctorate in Business Management, Honoris Causa, from the De La Salle University and a Doctorate of Laws, Honoris Causa, from the University of St. La Salle in 1992.

Business and Professional Background/ Experience:

Mr. Hilado has been an Independent Director of PMC since 7 December 2009 and was most recently re-elected on 15 July 2020. Mr. Hilado holds the following positions: Chairman of Philippine Investment Management (PHINMA), Inc., Phinma Corporation, Phinma Property Holdings Corporation. Vice-Chairman of Union Galvasteel Corporation. Chairman of the Executive Committee of Phinma Corporation. Director of Philex Mining Corporation, Rockwell Land Corporation, A. Soriano Corporation, Roxas Holdings, Inc. Smart Communications, Inc., Phinma Solar Energy Corporation, Philippine Cement Corporation, Phinma Education Holdings, Inc., Araullo University, Inc., Cagayan de Oro College, Inc., University of Iloilo, Inc., University of Pangasinan, Inc., Southwestern University, St. Jude College, Manila, Phinma Hospitality, Inc., United Pulp and Paper Company, Inc., Digital Telecommunications Philippines, Inc., Seven Seas Resorts and Leisure, Inc., Beacon Property Ventures, Inc., Cebu Light Industrial Park, Inc., Pueblo de Oro Development Corporation and Manila Cordage Company.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Independent Director
2. PHINMA Corporation – Chairman
3. A. Soriano Corporation – Independent Director
4. Rockwell Land Corporation – Independent Director
5. Roxas Holdings, Inc. – Independent Director

7. WILFREDO A. PARAS, *Independent Director.*

Age: 74

Date of First Appointment: 29 June 2011

Academic Background:

Mr. Paras completed his undergraduate studies at the University of the Philippines in 1969 with Bachelor of Science, Industrial Pharmacy and his Master in Business Administration at the De La Salle University in 1991. He also completed an Executive Program at the University of Michigan at Ann Arbor, Michigan, USA.

Business and Professional Background/ Experience:

Mr. Paras has been an Independent Director of PMC since 29 June 2011 and was re-elected on 15 July 2020. He is currently an Independent Director of GT Capital Holdings, Inc. since May 2013 and President of WAP Holdings, Inc. He is also a member of the Board of Trustees of Dualtech Training Foundation Inc. Mr. Paras was previously the Executive Vice-President, Chief Operating Officer and Director of JG Summit Petrochemical Corporation, President and Director of PT Union Carbide Indonesia, Managing Director of Union Carbide Singapore, Business Director, Union Carbide Asia Pacific, and President of Union Carbide Philippines.

Directorship in Listed Companies in the Philippines

1. Philex Mining Corporation – Independent Director
2. GT Capital Holdings, Inc. – Independent Director

8. BARBARA ANNE C. MIGALLOS *Corporate Secretary, Executive Director.*

Age: 66

Date of First Election: 26 June 2013

Academic Background:

Ms. Migallos graduated *Cum Laude* from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as *Cum Laude* (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

Business and Professional Background/ Experience

Ms. Migallos was elected to the Board of Directors of the Company and PGPI on 26 June 2013, and was most recently re-elected on 15 July 2020. She has been the Company's Corporate Secretary since July 1998. She is also Corporate Secretary and former Director of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos is also Director of Mabuhay Vinyl Corporation since 2000, Philippine Resins Industries since 2001, Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005, Nickel Asia Corporation since 2010, and Alliance Select Foods International, Inc. since 2015. She is a professorial lecturer in Corporations Law, Insurance, Securities Regulation and Credit Transactions at the De La Salle University College of Law, and heads its Mercantile Law Department. She was a Senior Partner of Roco Kapunan Migallos and Luna Law Offices from 1988 to 2006.

Directorship in Listed Companies in the Philippines

1. Philex Mining Corporation – Executive Director
2. Mabuhay Vinyl Corporation - Non-Executive Director

9. MICHAEL G. REGINO, *Non-Executive Director.*

Age: 59

Date of First Appointment: 28 February 2017

Academic Background:

Michael G. Regino graduated Cum Laude and Salutatorian from the Ateneo de Zamboanga University in 1981, with a degree of Bachelor of Science, Major in Economics. He later obtained his Masters in Business Administration in 1985 from the Ateneo de Manila University.

Business and Professional Background/ Experience:

Mr. Regino was appointed last 27 October 2016 as Member of the Board of the Social Security Commission (SSC). Mr. Regino has been a Director of Philex Mining Corporation since 28 February 2017 and was most recently re-elected on 15 July 2020.. Last 07 March 2018, he was duly appointed as Director of Unionbank of the Philippines. Prior to these current positions, he engaged in multifarious activities which marked the significant milestones in his career.

He served as the President and member of the Board of Directors of San Agustin Services, Inc., Agata Mining Ventures, Inc. and Exploration Drilling Corp.; as the Senior Vice President and Chief Operating Officer of St. Augustine Gold and Copper Ltd.; and, as the Executive Director of TVI Resources Development Phils., Inc. He also became one of the members of the Board of Directors of Nationwide Development Corporation and KingKing Mining Corp., where he took charge of the Davao operations.

He also gained expertise in the field of real estate development and property management when he served as the President of Camella Homes, Golden Haven Memorial Parks, Inc., and MGS Group of Companies. He also once shared his competence in other industries such as Northern Foods, Corp., Kilusang Kabuhayan at Kaunlaran, and the Ateneo de Zamboanga University, where he served as Finance and Treasury Manager, Chief Financial Specialist, and Instructor in Economics, respectively.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Non-Executive Director
2. Union Bank of the Philippines, Inc. – Non-Executive Director

10. ANITA BUMPUS QUITAIN, *Non-Executive Director.*

Age: 74

Date of First Appointment: 28 February 2017

Academic Background:

Ms. Quitain has a BSE Education Degree from the University of Mindanao in Davao City, and Bachelor of Science Degree in Commerce, Major in Accounting. She has also completed two (2) years of Masters in Public Administration (37 units) for her Career Civil Service Eligibility.

Business and Professional Background/ Experience:

Ms. Quitain was first elected to the Company's Board of Directors on 28 February 2017, and most recently re-elected on 15 July 2020. She is Commissioner of the Social Security Commission since her appointment in November 2016. She is also Director of First Philippine Holdings, Inc. since March 2018.

She was an employee of the Social Security System (SSS) for 31 years assigned to the Main Office of Region 09 in Davao City, where one of her major achievements was taking charge of the operations of the then newly-opened SSS Representative Office in Digos City, Davao del Sur as Office-in-Charge. She stayed there for five (5) years where she conducted seminars and coverage drives, especially in rural areas, aside from discharging management and leadership functions in the Representative Office.

As a BSE Education Degree holder, she worked with the Department of Education as an elementary classroom teacher for ten (10) years and was a teacher at the Philippine Women's College of Davao. After this, she moved to SSS office in Region 09, Davao City, where she eventually retired in July 2009 after 31 years of dedicated service. Ms.

Quitain, at one time or another, headed different sections of SSS Region 09, namely: Membership, Real Estate, Operations Accounting, Member Assistance Center, and Sickness, Maternity and Disability Sections.

Directorship in Listed Companies in the Philippines:

1. Philex Mining Corporation – Non-Executive Director
2. First Philippine Holdings, Inc. – Non-Executive Director

11. BAI NORHATA D. M. ALONTO, Non-Executive Director

Age: 71

Date of First Appointment: 24 February 2021

Academic Background:

Ms. Alonto holds a Masters degree in Psychology from the University of the Philippines (1976), and a major in Psychology from the Philippine Women's University (1970).

Business and Professional Background/ Experience:

Ms. Alonto was appointed as Director on 24 February 2021. She was appointed Commissioner of the state-run Social Security System in December 2019, and member of the Information Technology & Collection and Coverage Committee, and the Executive Committee. She is a member of the Board of Directors of Ionics, Inc. and Philamlife Tower.

Ms. Alonto is currently the President of the Philippine Muslim Women Council, Vice President of the 16th President Cabinet Spouses Foundation, and Regional Governor of the National Council of Women in the Philippines. Ms. Alonto was Head Secretariat of the All Moro Convention, Mindanao, in November 2017. Ms. Alonto was the proponent in the issuance of the first Presidential Declaration on Eid'l Fitr as non-working national holiday; the establishment of Muslim prayer areas in all international and domestic airports; memorandum order obliging hospitals to release in 6 hours but not later than 12 hours the cadaver of a Muslim patient; and the Department Order exempting Muslim students from participating in non-Islamic activities and allowing them to wear their traditional Islamic attire, among others.

Ms Alonto was Executive Assistant V / Chief of Staff to the Chairman of the Mindanao Development Authority from October 2017 - May 2019. She was the Focal Person for foreign-assisted development programs for the Bangsamoro under the Office of the Chairman, Mindanao Development Authority. Ms. Alonto was a Member of the Board of Directors of the ARMM Social Fund Board from 2003-2004, and the Bataan Shipyard and Engineering Corporation from 2003-2004. She was Commissioner of the Presidential Commission for Urban Poor from 2001-2002, Presidential Assistant for Muslim Mindanao from 1999-2001. Ms. Alonto also held various positions in the College Instructor, College of Arts and Sciences, Mindanao State University.

Directorship in Listed Companies in the Philippines:

1. IONICS, Inc.
2. Philex Mining Corporation

Process and Criteria for Selection of Nominees for Directors

The Board of Directors set **23 April 2021** as the deadline for the submission of nominations to the Board of Directors. The deadline was duly announced and first disclosed on 24 February 2021.

The Nominations Committee composed of Manuel V. Pangilinan (Chairman), Marilyn A. Victorio-Aquino, Wilfredo A. Paras (Independent Director) and Bai Norhata D. M. Alonto screened the nominees for election to the Board of Directors in accordance with the Company's Revised Manual on Corporate Governance. The Committee assessed the candidates' background, educational qualifications, work experience, expertise and stature as would enable them to effectively participate in the deliberations of the Board.

In the case of the independent directors, the Committee reviewed their business relationships and activities to ensure that they have all the qualifications and none of the disqualifications for independent directors as set forth in the Company's Revised Manual of Corporate Governance, the Securities Regulation Code (SRC), the 2015 SRC Implementing Rules and Regulations, and SEC Memorandum Circular No. 19, series of 2016 or the "Code of Corporate Governance for Publicly-Listed Companies."

Nominees for Election at Annual Stockholders' Meeting on

The Nominations Committee screened the nominees to determine whether they have all of the qualifications and none of the disqualifications for election to the Company's Board of Directors, and prepared the Final List of Candidates for election to the Board of Directors at the Annual Stockholders' meeting.

The Final List of Candidates is as follows:

Nominees for Regular Director:

1. Manuel V. Pangilinan
2. Eulalio B. Austin, Jr.
3. Joseph H. P. Ng
4. Richard P. C. Chan
5. Marilyn A. Victorio-Aquino
6. Barbara Anne C. Migallos
7. Michael G. Regino
8. Anita Bumpus Quitain
9. Bai Norhata D. M. Alonto

Nominees for Independent Director

1. Oscar J. Hilado (Independent Director)
2. Wilfredo A. Paras (Independent Director)

The said nominees are all incumbent directors of the Company. Their experience and background of are summarized in pages 8 to 15 of this Information Statement. The Company will comply with the guidelines on the nomination and election of independent directors prescribed in Rule 38 of the SRC Rules, and the Code of Corporate Governance for Publicly Listed Companies.

SEC Memorandum Circular No. 4, Series of 2017 prescribes a cumulative term limit of nine (9) years for independent directors of publicly-listed companies, reckoned from the year 2012. The same circular provides, however, that where a company wants to retain an independent

director who has served for nine (9) years, the Board should provide meritorious justification/s and seek shareholders' approval during the annual shareholders' meeting.

At the 29 April 2021 meeting of the Board of Directors of the Company, the Board resolved to retain and extend the terms of its Independent Directors, Messrs. Oscar J. Hilado and Wilfredo A. Paras, for another 2 years. The Company believes that continuity is essential in these uncertain times and given that Messrs. Hilado and Paras are experienced and knowledgeable on matters that are crucial to the business of the Company, their invaluable contributions as Independent Directors cannot be easily replaced.

Shareholders' approval of the extension of the terms of Mr. Hilado and Mr. Paras will be sought at the Annual Shareholders' Meeting.

Mr. Oscar J. Hilado was nominated by Mr. Pangilinan. Mr. Wilfredo A. Paras was nominated by Ms. Migallos. Both nominees have accepted their nominations in writing. There are no relationships between the foregoing nominees for independent director and the persons who nominated them.

No director has resigned or declined to stand for re-election to the Board of Directors due to disagreement on any matter.

Executive Officers

The following persons are the present executive officers of the Company:

EULALIO B. AUSTIN, JR. – 59, Filipino citizen. Mr. Austin became President and Chief Operating Officer on 1 January 2012 and President and Chief Executive Officer of the Company on 3 April 2013. He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998, and Mine Engineering & Draw Control Department Manager from 1996 to 1998. Mr. Austin is also Chairman, President and Chief Executive Officer of Silangan Mindanao Mining Co., Inc. He is also a Director of PXP Energy Corporation. He likewise sits on the Board of the Chamber of Mines of the Philippines and Philippine Mineral Safety and Environmental Association (PMSEA) and was Founding President of PSEM's Philex Chapter. He was recently awarded as the CEO of the Year in Mining by The Asset in December 2015. He was also a recipient of Asia Pacific Entrepreneur Award (APEA) for the Mining Industry by Enterprise Asia in 2016. He was also recognized by the Philippine Society of Mining Engineers as the Most Outstanding Engineer in Mine Management in June 2016.

Mr. Austin graduated from Saint Louis University-Baguió City, with a Bachelor of Science degree in Mining Engineering and placed eight in the 1982 Professional Board Examination for mining engineers. He took his Management Development Program at the Asian Institute of Management in 2005, and his Advance Management Program at Harvard Business School in 2013.

BARBARA ANNE C. MIGALLOS – 66, Filipino citizen. Atty. Migallos has been the Company's Corporate Secretary since July 1998. She is also Corporate Secretary and former Director of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos is also Director of Mabuhay Vinyl Corporation since 2000, Philippine Resins Industries since 2001, Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005, Nickel Asia Corporation since 2010, and Alliance Select Foods International, Inc. since 2015. She is a professorial lecturer in Corporations Law, Insurance, Securities Regulation and Credit

Transactions at the De La Salle University College of Law, and heads its Mercantile and Taxation Law Department. She was a Senior Partner of Roco Kapunan Migallos and Luna Law Offices from 1988 to 2006.

Ms. Migallos graduated *Cum Laude* from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as *Cum Laude* (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

ROMEO B. BACHOCO - 60, Filipino Citizen. Mr. Bachoco has been appointed as the Company's Senior Vice President for Finance, Chief Finance Officer and Treasurer since August 2019. He is a seasoned corporate professional with a diverse background in finance and commercial operations. He previously held the following senior management positions namely as Chief Operating Officer of XRC Mall Developer, Inc. (XentroMalls), Executive Vice-President and Head of Retail and Business Development of Seaoil Philippines, Inc., Executive Vice-President and Chief Operating Officer of Double Dragon Properties Corp., Executive Vice-President and Chief Finance Officer of Golden Arches Development Corp. (McDonalds Philippines) and Eastern Telecommunications Philippines. Mr. Bachoco graduated Cum Laude with a Bachelor of Science Degree in Business Administration, Major in Accounting, from the University of the Philippines Visayas and is a licensed Certified Public Accountant. He also obtained his Master in Business Administration from the Ateneo Graduate School of Business under the Ateneo-Regis Program. He is also a visiting professional lecturer in financial management at the Ateneo Graduate School of Business.

VICTOR A. FRANCISCO – 56, Filipino citizen. Mr. Francisco has been Vice President for Environment and Community Relations since 2 January 2009. He was previously Group Manager for Corporate Environment and Community Relations in 2007, Department Manager – Corporate Environment and Community Relations in 1999, and Assistant Manager – Corporate Environmental Affairs in 1997.

Mr. Francisco completed a Bachelor of Science Degree in Community Development at the University of the Philippines in 1987. He also obtained a Masters degree in Environmental Science and Management at the University of the Philippines campus in Los Baños, Laguna in 1995.

VIC MORRIS A. YODONG - 66, Filipino citizen. Mr. Yodong was appointed and assumed the position of Vice President and Padcal Resident Manager on 11 March 2019. Mr. Yodong is licensed mining engineer with over forty years of industry experience from both local and international mining companies. He graduated with a Bachelor of Science in Mining Engineering Degree from Adamson University.

JONAS EMANUEL S. SANTOS, 43, Filipino citizen. Mr. Santos was appointed and assumed the position as Vice President and General Counsel of Philex Mining Corporation on 1 April 2019. Mr. Santos was formerly the Corporate Counsel of Chevron Philippines, Inc. and Senior Associate at Sycip Salazar Hernandez & Gatmaitan. He graduated with a Bachelor of Science in Management Engineering Degree from the Ateneo de Manila University and obtained his Bachelor of Laws from the University of the Philippines Diliman.

Significant Employees

No single person is expected to make a significant contribution to the business since the Company considers the collective efforts of all its employees as instrumental to the overall success of the Company's performance.

Family Relationships

There are no family relationships up to the fourth civil degree either of consanguinity or affinity among any of the directors, executive officers and persons nominated or chosen to become directors or executive officers.

Involvement in Certain Legal Proceedings

None of the directors, nominees for election as a director, executive officers or control persons of the Company have been involved in any legal proceeding, including without limitation being the subject of any:

- a. bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior to that time;
- b. conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
- c. order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities commodities or banking activities; and
- d. order or judgment of a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization finding him/her to have violated a securities or commodities law or regulation,

for the past five (5) years up to the latest date, that is material to the evaluation of ability or integrity to hold the relevant positions in the Company. Note 31 of the Notes to the Company's Consolidated Financial Statements as of 31 December 2020, attached hereto, is incorporated by reference.

Certain Relationships and Related Transactions

The Company's significant related party transactions as of 31 December 2020, which are under terms that are no less favorable than those arranged with third parties, and account balances are as follows:

a) Advances from PMC to Silangan Mindanao Mining Co. Inc. (SMMCI) and Silangan Mindanao Exploration Co. Inc. (SMECI)

PMC, owning directly and indirectly 100% of SMMCI and SMECI, provides the funds to SMMCI, through SMECI since 2011 and directly thereafter, for the Silangan project's expenditures since the Company's acquisition of Anglo American's interest in the Silangan Project in 2009. These advances, which were intended to be converted into equity, amounted to Php2.327 billion, Php2.144 billion, Php1.654 billion and Php1.295 billion as of December 31, 2020, 2019, 2018 and 2017, respectively. In February 2015, the Company infused all outstanding advances amounting to Php7.208 billion as equity.

b) Advances from PMC to PXP Energy Corporation (PXP Energy)

PMC made cash advances to PXP Energy Corporation (PXP Energy) for its additional working capital requirements, and for the acquisition of equity in FEP, PERC and Pitkin. These advances were covered by a pledge agreement between PMC and PXP Energy wherein

certain shares of stocks owned by PXP Energy were pledged to secure the advances. On October 26, 2018, PMC and PXP Energy signed a subscription agreement wherein PMC will subscribe to 260 million common shares of PXP Energy for a total consideration of Php3.081 billion. PXP Energy's proceeds from the subscription agreement will be utilized by PXP Energy for the repayment of its advances from PMC. On August 5, 2019, a deed of assignment was entered into by Brixton Energy and Mining Corporation (BEMC, a subsidiary of PXP Energy) transferring Brixton receivables from PMC to PXP Energy amounting to Php738 million. As of December 31, 2019, PXP Energy paid Php2.897 billion to PMC to settle all PXP Energy advances, including the Brixton receivables which reduced the advances to nil from Php1.387 billion as at end 2018 and Php2.169 billion as of December 31, 2017.

As of December 31, 2020, the Company has an outstanding subscription payable to PXP Energy amounting to Php121 million after settling Php2.960 billion of the total subscription of Php3.081 billion that brought PMC's interest in PXP Energy from 19.8% to 30.4%.

c) Issuance of Convertible Bonds to First Pacific Company Limited (FPC) and SSS by SMECI

In December 2014, SMECI and PMC, as the co-issuer, issued 8-year convertible bonds with a face value of Php7.2 billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share one year after the issue date. The carrying value of loans payable amounted to Php8.182 billion, Php7.743 billion, Php7.333 billion and Php6.950 billion as of December 31, 2020, 2019, 2018 and 2017, respectively.

Directors Disclosures on Self-Dealing and Related Party Transactions

No transaction, without proper disclosure, was undertaken by the Corporation in which any director, executive officer, or any nominee for election as director was involved or had a direct or indirect material interest.

Directors, officers and employees of the Corporation are required to promptly disclose any business or family-related transactions with the Corporation to ensure that potential conflicts of interest are surfaced and brought to the attention of the management.

Appraisals and Performance Report for the Board

The Board has established committees to assist in exercising its authority in monitoring the performance of the Corporation in accordance with its Revised Corporate Governance Manual, Code of Business Conduct and related SEC Circulars. The Corporate Governance Committee of the Corporation oversees the performance evaluation of the Board and its committees and management. More detailed discussion on appraisals and performance report for the Board, as well as corporate governance compliance of the Company, are found in the Management Report, page 27.

Item 6. Compensation of Directors and Executive Officers

There are no arrangements for additional compensation of directors other than that provided in the Company's By-Laws which provides compensation to the directors, at the Board's discretion to determine and apportion as it may deem proper, an amount up to 1.5% percent of the Company's net income before tax of the preceding year. No payment made in 2020 as the Company reported a net loss in 2019 which was the basis for the directors' compensation for 2020. Payments made in 2019, 2018 and 2017 amounted to Php1.3 million, Php16.3 million and Php16.9 million, respectively.

Effective March 2015, the Directors' per diem increased to Php40,000 per Board meeting attended and Php30,000 per Board committee participation, and are deductible from the annual directors' compensation provided under Section 7 of the Company's By-laws. Previously, the rate per attendance for both Board and Board committee meeting was at Php8,000. In the event that financial results warrant the payment of the annual directors' compensation under the Company's by-laws, such directors' compensation shall be inclusive of the annual total per diem paid to directors. The total amount of per diem paid in 2020, 2019, 2018 and 2017 were Php5.5 million, Php7.0 million, Php5.5 million and Php6.6 million, accordingly.

There is no executive officer with contracts or with compensatory plan or arrangement having terms or compensation significantly dissimilar to the regular compensation package, or separation benefits under the Company's group retirement plan, for the managerial employees of the Company.

On 23 June 2006, the Company's stockholders approved the stock option plan of the Company which was thereafter duly approved by the Securities and Exchange Commission on 8 March 2007. This Plan and all outstanding option shares granted under this plan expired in 2016.

On 29 June 2011, the Company's stockholders approved a new stock option plan covering up to 246,334,118 shares equivalent to 5% of the Company's outstanding shares of 4,926,682,368 as of 29 June 2011. This plan was approved by the SEC on 22 February 2013, which approval was received by the Company on 5 March 2013. Note 29 of the Notes to Consolidated Financial Statements of the Exhibits in Part V, Item 14 on the Company's Stock Option Plan is hereby incorporated for reference.

The following table shows the compensation of the directors and officers for the past three years and estimated to be paid in the ensuing year. Starting 2008, stock option exercises of the Company's non-management directors, consisting of the difference between the market and exercise prices at the time of option exercise, are considered as director's fee for purposes of the table.

SUMMARY COMPENSATION TABLE
(in Php million)

a) Aggregate Compensation of All Directors

	Year	Director's Fee	Bonus	Others
All Directors as a Group (excluding Mr. Austin whose Director's Fees were reported under compensation of Executive Officers)	2021	P7.300	-	
	2020	P5.090	-	
	2019	P7.610	-	

b) Chief Executive Officer and Four Most Highly Compensated Executive Officers

Name and Principal Position	Year	Salary	Bonus	Others
Eulalio B. Austin, Jr.	2021	P50.418	P4.202	
Romeo B. Bachoco				
Victor A. Francisco				

Jonas Emanuel S. Santos	<i>Estimate</i>		
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Eulalio B. Austin, Jr.	2020	P62.836	P31.257
Romeo B. Bachoco			
Michael T. Toledo*			
Victor A. Francisco			
Jonas Emanuel S. Santos			

Eulalio B. Austin, Jr.	2019	P56.444	P9.815
Danny Y. Yu			
Michael T. Toledo*			
Redempta P. Baluda			
Manuel A. Agcaoili			

*Mr. Toledo has retired from his position as the Company's Senior Vice President for Public and Regulatory Affairs effective 30 December 2020.

c) Aggregate Compensation of All Executive Officers

	Year	Salary	Bonus	Others
All Executive Officers as a Group	2021	P50.418	P4.202	
	<i>Estimate</i>			
	2020			
	2019			

d) Aggregate Compensation of all Directors and Executive Officers

	Year	Director's Fees and Salary	Bonus	Others
All Directors and Executive Officers	2021	P57.718	P4.202	
	<i>Estimate</i>			
	2020			
	2019			

In 2020, a total of P5.530 million was paid to the directors, details of which are as follows:

Name	Position	Amount (Php Millions)
Manuel V. Pangilinan	Chairman	0.280
Eulalio B. Austin, Jr.*	President & Chief Executive Officer	0.440
Marilyn A. Victorio-Aquino	Non-Executive Director	0.620
Richard P.C. Chan	Non-Executive Director	0.380
Oscar J. Hilado	Independent Director	0.670
Barbara Anne C. Migallos	Executive Director	0.650
Joseph H.P. Ng	Non-Executive Director	0.670
Wilfredo A. Paras	Independent Director	0.530
Michael G. Regino	Non-Executive Director	0.470
Anita B. Quitain	Non-Executive Director	0.440
Diana Pardo-Aguilar	Non-Executive Director	0.380
Total		5.530

*The amount paid to Mr. Eulalio B. Austin, Jr. is included in his compensation as President and Chief Executive Officer as stated in the summary compensation table above.

Item 7. Independent Public Auditor

The appointment, approval or ratification of the Company's independent public auditor or independent external auditor for 2021 will be submitted to the shareholders for approval at the Annual Stockholders' Meeting.

The Audit Committee has recommended, and the Board of Directors has approved, the reappointment of the auditing firm of SyCip Gorres Velayo & Co (SGV). SGV has been the Company's independent auditor since 1981.

Mr. Alexis C. Zaragoza III will be the certifying partner for SGV for 2021, and will be primarily responsible for the audit of the Company's financial accounts. Mr. Zaragoza was the certifying partner from 2017, replacing Mr. Jose Pepito E. Zabat III who completed his fifth year as SGV certifying partner in 2016. The certifying partner of the Company's independent external auditor is rotated at least once every five (5) years, with a two (2) year cooling off period as applicable, in accordance with SRC Rule 68, Part 3(b)(iv)(ix).

The Company's Audited Financial Statements for 2020 as certified by Mr. Zaragoza is attached to this Information Statement. The Company has been advised that the SGV auditors assigned to render audit-related services have no shareholdings in the Company, or a right, whether legally enforceable or not, to nominate persons or to subscribe to the securities of the Company, consistent with the professional standards on independence set by the Board of Accountancy and the Professional Regulation Commission.

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

External Audit Fees and Services

Audit and Audit-Related Fees

For the past three fiscal years, the Company's external auditors were engaged primarily to express an opinion on the financial statements of the Company and its subsidiaries. The audit, however, included the auditors providing assistance to the Company in the review of its income tax return in as far as ensuring the agreement of the reported income and costs and expenses in the return with the recorded amounts in the books. The procedures conducted for this engagement included those that are necessary under auditing standards generally accepted in the Philippines but did not include detailed verification of the accuracy and completeness of the reported income and costs and expenses. The audit fees for these services for the entire Philex Group (excluding PXP Energy group) amount to Php4.700 million in 2020, Php3.800 million in 2019, Php5.04 million for 2018 and Php5.04 million for 2017.

Tax Fees

The Company has not engaged the external auditors for any tax-related services for 2020 as well as in the two prior years.

All Other Fees

The external auditors were engaged by SMMCI, a subsidiary of PMC, to re-confirm or re-evaluate the previously issued opinion on the outstanding value-added tax receivable of SMMCI based on the existing registration of the SMMCI with the Board of Investments. The engagement fee amounted to Php400 thousand. Other than such engagement, the Company has not engaged to do other engagements in 2020 and in the three prior years.

All audit and non-audit engagements were approved by the Company's Audit Committee.

Audit Committee's Approval of Policies and Procedures

Prior to the commencement of this year-end audit work, the external auditors presented their program and schedule to the Company's Audit Committee, which included discussion of issues and concerns regarding the audit work to be done. At the completion of this audit work, the Company's audited financial statements for the year were likewise presented by the external auditors to the Audit Committee for committee approval and endorsement to the full Board for final approval.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There was no change in the Company's independent auditors during the two most recent calendar years or in any subsequent interim period. As earlier mentioned, Mr. Zaragoza replaced Mr. Zabat as SGV's certifying or audit engagement partner in 2017.

There has been no disagreement with the independent accountants on accounting and financial disclosure.

Item 8. Compensation Plans

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

Item 9. Authorization or Issuance of Securities Other than for Exchange

No action is to be taken at the Meeting with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the Company.

Item 10. Modification or Exchange of Securities

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

Item 11. Financial and Other Information related to Items 9 and/or 10

As stated above, no action is to be taken at the Meeting with respect to the matters under Items 9 (Authorization or Issuance of Securities Other than for Exchange) and 10 (Modification or Exchange of Securities).

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

No action is to be taken at the Meeting with respect to any transaction involving the following:

- a) the merger or consolidation of the Company into or with any other person or of any other person into or with the Company;

- b) the acquisition by the Company or any of its security holders of securities of another person;
- c) the acquisition by the Company of any other going business or of the assets thereof;
- d) the sale or other transfer of all or any substantial part of the assets of the Company; or
- e) the liquidation or dissolution of the registrant.

Item 13. Acquisition or Disposition of Property

No action is to be taken at the Meeting with respect to the acquisition or disposition of any property.

Item 14. Restatement of Accounts

No action is to be taken at the Meeting with respect to the restatement of any asset, capital, or surplus account of the Company.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

Action is to be taken on the reading and approval of the following:

1. Minutes of the Previous Stockholders' Meeting

The Minutes of the Annual Stockholders' Meeting held on 15 July 2020 are attached to this Information Statement as Annex "A", posted on the Company's website (www.philexmining.com.ph) and also available for inspection by stockholders at the principal offices of the Company. Copies thereof will also be made available upon request at the venue of the next annual stockholders' meeting.

Matters taken up during the 2020 Stockholders' Meeting were the: (i) Reading and Approval of the Minutes of the 2019 Stockholders' Meeting and Action Thereon; (ii) Presentation of Annual Report and Audited Financial Statements for the Year Ended 31 December 2019 and Action Thereon; (iii) Ratification and approval of the acts of the Board of Directors and Executive Officers during the corporate year 2019 – 2020; (iv) Appointment of Independent Auditors; (v) Appointment of election inspectors to serve until the close of the next annual meeting; and (vi) Election of Directors, including Independent Directors.

The Minutes of the Annual Stockholders' Meeting held on 15 July 2020 attached herewith clearly describes the (1) voting and voting tabulation procedure; (2) opportunity given to stockholders to ask questions, with a record of the questions asked and answers given; (3) matters discussed and resolutions reached; and (4) attendance.

A record of the voting results for each agenda item is attached as Annex "A-1"

The resolution to be adopted will be for the approval of the Minutes of the 2020 Annual Stockholders' Meeting held on 15 July 2020.

2. Management Reports

The Company's Annual Report and Audited Financial Statements will be submitted for approval by the stockholders. Copies of the Management Report, the Company's SEC Form 17-A with Audited Financial Statements, and Quarterly Report SEC Form 17-Q are attached to this Information Statement as Annex "B", Annex "C", and Annex "D", respectively. Said documents are also available on the Company's website (www.philexmining.com.ph). Shareholders, upon written request, will be provided with a copy of the said Annual Report and/or Quarterly Report as filed with the SEC, free of charge. The contact details for obtaining copies of the said Reports are on page 30 of this Information Statement.

The resolution to be adopted will be the approval of the Annual Report and the Audited Financial Statements of the Company for the year ended 31 December 2020.

Item 16. Matters not required to be submitted

There are no matters or actions to be taken up in the meeting that will not require the vote of the stockholders.

Item 17. Amendment of Charter

No action is to be taken at the Meeting with respect to amendments to the Company's Articles of Incorporation or By-Laws.

Item 18. Other Proposed Action

Action is to be taken on (1) the ratification and approval of the acts of the Board of Directors and executive officers for the corporate year 2020 to 2021; and (2) the appointment of independent election inspectors for the ensuing year.

1. Acts of the Board of Directors and Executive Officers

All acts, contracts, proceedings, elections and appointments made or taken by the Board of Directors and/or the officers of the Company during the corporate year 2020-2021 will be submitted for ratification and approval of shareholders. These include actions taken by the Board of Directors at the organizational meeting held on 15 July 2020, and at regular and special meetings held on 15 July 2020, 30 July 2020, 25 August 2020, 1 October 2020, 29 October 2020, 11 December 2020, 24 February 2021, and 29 April 2021. The acts of officers referred to are those that implemented the actions taken by the Board. A summary of significant actions of the Board, as set forth in the Minutes of meetings, is provided below.

At the organizational meeting held on 15 July 2020, the Board elected the Company's officers and constituted the Board committees for the corporate year 2020-2021.

At regular Board meetings, principal matters discussed included the presentation of detailed monthly operations and financial reports. Operations reports included safety performance, milling tonnage, gold and copper grades, metal production and updates on social development programs and environmental compliance. Key performance indicators such as production and

operating cost per tonne are also discussed. Financial reports included operating revenues, operating costs and expenses, income from operations, other income (charges), income before income tax, net income, balance sheet and statements of cash flows. Metal prices and smelter charges are also regularly reported. Updates on the progress of the Silangan Project and other exploration projects, including the status of drilling programs, mining and exploration permit applications, project timetable and cost performance, were also presented. Various ministerial resolutions for the Company's credit facilities with banks were also taken up.

Aside from the foregoing, significant actions of the Board at regular meetings held during the corporate year 2020-2021 include:

At the regular Board Meeting on 15 July 2020, the Board approved the payment plan for the subscription payable to PXP, conditional upon the Company's 3rd and 4th quarter performance.

At the 30 July 2020 Regular Board Meeting, the Board approved the additional capital expenditure of P9.4 million for Confirmatory Drilling at 782 SW Block, and Scout Drilling at 798 Mining Level East Block, as well as a contingent approval for P4.4 million for further confirmatory drilling, subject to the successful scout drilling at the 798 ML East Block.

At the special meeting of the Board of Directors held on 25 August 2020, the Board approved to terminate the engagement of the Company's financial advisor; and 2) engage the services of Morgan Stanley as Financial Advisor for an initial period of six (6) months, and if sufficient progress is made re potential investor/s, extend the engagement for another four (4) months at the option of Silangan.

At the meeting of the Board of Directors on 11 December 2020, the Company's budget for 2021 was approved. The schedule of meetings for 2021 was also presented.

On 24 February 2021, the Board approved the financial results of the Company for the year ended 31 December 2021, as well as the schedule of the Annual Stockholders' Meeting for 2021.

On 29 April 2021, the Board approved the postponement of the Company's Annual Stockholders' Meeting to 25 June 2021.

The resolution to be adopted is the ratification, approval and confirmation of all acts, contracts, proceedings, elections and appointments made or taken by the Board of Directors and/or the officers of the Corporation during the past corporate year, as set forth in the Minutes of the Meetings of the Board, and/or all acts and proceedings performed or taken pursuant thereto.

2. Appointment of an Independent Election Inspector

On the appointment of independent election inspectors, an independent party will be appointed by the shareholders to serve as election inspector responsible for counting and/or validating the votes cast for all shareholders' meetings held in the ensuing year until the next annual meeting. In 2020 and in previous years, representatives of the independent external auditor were appointed. This practice will be followed this year.

The resolution to be adopted will be the appointment of an election inspector to serve until the close of the next annual meeting.

Item 19. Voting Procedures

Stockholders as of 08 April 2021 may vote at the Annual Stockholders' Meeting on 25 June 2021. Stockholders have the right to vote in person or by proxy.

All matters requiring approval of stockholders as set forth in the Agenda and this Information Statement will require only the affirmative vote of the stockholders owning at least a majority of the outstanding voting capital stock.

In the election of directors, cumulative voting may be adopted. On this basis, each stockholder as of 8 April 2021 may vote the number of shares registered in his name for each of the eleven (11) directors to be elected, or he may multiply the number of shares registered in his name by eleven (11) and cast the total of such votes for one (1) director, or he may distribute his votes among some or all of the eleven (11) directors to be elected. The eleven (11) nominees with the greatest number of votes will be elected directors.

Stockholders as of 08 April 2021 may vote at the Annual General Stockholders' Meeting on 25 June 2021. Stockholders have the right to vote online, or by proxy.

1. Proxy - Stockholders who cannot attend by remote communication may accomplish the enclosed proxy form. The proxy form contains each item on the Agenda that requires stockholders to vote "YES", "NO", or "ABSTAIN". In the case of election of directors, the names of each of the nominees are listed in the proxy form with space for the stockholder to indicate his or her vote for or against each of the nominees. Stockholders are given until 14 June 2021 to submit a scanned copy of the proxy via email to bcmigallos@philexmining.com.ph, or physical copies to the Office of the Corporate Secretary at the Company's office address. Proxies will be validated by the Special Committee of Inspectors on 18 June 2021 at 10:30 a.m. at the Company's principal office.
2. To register:
 - a. A stockholder must first register via e-mail. Certificated shareholders must indicate in the email their **Stockholder ID number**, and **attach a scanned copy of a valid government identification card (ID) and send to bcmigallos@philexmining.com.ph**. Indirect or Uncertificated shareholders (shareholders who hold their shares through a PCD Nominee account) must submit through e-mail **a certification from their broker attesting that the stockholder is the beneficial owner of shares of stock of the Company (the number of shares must be indicated) and a valid current ID**. Deadline for registration is on 14 June 2021, at 12 NN. Clarificatory questions regarding attendance via remote communication may be sent via email to bcmigallos@philexmining.com.ph.
 - b. Once the Company successfully verifies the stockholder's status, **the Company will reply to each stockholder with (1) a link through which the Meeting may be accessed; and (2) the SECURITY CODE to be used for online voting**
3. To vote online, stockholder may log on to <http://www.philexmining.com.ph/investor-relations/vote-online>
 - a. A stockholder must key in his/her STOCKHOLDER NUMBER on the box labeled "STOCKHOLDER NUMBER".

The STOCKHOLDER NUMBER serves as the account number with the Company, and can be found in previous letters and communications of the Company, including letters for dividends. If the STOCKHOLDER NUMBER

cannot be located, please contact **Ms. Alma A. Escalante** of the Company's Investor Relations Division at **(632) 631-1381 to 88, local 8907** or via email at **aaescalante@philexmining.com.ph**, or **Mr. Richard D. Regala** of Stock Transfer Services, Inc., the Company's stock transfer agent at **(632) 403-2410** or **(632) 403-2412**, or via email at **rdregala@stocktransfer.com.ph**.

- b. Key in the SECURITY CODE provided by the Company after registration.
- c. Upon entering a valid STOCKHOLDER NUMBER and the correct SECURITY CODE, stockholder details (i.e. name, address, contact numbers, email address) will appear at the top of the page. Stockholders are requested to fill in the information for contact details (MOBILE NUMBER, LANDLINE, and EMAIL ADDRESS) to update their record with the Company. The online ballot showing "Items Requiring Shareholder Approval" will appear afterwards.
- d. For each item requiring shareholders' approval, click the appropriate box or boxes to indicate your vote. For all items except the election of directors, click only one box opposite "YES", "NO" or "ABSTAIN" to indicate your vote.
- e. For the election of directors, stockholders may vote up to nine (9) regular directors, and two (2) independent directors. Click the boxes opposite the names of the chosen nominees to indicate your vote. Cumulative voting is allowed; please refer to Item 4 of the Information Statement for an explanation of cumulative voting.
- f. To submit the online ballot, click the "SUBMIT" button on the lower right hand portion of the page. Once submitted, shareholders may still change their vote by clicking BACK to return to the previous page. As soon as the votes are finalized and the SUBMIT button is clicked, a confirmation message "Thank you for Voting" will appear.
- g. Online ballots will be accepted until **12:00 p.m. on 21 June 2021**.
- h. Results of the voting by shareholders will be announced for each item on the Agenda requiring the vote of shareholders, and shall be duly disclosed and shall be made available on the Company's website on the business day following the meeting.

For any questions or concerns, kindly contact the office of the Corporate Secretary via email at **bcmigallos@philexmining.com.ph**.

Proxies and online votes shall be tabulated by the Company with the Corporate Secretary and stock transfer agent, Stock Transfer Services, Inc., under the guidance and supervision of the Company's external auditors, when necessary. Results of the voting by shareholders will be announced for each item on the Agenda requiring the vote of shareholders. The tabulation and results of the voting shall be duly disclosed and shall be made available on the Company's website on the business day following the meeting.

The voting procedure will be announced at the start of the meeting.

PART II.

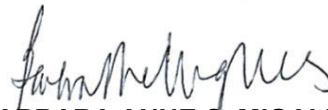
(PLEASE SEE SEPARATE PROXY FORM)

PART III.

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on 31 May 2021.

By:



BARBARA ANNE C. MIGALLOS
Corporate Secretary

UPON THE WRITTEN REQUEST OF THE STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A FOR THE PERIOD ENDING 31 DECEMBER 2020 AND/OR FIRST QUARTER REPORT SEC FORM 17-Q, AS FILED WITH THE SEC, FREE OF CHARGE. KINDLY ADDRESS WRITTEN REQUESTS TO:

ATTY. BARBARA ANNE C. MIGALLOS
Corporate Secretary

PHILEX MINING CORPORATION
2nd Floor Launchpad, Reliance Street corner Sheridan Street,
Mandaluyong City, Metro Manila

PROXY

The undersigned stockholder of **PHILEX MINING CORPORATION** (the "Company") hereby appoints _____ or in his absence, the Chairman of the meeting, as his/her/its attorney-in-fact or proxy, with power of substitution, to represent and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the **Annual General Stockholders' Meeting** of the Company to be held on **25 June 2021 at 4:00PM** and at any of the adjournments thereof for the purpose of acting on the following matters:

1. Approval of minutes of annual stockholders' meeting held on 15 July 2020
☐ Yes ☐ No ☐ Abstain
2. Approval of annual reports and Audited Financial Statements for the year ending 2020
☐ Yes ☐ No ☐ Abstain
3. Ratification and approval of the acts of the Board of Directors and executive officers
☐ Yes ☐ No ☐ Abstain
4. Appointment of Sycip, Gorres, Velayo & Co. as independent auditors
☐ Yes ☐ No ☐ Abstain
5. Appointment of election inspector
☐ Yes ☐ No ☐ Abstain
6. Election of Directors
☐ Vote for all nominees listed below:

Manuel V. Pangilinan
Eulalio B. Austin, Jr.
Joseph H. P. Ng
Richard P. C. Chan
Marilyn A. Victorio-Aquino
Barbara Anne C. Migallos

Michael G. Regino
Anita Bumpus Quitain
Bai Norhata D. M. Alonto
Oscar J. Hilado (Independent Director)
Wilfredo A. Paras (Independent Director)

- ☐ Withhold authority for all nominees listed above
☐ Withhold authority to vote for the nominees listed below:

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

Date

Printed Name of Stockholder

Signature of Stockholder/ Authorized Signatory

Proxy solicitation is made by or on behalf of the Company. This proxy should be received by the Corporate Secretary on or before **14 June 2021**, the deadline for submission of proxies. Proxies will be validated by the Special Committee of Inspectors.

This proxy, when properly executed, will be voted in the manner as directed herein by the stockholder(s). If no direction is made, this proxy will be voted "for" the election of all nominees and for the approval of the matters stated above and for such other matters as may properly come before the meeting in the manner described in the information statement and/or as recommended by management or the board of directors.

A proxy submitted by a corporation should be accompanied by a Corporate Secretary's Certificate quoting the board resolution designating a corporate officer to execute the proxy. Proxies executed by brokers must be accompanied by a certification under oath stating that the broker has obtained the written consent of the account holder.

A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expresses his intention to vote in person. This proxy shall be valid for five (5) years from the date hereof unless otherwise indicated in the box herein provided.

This solicitation is primarily by mail; however, incidental personal solicitation may also be made by the officers, directors, and regular employees of the Company whose number is not expected to exceed fifteen and who receive no additional compensation therefor. The Company bears the cost, estimated not to exceed P3 Million, of preparing and mailing this proxy form and other materials furnished to stockholders in connection with this proxy solicitation and the expenses of brokers who mail such materials to their customers.

No director or executive officer, nominee for election as director, or associate of such director, executive officer of nominee of the Company, at any time since the beginning of the last fiscal year, has any substantial interest, direct or indirect by security holdings or otherwise, in any of the matters to be acted upon in the meeting, other than election to office.

**MINUTES OF THE
2020 ANNUAL GENERAL STOCKHOLDERS' MEETING
OF PHILEX MINING CORPORATION**

Held via remote communication and
presided from the TV5 Media Center
Reliance St., Mandaluyong City
On Wednesday, 15 July 2020 at 4:00 p.m.

Shareholders present:

Registered online or represented by proxy: Shareholders holding 66.1% of the Company's outstanding capital stock

Directors Present in Person at the Media Center:

Manuel V. Pangilinan, Chairman
Eulalio B. Austin, Jr., Director, President and Chief Executive Officer
Marilyn A. Victorio-Aquino, Director
Barbara Anne C. Migallos, Director and Corporate Secretary

Directors Present via Remote Communication:

Oscar J. Hilado, Independent Director and Chairman of the Audit Committee
Wilfredo A. Paras, Independent Director
Anita Bumpus Quitain, Director
Michael G. Regino, Director
Diana V. Pardo-Aguilar, Director
Joseph H. P. Ng, Director
Richard P. C. Chan, Director

Other Officers Present at the Media Center:

Romeo B. Bachoco, Chief Finance Officer

Others Present via Remote Communication:

Sycip Gorres Velayo & Company, External Auditors of the Company
Other Corporate Officers and Executives

I. CALL TO ORDER

At 4:00 p.m., the Chairman, Mr. Manuel V. Pangilinan, called the meeting to order and presided over the same. He introduced the Directors personally present at the TV 5 Media Center, from where the meeting was presided. Atty. Barbara Anne C. Migallos, Corporate Secretary, recorded the minutes of the meeting.

The Chairman also introduced the Directors present via remote communication: Mr. Oscar J. Hilado, Independent Director and Chairman of the Audit Committee; Mr. Wilfredo A. Paras, Independent Director; Comm. Anita Bumpus Quitain, Director; Comm. Michael G. Regino, Director; Diana V. Pardo-Aguilar, Director; Mr. Joseph H. P. Ng, Director; and Mr. Richard P. C. Chan, Director. The shareholders were also informed of the presence of the Company's senior officers, and independent external auditors, Sycip Gorres Velayo & Company (SGV & Co.).

II. PROOF OF NOTICE OF MEETING

The Chairman asked the Corporate Secretary if notices of the meeting were properly sent.

The Corporate Secretary confirmed that the Notices were properly published, in accordance with the rules of the Securities and Exchange Commission (SEC). The Notice with the Agenda of the meeting was posted on the website of the Corporation. The Company also caused the publication of a copy of the Notice and Agenda in two (2) newspapers of general circulation and on three (3) online news platforms, all for two (2) consecutive days. This was disclosed to the SEC and the Philippine Stock Exchange.

III. CERTIFICATION OF QUORUM

The Chairman then asked the Corporate Secretary if there was a quorum for the transaction of business.

The Corporate Secretary informed the body that, upon tabulation of the stockholders who registered their attendance via the dedicated email provided for this purpose, there are present, in person or represented by proxy, stockholders representing **66.1%** of the outstanding capital stock of the Company. Accordingly, there was a quorum for purposes of the meeting.

The Corporate Secretary stated for the record that stockholders may participate and attend the meeting only by remote communication. A dedicated email address was disclosed consistent with SEC rules so that stockholders would be able to register and to submit proxies on the prescribed dates. Stockholders who registered are considered present at this meeting.

VOTING PROCEDURES AND GENERAL PROTOCOL

At the request of the Chairman, the Corporate Secretary explained the voting procedures and general protocol for the meeting, as follows:

1. To approve an agenda item, the YES vote of at least a majority of those present is required. Only the items on the Agenda and in the Definitive Information Statement will be voted upon.
2. In the election of directors, cumulative voting, as explained in the Definitive Information Statement, may be adopted. Cumulative voting is explained in the Definitive Information Statement.
3. The eleven (11) nominees with the highest number of votes will be elected directors.
4. Proxy forms were made available as part of the Definitive Information Statement and in the Company website. The proxy form contains each item on the Agenda that requires stockholders' vote. There are spaces in the proxy form for YES, NO or ABSTAIN for each item. The deadline for submission of proxies was 5 July 2020.
5. Certificated stockholders could cast their votes through a secure online voting facility which can be accessed by logging on to the online voting platform of the Company. Online voting instructions were provided in the Definitive Information Statement. The deadline for submission of ballots was on or before 12:00 noon of 13 July 2020.

6. Uncertificated stockholders could cast their votes to the dedicated email address within the same period through an online ballot provided to stockholders who registered attendance. The deadline of submission of ballots was on or before 12:00 noon of 13 July 2020 to the same dedicated email address.
7. In summary, the voting options for stockholders who registered their attendance are:
 - a. submit a proxy on or before 5 July 2020;
 - b. cast their votes online on or before 12:00 noon of 13 July 2020, for certificated shareholders; and
 - c. submit an accomplished ballot on or before 12:00 noon of 13 July 2020, for uncertificated shareholders.
8. For the election of directors, the names of each of the nominees are stated on the proxy, the ballot, and the voting platform. A stockholder may vote for all of the nominees; OR withhold a vote for all or for certain nominees. Votes are cast and counted in accordance with the stockholders' instructions, as reflected in the proxies.
9. The Company's stock transfer agent, Stock Transfer Services, Inc., is responsible for the tabulation of the votes, subject to review by the independent election inspector elected by the stockholders at the 2019 Annual General Stockholders' Meeting. The independent election inspector is Mr. Alexis C. Zaragoza, III, a partner of the SGV, the Company's independent external auditor.
10. The results of the voting on each item will be announced when the particular item is taken up by the body, and will be posted on the Company's website.
11. Stockholders were earlier requested to submit their questions on or before 12:00 noon on 13 July 2020, through the dedicated email address provided. Management will endeavor to answer all the questions. If, due to time constraints, not all questions are answered, responses to remaining questions will be sent via email.

IV. READING AND APPROVAL OF THE MINUTES OF THE 26 JUNE 2019 STOCKHOLDERS MEETING AND ACTION THEREON

The first business item on the agenda was the reading and approval of the Minutes of the Annual Stockholders' Meeting held on 26 June 2019 (2019 AGM). The Minutes of the 2019 AGM were posted on the Company's website five (5) business days after that meeting.

At the request of the Chairman, the Corporate Secretary presented the resolution for approval by the stockholders:

***"RESOLVED,** that the reading of the Minutes of the Annual Meeting of Stockholders held on 26 June 2019 be as it is hereby dispensed with, and that said Minutes are hereby approved."*

Based on the tabulation of votes, stockholders representing a total of **3,264,665,081 shares**, more than a majority of the shares present or represented at the meeting and constituting **66.1%** of the Company's total outstanding capital stock, voted in favor of the proposed resolution.

The Chairman declared the motion carried. The Minutes of the Annual Stockholders Meeting held on 26 June 2019 were approved.

V. PRESENTATION OF THE ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2019 AND ACTION THEREON

The next item on the Agenda was the approval of the Annual Report and of the Company's Audited Financial Statements and the Notes thereto for the year ended December 31, 2019. Copies of the report and the audited financial statements were previously distributed to the stockholders in accordance with pertinent SEC rules.

The Chairman announced that Engr. Eulalio B. Austin, Jr., the Company's President and Chief Executive Officer, will present the highlights of the Annual Report.

Engr. Austin greeted his fellow shareholders, members of the board, officers, employees of the Company and its subsidiaries, and distinguished guests a good afternoon and welcomed them to the Annual General Stockholders' Meeting for 2020.

Engr. Austin began by mentioning that it was the first time for the Company to conduct the Annual General Meeting online. Engr. Austin then emphasized that the kind of disruption that the COVID-19 pandemic has wreaked on people's lives and livelihoods cannot be over-emphasized.

It is good to note that while trade disputes and geo-political tensions in developed economies continued to dampen trade and investor confidence, Philex Mining Corporation ("Philex" or the "Company") experienced marked quarterly improvement in tonnage, metal outputs, and sustained metal prices within 2019. This, according to Engr. Austin, sparked management's optimism that 2020 will provide a window of opportunity to pursue business expansion plans and undertake debt reduction programs as the Company optimizes the remaining ore resources of the Sto. Tomas ore body in the Padcal Mine.

Engr. Austin announced the Company's focus for 2020: "Bridging the Gap". This aims to sustain and maximize the potential of Padcal Mine operations while the Company continues its search for additional mine assets that can be developed within or at the vicinity of the Padcal Mine area. The management also trained its sights on finding a strategic partner for the development of the Silangan Project in Surigao del Norte after obtaining all required regulatory permits and forging a partnership with financial advisors.

The first half of 2020, however, posed unprecedented challenges to the Company's operations. As if the prevailing regulatory environment and the local mining industry were not yet enough to pose challenges, the global pandemic from the Corona virus happened.

When national authorities enforced the Enhanced Community Quarantine (ECQ) or nationwide lockdown as a response to the health crisis, many local businesses were ordered to suspend operations and to implement strict protocols, such as observing physical distancing in workplaces to prevent the spread of the virus. Nonetheless, being an export-oriented company, Philex was allowed to remain operational during the ECQ, subject to conditions related to work arrangements for employees. This enabled the Company to deliver its commitments on copper concentrate shipments as well as on its regular commitments to other stakeholders such as suppliers, contractors and, most importantly, to its employees.

However, like in many other areas affected by the lockdown, the Company also faced disruptions in its supply chain—particularly, during the first two weeks of the implementation of the ECQ in the National Capital Region and in Region IV-A, where most of the Company's supplies originate. According to Engr. Austin, the management immediately mitigated the operational risk by finding alternative supply chain sources and by doing adjustments in its operating parameters without sacrificing productivity. This quick response enabled the Company to post a positive core net income in the first quarter of 2020—a complete turnaround from a core net loss a year ago. Engr. Austin said this was mainly due to higher metal output and higher realized gold prices during the period.

Engr. Austin thanked the administration of President Rodrigo Roa Duterte—particularly, the Inter-Agency Task Force on Emerging Infectious Diseases (IATF) and the Philippine National Police (PNP)—for helping the Company during the ECQ and MECQ. He also expressed the management's gratitude to the local government units of Itogon, Tuba, Baguio City, and the Province of Benguet for their assistance and support.

2019 Financial Performance

On the Company's 2019 financial performance, Engr. Austin declared that Philex was already poised for a stronger financial rebound towards the end of the first half of the year. Favorable metal prices that peaked at \$1,518 per ounce for gold and \$2.96 per pound for copper contributed to the encouraging quarterly growth of revenues and core net income starting from the second quarter of 2019.

The Company's core net income grew to Php 156 million by the end of the last quarter of 2019 from Php 39 million posted by the end of the third quarter. Full-year gross revenue stood at Php 7.399 billion in 2019, slightly lower than Php 8.314 billion in 2018. The decline was mainly due to lower tonnage milled and slightly lower grades as the Company continues to optimize the remaining minable reserves of Padcal Mine.

Tonnage milled improved on a quarterly basis from 1.832 million tonnes in the first quarter of 2019 to 2.174 million tonnes in the fourth quarter, to end the year with 8.113 million tonnes—just slightly lower than 8.517 million tonnes in 2018.

The Company continued its production process during the year and acquired additional mining equipment, which arrived during the second quarter of 2019. These efforts led an uptick in metal production output beginning on the second quarter and resulted to the highest gold and copper output registered during the last quarter. Throughout the year, gold and copper production growth was sustained. However, production output was still lower than the 2018 levels due to a reduction in tonnage in all grades during the first two (2) quarters of 2019 as the Company continues to manage its aging equipment.

Full-year gold output reached 53,064 ounces from 61,977 ounces; while copper reached 25.737 million pounds versus 26.575 million pounds year-on-year.

The Company's full-year operating costs and expenses increased slightly by 1% to Php 6.917 billion from Php 6.821 billion in 2018 due to higher non-cash charges under Depletion, Depreciation, and Amortization. All other cash operating costs and expenses in 2019 were lower than that of 2018 combined as a result of lower tonnage.

Philex Mining continued to generate positive cash flow for its operations despite its reported net loss in 2019—mainly attributed to the one-time non-cash impairment provisions for mining assets. This enabled the Company to declare cash dividends of

Php0.01 per share to shareholders on record as of March 13, 2020 and payable on March 27, 2020.

Commitments as a Right and Principled Miner

While the Company's business continues to face several headwinds, such as Executive Order No. 79, which provides that no new mineral agreement shall be entered into until a legislation rationalizing existing revenue sharing schemes and mechanisms shall have taken effect in the use of open-pit mining method, Engr. Austin confirmed that Philex remains steadfast in its commitment to be a right and principled miner.

Philex sustained its corporate social responsibility by setting aside at least 1.5% of its total operating costs for the Company's Social Development & Management Programs (SDMP) that benefits its neighboring communities. In 2019, Philex spent Php 95 million for SDMP, which is fully compliant to what is provided for by the Mining Law. Through the Company's health, education, livelihood, public infrastructure, and social-cultural programs, Philex was able to bring quality health services closer to the communities where it operates.

The Company's scholarship program not only helps families augment their household income, but it also nurtures student scholars, who become role models in their own communities.

Philex also creates economic opportunities through livelihood projects and other assistance on agroforestry activities that complement its environmental protection initiatives. In addition, the Company supports the development and provision of needed infrastructure, water systems, electrification, and various farming equipment, farm-to-market road improvements.

While development of the Silangan Project has yet to commence, the management has already started implementing CSR programs through the Company's subsidiary Silangan Mindanao Mining Company, Inc. (SMMCI). These programs focus on education, livelihood, and the promotion of socio-cultural activities within its host communities of eleven (11) barangays and four (4) municipalities in the Province of Surigao del Norte. SMMCI has also started to regularly conduct an extensive and comprehensive information, education, and communication (IEC) program with affected stakeholders as part of the environmental impact assessment process for the Silangan Project. The IEC promotes awareness and transparency in the plans, programs, and activities of SMMCI, including the direction and latest site developments of the Project. The management takes pride that, as of the moment, its social license to operate is still supported by the host communities and recently affirmed with shift of the mining method from open pit to underground sub-level cave mining.

The Mine and Geosciences Bureau, upon the proposal of the Chamber of Mines of the Philippines, of which Engr. Austin sits in as a member of the Board of Trustees and member of Executive Committee, approved the realignment of unutilized SDMP funds for social amelioration and assistance to host mining communities, in light of the hard lockdown. This allowed Philex to contribute a total of Php 13.7 million for social amelioration of Padcal's host and neighboring communities in the Province of Benguet as well as for food, equipment, and medical assistance to various LGUs. These were all part of the group-wide effort of the MVP Group of Companies under the banner of the Tulong Kapatid corporate social responsibility effort.

Outlook beyond the Pandemic

The COVID-19 has disrupted work forces, supply chains, capital markets, and the prices of various commodities worldwide. Engr. Austin said that the mining and metal sectors are no exception. Companies involved in mineral exploration and development, such as Philex Mining, now face a host of challenges despite being allowed to continue operations during the lockdown. These include the health and safety of its workforce, which Engr. Austin affirmed to be the management's top priority, and a sustained supply chain source. While the Company's operation has continued in strict compliance with government-issued guidelines during the lockdown, the management was able to maintain the uninterrupted flow of critical materials and supplies, spare parts, and equipment needed in the Company's operations. In addition, the management was also able to identify and implement alternative sources of strategic materials and supplies as it feels the impact of limited options with many businesses heavily affected by the pandemic.

Engr. Austin proudly reported that these efforts resulted to a core net income of Php 103 million for the first quarter of 2020, as against a year-on-year core net loss of Php 112 million in 2019—a complete turnaround. The Company also generated a 15% increase in operating revenues of Php 1.860 billion from Php 1.614 billion during the period under review.

In spite of the challenges during time of ECQ, Philex was able to advance payment of Php 30.2 million income tax for the fourth quarter of 2019 on June 14, 2020 but paid on May 8, 2020 in support of the Department of Finance (DOF) and the Bureau of Internal Revenue's (BIR) drive for more revenue to beat COVID-19. The BIR, likewise, expedited the approval of the usage of tax credits for Philex to the extent of around Php 45 million, which gave the Company elbow room for tax payments. The balance of the tax credits will be applied to tax payments for the second quarter of this year.

Given the prospect of economic fallout from the pandemic, many companies around the world are now in survival mode in assessing their business models, operations, and capital employment strategies. This impacted the Company's ability to attract potential investors to the Silangan Project, which was envisioned to start before Padcal ceases operations—projected by end of 2022.

In any event, stockholders were reassured that management will pursue other options and strategies to get the Silangan Project started as it continues its search for strategic investors. The management will continue to study the extension of Padcal's mine life in the Sto. Tomas ore body and explore other business opportunities as well as the exploration of other prospects situated close to the Padcal mine.

Looking on the bright side, while there is much reason to view 2020 and the coming years with speculation and uncertainty because of the pandemic, the altered economic landscape also offers a glimmer of hope for the mining industry. In recent months, the price of gold has risen dramatically. This creates an opportunity for investors to take advantage of potential mergers and acquisition deals. In a very uncertain economic environment, investors in the mining industry tend to prefer large companies that have demonstrated grit and resilience over the years. This places Philex Mining on a good footing as it has built a solid track record of operating Padcal mine for the last 62 years and still counting, one of the longest operating mines in the country.

In reflection, Engr. Austin attested that, if there is anything that he has learned from this pandemic, it is to be ever more mindful of our impact on the world—not just in the places where the Company operates. As COVID-19 has shown, one small virus can bring down even the most powerful and developed nations of the world to their knees.

The crisis also served a platform for the people of Philex to demonstrate hardwork and dedication. For the two and a half months or so that the entire Luzon was under quarantine, Engr. Austin considered himself fortunate to have stayed in Padcal, in the heart of the Company's mining operations. He shared that his extended stay at Padcal brought him back to the days when he was still the Resident Manager of Padcal mine. This opportunity made him once again witness on a prolonged basis the day-to-day operations in Padcal, especially at its mill plant, where the processes are improved in order for the Company to still mine the remaining ore and further lengthen the mine life.

During the ECQ period, when companies were laying off its people, Engr. Austin observed that the morale of workers of Philex were maintained at high level. He pondered that maybe they were thinking that the captain of the ship was with them and would not allow the ship to sink.

Looking forward, while the months of quarantine allowed Philex to make great strides in the way the Company does things, of course, there will always be room for continuous improvements.

It was mentioned that the Company needs to revolutionize how things are done in order to survive in this volatile and ambiguous world. Drawing inspiration from the NBA team Golden State Warriors, which modified the landscape in basketball, Engr. Austin alluded to the team's famous expression: "Everybody contributes to the team." Each player has different position inside the court, and everybody is in constant movement, but all are in sync. The Warriors moved away from the standard approach, but the overarching denominator is teamwork. Teamwork, according to Engr. Austin, was also what allowed Philex to face previous challenges in crisis with greater resolve and determination; and the Company always ended up better than what it was.

Engr. Austin proudly commended the mining workers of Philex for being the most resilient workers he has met in the last 37 years that he had been in the mining industry. The pandemic has made him prouder of the women and men that constitute the Philex workforce, from the corporate office in Mandaluyong to the mine in Padcal, and to the Company's maintenance sites in Negros Occidental, Zamboanga del Norte, and Surigao del Norte.

With heartfelt gratitude, Engr. Austin expressed his sincerest appreciation to all the employees of Philex for their continued commitment in pursuing a higher purpose in improving the Company each and every day, to all the shareholders for their continued support, and to the Board of Directors for their valuable inputs. Engr. Austin thanked everyone for their unwavering belief in the future of Philex Mining Corporation.

Video Presentation

Following the President's Report, a short video presentation was shown featuring the great strides and efforts undertaken by the Company during the quarantine period. These include the Company's compliance with the government-implemented guidelines for its day-to-day mining operations and the distribution of social amelioration packages among Padcal's host and neighboring communities. The core message that the video conveys is that the well-being and safety of its employees remain to be the top priority of the Company during times of crisis.

OPEN FORUM

The Chairman requested the Corporate Secretary to inform the stockholders of the questions received, which will be answered at the meeting.

The Corporate Secretary identified the first question to be from stockholder Mr. Teodorico M. Tualla. Mr. Tualla asked what reliefs are available to these affected employees, and whether the Company has workmen's compensation system. Engr. Austin clarified that Philex, as an export-oriented company, was allowed to continue operations during the period of the COVID-19 pandemic. Therefore, employees continued to report for work and receive their due compensation, including their benefits. Engr. Austin assured that, during the quarantine period, the welfare and safety of Philex employees is of utmost importance. Efforts undertaken to keep the Padcal mine COVID-free include putting the mine on a lockdown and implementing entry and exit protocols in the mine's entrance gates. He is happy to mention that up to this time the mine camp is COVID-19 free.

The second question was from Mr. Wilson Dy, who asked (1) how COVID-19 affects Philex Mining; (2) what is Philex' solution to oil spill problem in the future; (3) how Philex helps Filipino miners during pandemic; and (4) how Philex addresses reforestation of mining site issue. Engr. Austin reiterated that Philex was allowed to continue operations with the full support of the government, through the BOI, DTI, and DILG-National. Management was able to provide the local government units with the needed documents to allow Philex to operate. Engr. Austin once again thanked these government agencies and LGUs that provided support for the Company. Engr. Austin also shared that, since they are expecting issues on the availability of critical material supplies, management already identified and sourced out from alternative suppliers here and abroad. This was made possible by relaxing the Company's purchasing policy and by allowing entry of new suppliers. These efforts contributed to the uninterrupted sources of supplies resulting to unhampered mining operations.

On the issue of oil spill, Engr. Austin stated that Philex is not a heavy user of oil because its operation is underground mining, producing copper and gold. Thus, the chances of having huge oil spills are remote. Possible oil spills could only happen at the pier during the loading of concentrate onto the ship. Nonetheless, the Company's loading conveyor has an oil catchment device, in case there are minimal oil spillages from the running of these conveyors. Engr. Austin reassured that oil spillages mitigations, although minimal, at the Padcal mine is also part of the Company's emergency response procedure.

On the matter of reforestation, Engr. Austin said that Philex is compliant with the legal mandate to provide post-closure mine rehabilitation program and is in cooperation with the LGUs in its host communities for various environmental protection activities. Engr. Austin expounded that Philex also has an approved final mine decommissioning plan, wherein the reforestation programs were incorporated, to maintain the lands disturbed within 10 years from its closure.

The Corporate Secretary said that the 3rd question was from Ms. Edelyn Jimeno. Considering the disclosure that the Padcal mine has a remaining life of up to 2022, Ms. Jimeno asked if the Company is ready to close or start a new project. Engr. Austin clarified that the Sto. Tomas ore body deposit is projected to be financially feasible up to December 2022, at assumed metal prices and operating costs. The Company is exploring other mining assets within its tenements in Padcal as possible alternatives to extending the life of Padcal. Nonetheless, the Company already has a final mine rehabilitation decommissioning program approved by the Mines and Geosciences Bureau. On the Silangan Project in Surigao del Norte, while government approvals for the underground soft-level cave mining method and the assistance of global financial investors have already been obtained, the management is still searching for potential investors or strategic partners. The COVID-19 pandemic, however, made the search for strategic partners more challenging.

The Corporate Secretary informed the body that the foregoing are the only questions to be answered during the meeting. Other questions that were received will be answered promptly through email.

At the request of the Chairman, the Corporate Secretary presented the resolution for approval by the stockholders:

***“RESOLVED**, that the Annual Report, together with the Audited Financial Statements and the notes thereto of the Corporation for the year ended 31 December 2019, be as they are hereby approved.”*

The Corporate Secretary stated that based on the tabulation of votes, stockholders owning **3,263,529,481** shares, more than a majority of the shares present or represented at this meeting and constituting **66.1%** of the Company's total outstanding capital stock, voted in favor of the proposed resolution. There were no votes against and 1,135,600 shares (0.02%) abstained.

The Chairman declared the motion carried. The Annual Report and the Audited Financial Statements and notes thereto for the year ended 31st December 2019 has been approved, ratified and confirmed.

VI. RATIFICATION AND APPROVAL OF THE ACTS OF THE BOARD OF DIRECTORS AND EXECUTIVE OFFICERS

The next item on the agenda was the ratification and approval of the acts of the Board of Directors and Officers of the Company during the past year.

At the Chairman's request, the Corporate Secretary presented the resolution for approval by the stockholders:

***“RESOLVED**, that all acts, contracts, proceedings, elections and appointments made or taken by the Board of Directors, and/or executive officers and management of the Corporation during the past year and up to today's meeting, as set forth in the Minutes of the Meetings of the Board of Directors and the Committees, and/or all acts and proceedings performed or taken pursuant thereto, be as they are hereby, approved, ratified and confirmed.”*

Stockholders owning a total of **3,263,529,481 shares**, or at least a majority of the shares present or represented at this meeting and constituting **66.1%** of the Company's total outstanding capital stock, voted in favor of the approval and ratification of the acts of the Board of Directors and Officers of the Company during the past year. There were no against votes and 1,135,600 shares (0.02%) abstained from voting.

The Chairman declared the motion carried. All acts made or taken by the Board of Directors and/or the officers of the Corporation during the past year are approved and ratified.

VII. APPOINTMENT OF INDEPENDENT AUDITORS

The next item on the Agenda was the appointment of the Company's independent auditors. The Chairman said that the Audit Committee and the Board recommended the appointment of Sycip Gorres Velayo & Company (SGV & Co.) as the independent auditors of the Company for the year 2020.

At the Chairman's request, the Corporate Secretary presented the resolution for approval by the stockholders:

“RESOLVED, that accounting firm of Sycip, Gorres Velayo & Company, as recommended by the Audit Committee and the Board of Directors, be appointed as the external auditor of the Corporation for the year 2020 and until its successor is duly appointed.”

The Corporate Secretary said that based on the tabulation of votes, stockholders owning a total of **3,264,665,081 shares**, or at least a majority of the shares present or represented at this meeting, and constituting **66.1%** of the Company's outstanding capital stock, voted in favor of the appointment of SGV & Co. as the independent external auditors of the Company for 2020.

The Chairman declared the motion carried. SyCip Gorres Velayo & Company were appointed as the independent auditors of the Company for 2020.

VIII. ELECTION OF DIRECTORS, INCLUDING INDEPENDENT DIRECTORS

The next item on the agenda was the election of directors for the ensuing year.

The Corporate Secretary said that there were eleven (11) nominees for the eleven (11) seats on the Board of Directors. Two (2) of the nominees were nominees for independent director. The Nominations Committee screened the nominees and prepared a Final List of Candidates, which was incorporated in the Information Statement for the meeting. The following are the nominees:

1. Manuel V. Pangilinan
2. Eulalio B. Austin, Jr.
3. Marilyn A. Victorio-Aquino
4. Oscar J. Hilado (Independent Director)
5. Wilfredo A. Paras (Independent Director)
6. Anita B. Quitain
7. Michael G. Regino
8. Diana V. Pardo-Aguilar
9. Barbara Anne C. Migallos
10. Joseph H.P. Ng
11. Richard P.C. Chan

The Corporate Secretary reported that each of the eleven (11) nominees for the eleven (11) seats on the Board had received sufficient votes to elect them as Director of the Company. Consistent with corporate governance best practices, the tabulation of the votes would be posted in the Company's website.

Thereafter, the Chairman declared that the following had been elected as directors of the Company, to serve as such for the ensuing year and until their successors have been duly elected and qualified:

1. Manuel V. Pangilinan
2. Eulalio B. Austin, Jr.
3. Marilyn A. Victorio-Aquino
4. Oscar J. Hilado (Independent Director)
5. Wilfredo A. Paras (Independent Director)
6. Anita B. Quitain
7. Michael G. Regino
8. Diana V. Pardo-Aguilar

9. Barbara Anne C. Migallos
10. Joseph H.P. Ng
11. Richard P.C. Chan

IX. OTHER MATTERS/ADJOURNMENT

The Chairman asked if there are any other matters that need to be taken up.

The Corporate Secretary said that every year the stockholders appoint an Election Inspector who will serve as such for the ensuing year and until the close of the next annual stockholders' meeting. A representative of the Company's independent auditors is usually appointed. The Corporate Secretary proceeded to present the resolution for approval:

"RESOLVED, that an election inspector be appointed to serve as such for the ensuing year and until the close of the next annual stockholders' meeting, and that Mr. Alexis C. Zaragoza III of Sycip Gorres Velayo & Company, be appointed as the election inspector of the Company."

The Corporate Secretary stated that stockholders holding **3,261,893,381 shares**, or a majority of the shares present or represented at this meeting and constituting **66.02%** of the outstanding capital stock of the Company, voted in favor of the appointment of an election inspector to serve as such for the ensuing year and until the close of the next annual stockholders' meeting. There were no against votes and 2,771,700 shares (0.06%) abstained from voting.

The Chairman declared that Mr. Zaragoza of SGV & Co. is appointed the election inspector of the Company and shall serve as such for the ensuing year and until the close of the next annual stockholders' meeting.

There being no other matters to discuss, the meeting was adjourned at 4:50p.m.

Prepared by:

BARBARA ANNE C. MIGALLOS
Corporate Secretary

Attest:

MANUEL V. PANGILINAN
Chairman

Philex Mining Corporation
Minutes of the Annual General Stockholders' Meeting
Held on 15 July 2020



15 July 2020

PHILIPPINE STOCK EXCHANGE

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City,
Philippines 1634

Attention: **MS. JANET A. ENCARNACION**
Head, Disclosure Department

Re: 2020 Annual Stockholders Meeting of Philex Mining Corporation

Gentlemen:

Please be informed that at the 2020 Annual Stockholders Meeting of **PHILEX MINING CORPORATION** (the "**Company**") held at 4:00 p.m. today, 15 July 2020, presided at **TV 5 Media Center, Mandaluyong City, Metro Manila, 1650 Philippines** (the "**Meeting**"), all matters requiring the vote of stockholders, as set forth in the Agenda and the Information Statement, were duly approved by the vote of stockholders.

Stockholders of record as of 08 April 2020 were entitled to register, vote and attend the meeting via remote communication only. As of said date, the Company had 4,940,399,068 outstanding and issued common shares. At the Meeting, there were present, in person or represented by proxy, stockholders holding 3,264,665,081 common shares, representing 66.1% of the Company's total outstanding capital stock.

For the Meeting, stockholders were given the following voting options:

1. Proxy forms were made available as part of the Definitive Information Statement and in the Company website. The deadline for submission of proxies was on 5 July 2020;
2. Certificated shareholders could cast their votes on or before 12 noon of 13 July 2020 through a secure online voting facility which can be accessed by logging on to the online voting platform of the Company; and
3. Uncertificated shareholders could cast their votes through an online ballot provided to stockholders who registered attendance.

Ballots were tabulated by Stock Transfer Services, Inc. (“**STSI**”), the Company’s stock transfer agent, under the guidance and supervision of the independent election inspector appointed by shareholders at the 2019 Annual Stockholders Meeting.

The voting results, which were announced to the body after each item on the Agenda was taken up, are as follows:

Matter requiring vote of stockholders	For	Against	Abstain
1. Reading and approval of the Minutes of the 2019 Annual Stockholders Meeting held on 26 June 2019.	3,264,665,081 66.08%	0	0
2. Approval of the Annual Report and the Audited Financial Statements for the Year Ended December 31, 2019.	3,263,529,481 66.06%	0	1,135,600 0.02%
3. Ratification and approval of the acts of the Board of Directors and Executive Officers for the corporate year 2019-2020.	3,263,529,481 66.06%	0	1,135,600 0.02%
4. Appointment of Sycip Gorres Velayo & Company as the Company’s Independent External Auditors for 2020.	3,264,665,081 66.08%	0	0
5. Election of Directors, including Independent Directors for the ensuing year			
a) Election of Mr. Manuel V. Pangilinan as Director	3,260,038,417 65.99%	156,599 0.00%	4,470,065 0.04%
b) Election of Engr. Eulalio B. Austin, Jr. as Director	3,264,654,216 66.08%	0	10,865 0.00%
c) Election of Atty. Marilyn A. Victorio-Aquino as Director	3,260,302,717 65.99%	156,599 0.00%	4,205,765 0.09%
d) Election of Mr. Oscar J. Hilado as Independent Director	3,264,497,617 66.08%	156,599 0.00%	10,865 0.00%
e) Election of Mr. Wilfredo A. Paras as Independent Director	3,264,497,617 66.08%	156,599 0.00%	10,865 0.00%
f) Election of Atty. Barbara Anne C. Migallos as Director	3,260,392,416 65.99%	66,900 0.00%	4,205,765 0.09%
g) Election of Comm. Michael G. Regino as Director	3,260,459,316 66.00%	0	4,205,765 0.09%
h) Election of Comm. Anita Bumpus Quitain as Director	3,260,302,717 65.99%	156,599	4,205,765 0.09%
i) Election of Comm. Diana V. Pardo-Aguilar as Director	3,260,195,016 65.99%	0	4,470,065 0.09%

j) Election of Mr. Joseph H. P. Ng as Director	3,260,302,717 65.99%	156,599 0.00%	4,205,765 0.09%
k) Election of Mr. Richard P. C. Chan as Director	3,260,459,316 66.00%	0.	4,205,765 0.09%
6. Other Matters - Appointment of election inspectors to serve until the close of the next annual meeting	3,261,893,381 66.02%	0	2,771,700 0.06%

Very truly yours,

(Original Signed)
BARBARA ANNE C. MIGALLOS
Corporate Secretary

PHILEX MINING CORPORATION**MANAGEMENT REPORT****I. Consolidated Audited Financial Statements**

The consolidated financial statements of the Company and its subsidiaries for the period ended December 31, 2020 in compliance with SRC Rule 68, as amended are attached to the Information Statement and are incorporated by reference.

II. Information on Independent Accountants and Other Related MattersExternal Audit Fees and Services**Audit and Audit-Related Fees**

For the past three fiscal years, the Company's external auditors were engaged primarily to express an opinion on the financial statements of the Company and its subsidiaries. The audit, however, included the auditors providing assistance to the Company in the review of its income tax return in as far as ensuring the agreement of the reported income and costs and expenses in the return with the recorded amounts in the books. The procedures conducted for this engagement included those that are necessary under auditing standards generally accepted in the Philippines but did not include detailed verification of the accuracy and completeness of the reported income and costs and expenses. The audit fees for these services for the entire Philex Group (excluding PXP Energy group) Php4.700 million in 2020, Php3.800 million in 2019, Php5.04 million for 2018 and Php5.04 million for 2017.

Tax Fees

The Company has not engaged the external auditors for any tax-related services for 2020 as well as in the three prior years.

All Other Fees

The external auditors were engaged by Silangan Mindanao Mining Company Inc. (SMMCI), a subsidiary of PMC, to re-confirm or re-evaluate the previously issued opinion on the outstanding value-added tax receivable of SMMCI based on the existing registration of the SMMCI with the Board of Investments. The engagement fee amounted to Php400 thousand. Other than such engagement, the Company has not engaged to do other engagements in 2020 and in the three prior years.

All audit and non-audit engagements were approved by the Company's Audit Committee.

Audit Committee's Approval of Policies and Procedures

Prior to the commencement of this year-end audit work, the external auditors presented their program and schedule to the Company's Audit Committee, which included discussion of issues and concerns regarding the audit work to be done. At the completion of this audit works, the Company's audited financial statements for the year were likewise presented by the external auditors to the Audit Committee for committee approval and endorsement to the full Board for final approval.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There was no change in the Company's independent auditors during the two most recent calendar years or in any subsequent interim period. Since 2018 audit, the Company's audit engagement partner was Mr. Alexis C. Zaragoza, previously was Mr. Jose Pepito E. Zabat III.

There has been no disagreement with the independent accountants on accounting and financial disclosure.

III. Management Discussion and Analysis of Financial Position and Results of Operations

For the Years Ended December 31, 2020, 2019 and 2018

Information on the Company's results of operations and financial condition presented in the 2020 Audited Consolidated Financial Statements and accompanying Notes to the Consolidated Financial Statements are incorporated herein by reference.

Operations Overview

	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Tonnes Milled	7,837,536	8,112,791	8,516,915	8,673,474	(3)	(5)	(2)
Copper Concentrates	58,101	55,962	57,779	64,710	4	(3)	(11)
Gold:							
Ounces	56,000	53,064	61,977	84,638	6	(14)	(27)
Head Grade (g/t)	0.283	0.264	0.298	0.377	7	(11)	(21)
Recovery	78%	77%	76%	81%	1	2	(5)
Copper:							
Pounds	26,378,914	25,737,207	26,574,686	30,118,206	2	(3)	(12)
Head Grade (%)	0.188	0.177	0.181	0.192	6	(2)	(6)
Recovery	81%	81%	78%	82%	-	4	(4)

The Company milled a total of 7,837,536 tonnes in 2020, 3% lower than the 8,112,791 tonnes in 2019. Tonnage in 2019 was also lower by 5% than that of 2018 at 8,516,915 tonnes which was also lower than 2017. The operations performance in 2020 exceeded expectations despite the challenges brought about by the Covid-19 pandemic. The Company was in a positive momentum during the first three (3) quarters but the production output was tempered down in the fourth (4th) quarter primarily attributable to the temporary stoppage of the underground mining operations to undertake RT-PCR testing of all miners to minimize the risk of community transmission of the virus among employees and their families, and the unexpected interruption of power supply from NGCP. . Tonnage was slightly lower than 2019 due both unscheduled and programmed repairs and maintenance of the critical mining and mill equipment. To minimize the negative impact to the production output, the Company continued operating even during holidays and the used the smaller ball mills in the mill operations.

The Company continued to calibrate and refine the implementation of the mining plan to ensure the extraction of the high grade ores that will result to higher metal output. As a result, metal production was not significantly affected by the 3% decline in tonnage as favourable ore grades from the continued improvement in the execution of the mining plan and procedures delivered the optimum actual blended metal grades. This resulted to higher metal output over the 2019 level, an increase of 6% and 2% for gold and copper, respectively (2019 metal production lower by 14% for gold and 3% for copper against 2018). Overall, the Padcal Mine was able to overcome internal and external factors that threaten the delivery of targeted production.

Review of Financial Results

<i>(in Php Millions except for metrics, units, prices and forex)</i>	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Gold:							
Revenues	4,794	3,740	4,200	5,432	28	(11)	(23)
Ounces Produced	56,000	53,064	61,977	84,638	6	(14)	(27)
Realized Price	\$1,757	\$1,388	\$1,294	\$1,273	27	7	2
Copper:							

Revenues	3,579	3,592	4,051	4,475	(0.4)	(11)	(9)
Pounds Produced	26,378,914	25,737,207	26,574,686	30,118,206	2	(3)	(12)
Realized Price	\$2.87	\$2.72	\$2.92	\$2.96	6	(7)	(1)
Silver Revenues	77	67	63	77	15	7	(27)
Foreign Exchange Rate	Php49.12	Php51.49	Php53.03	50.48	(5)	(3)	
Gross Revenues	8,450	7,399	8,314	9,985	14	(11)	(17)
Net Revenues	7,834	6,790	7,640	9,142	15	(11)	(16)

Gross Revenues totalled Php8.450 billion in 2020, 14% higher than revenues of Php7.399 billion in 2019 and also higher than revenues in 2018 amounting to Php8.314 billion. The 2019 revenues were, however, lower than 2018 – 17% down compared to 2017. The significant increase in gold and copper prices, in addition to the higher metal production, resulted to the higher level of revenues in 2020. This was partially offset by a lower foreign exchange rate of Peso against U.S. Dollar. The Company is currently evaluating the potential impact of the favourable and increasing metal prices to the declared mine life of Padcal

Generated gold revenues, representing 57% of total, amounted to Php4.794 billion in 2020, significantly higher than revenues of P3.740 billion in 2019 and of Php4.200 billion in 2018 (2019 was lower than 2018). The increase in revenues was mainly attributable to the 28% rise of gold prices and increased further by the higher gold output in 2020. Realized gold prices per ounce for the years 2020, 2019 and 2018 were at \$1,757, \$1,388 and \$1,294, respectively. Gold production increased by 6% to 56,000 ounces from 53,064 ounces in 2019, but lower than the 61,977 ounces in 2018 (2019 was also 14% lower than 2018). Better ore grades from the 798 Meter Level (ML) contributed to the higher gold output in 2020.

Copper revenues amounted to Php3.579 billion in 2020, slightly lower than the Php3.592 billion and the Php4.051 billion in 2018. Copper revenues accounted for 42% of the total revenues. Copper production increased to 26,378,914 pounds from 25,737,207 pounds in 2019, but slightly lower than the 26,574,686 pounds in 2018 (2019 was higher than 2018). Similarly, copper price also recorded higher levels in 2020 averaging \$2.87 as against \$2.72 in 2019 but lower than the \$2.92 in 2018. Despite higher copper output and copper prices, copper revenues decreased due to the decline in foreign exchange rate that averaged 5% lower in 2020 at Php49.12 versus Php51.49 in 2019 from a high of Php53.03 in 2018.

Revenues from silver, making the remaining 1% of total, amounted to Php77 million in 2020, higher compared to Php67 million in 2019 and Php63 million in 2018, principally from higher metal output and metal price.

Net Revenues after considering the smelting charges increased to Php7.834 billion in 2020 from Php6.790 billion in 2019 and Php7.640 billion in 2018 as a result of higher metal output and metal prices.

As part of the risk management strategy, the Company regularly monitors the prices of gold and copper in the world market as a basis of assessing the need to enter into hedging contracts to mitigate the risk of the potential impact of fluctuations of the metal prices to the Company's revenues. Based on the Company's outlook of the movement of gold and copper prices for the first half of 2020, the Company entered into gold put option hedging contracts in January 13, 2020 covering the period January to June 2020.

2020 Gold Put Options						
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)		Period Covered	Settlement Date	Realized Gain (in Php Millions)
		Put	Settlement			
01/13/20	1,500	1,450	1,561	Jan. 2020	02/04/20	-
01/13/20	1,500	1,450	1,598	Feb. 2020	03/03/20	-
01/13/20	1,500	1,450	1,593	Mar. 2020	04/02/20	-
01/13/20	1,500	1,450	1,681	Apr. 2020	05/04/20	-
01/13/20	1,500	1,450	1,716	May 2020	06/02/20	-
01/13/20	1,500	1,450	1,733	June 2020	07/02/20	-

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The Company paid US\$4.20 per ounce or a total of US\$37,800 as put option premium for the gold hedging contracts covering period beginning January 2020 through June 2020. The premium is amortized over the term of the contract. The Company did not exercise any of the gold put options contracts as settlement prices were favourably higher than the strike price of US\$1,450 per ounce.

In May, 2020, the Company made an assessment of the trend of the metal prices for the period July to December 2020. As a result, the Company entered into additional gold and copper hedge contracts as follows:

2020 Gold Collar Hedge							
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
05/15/20	1,900	1,650	1,855	1,842	July 2020	08/04/20	-
05/15/20	1,900	1,650	1,855	1,970	Aug. 2020	09/02/20	(11)
05/15/20	1,900	1,650	1,855	1,923	Sept. 2020	10/02/20	(6)
05/15/20	1,900	1,650	1,855	1,901	Oct. 2020	11/03/20	(4)
05/15/20	1,900	1,650	1,855	1,867	Nov. 2020	12/02/20	(1)
05/15/20	1,900	1,650	1,855	1,829	Dec. 2020	01/05/21	(0.04)
Total							(22)

2020 Copper Collar Hedge							
Deal Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
05/18/20	992,000	2.10	2.60	2.88	July 2020	08/04/20	(14)
05/18/20	992,000	2.10	2.60	2.95	Aug. 2020	09/02/20	(17)
05/18/20	992,000	2.10	2.60	3.04	Sept. 2020	10/02/20	(21)
Total							(52)

In 2020, the Company recorded realized hedging losses of Php22 million for gold and Php52 million for copper. No unrealized MTM gain (loss) in 2020 as all hedging contracts matured as of December 31, 2020.

For 2019, the Company recognized a net hedging loss of Php53 million on its gold hedge as provided in the table below:

2019 Gold Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
02/08/19	2,000	1,300	1,327	1,320	Feb. 2019	03/02/19	-
02/08/19	2,000	1,300	1,327	1,302	Mar. 2019	04/02/19	-

02/08/19	2,000	1,300	1,327	1,287	Apr. 2019	05/02/19	1
06/18/19	2,000	1,330	1,390	1,414	July 2019	08/02/19	(3)
06/18/19	2,000	1,330	1,390	1,498	Aug. 2019	09/03/19	(11)
06/18/19	2,000	1,330	1,390	1,511	Sept. 2019	10/02/19	(13)
06/18/19	2,000	1,330	1,390	1,495	Oct. 2019	11/04/19	(11)
06/18/19	2,000	1,330	1,390	1,471	Nov. 2019	12/02/19	(8)
06/18/19	2,000	1,330	1,390	1,478	Dec. 2019	01/03/20	(9)
							(53)

No contracts covering 2019 production remained outstanding as of December 31, 2019, thus nil unrealized MTM gain or loss.

For 2018, the Company entered into gold and copper hedges are as follows:

2018 Gold Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/10/18	2,200	1,300	1,349.50	1,332	Jan. 2018	02/02/18	-
01/10/18	2,200	1,300	1,349.50	1,333	Feb. 2018	03/02/18	-
01/10/18	2,200	1,300	1,349.50	1,325	Mar. 2018	04/02/18	-
01/10/18	2,200	1,300	1,349.50	1,335	Apr. 2018	05/02/18	-
01/10/18	2,200	1,300	1,349.50	1,303	May 2018	06/02/18	-
01/10/18	2,200	1,300	1,349.50	1,282	June 2018	07/03/18	2
04/19/18	3,000	1,330	1,400	1,238	July 2018	08/02/18	15
04/19/18	3,000	1,330	1,400	1,202	Aug. 2018	09/02/18	21
04/19/18	3,000	1,330	1,400	1,199	Sep. 2018	10/02/18	21
							59

2018 Copper Collar Hedge							
Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/08/18	793,663	3.00	3.40	3.18	Jan. 2018	02/02/18	-
01/08/18	793,663	3.00	3.40	3.08	Feb. 2018	03/02/18	-
01/08/18	793,663	3.00	3.40	3.10	Mar. 2018	04/02/18	-
01/08/18	793,663	3.00	3.40	3.09	May. 2018	06/04/18	-
01/08/18	793,663	3.00	3.40	3.15	June 2018	07/03/18	-
01/08/18	793,663	3.00	3.40	2.83	July 2018	08/02/18	7
							7

The Company recognized a gain of Php59 million in 2018 on its gold hedges and Php7 million on its copper hedges that matured within the period. No contracts remained outstanding as of December 31, 2018, thus nil unrealized MTM gain or loss.

The Company entered into copper and gold collar hedging contracts in 2017 were as follows:

2017 Gold Collar Hedge							
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Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
09/06/17	2,300	1,300	1,395	1,316	09/17	10/02/17	-
09/06/17	2,300	1,300	1,395	1,280	10/17	11/02/17	2
09/06/17	2,300	1,300	1,395	1,283	11/17	12/02/17	2
09/06/17	2,300	1,300	1,395	1,263	12/17	01/02/18	4
	9,200						9

2017 Copper Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
10/20/17	727,525	3.00	3.40	3.10	11/17	12/05/17	-
10/20/17	727,525	3.00	3.40	3.03	12/17	01/05/18	-
10/20/17	727,525	3.00	3.40		01/18	02/05/18	-

The net realized MTM gain on these gold hedges amounted to P9 million while no gains nor losses were realized on the copper hedges that matured within 2017. For the outstanding copper hedge as of December 31, 2017, no unrealized gain or loss was also recorded.

Operating Costs and Expenses

Operating Costs and Expenses (Opex), which included Cash Production Costs, Excise Tax and Royalties, and Depletion, Depreciation and Amortization, and General and Administrative Expenses (G&A), were at Php6.298 billion in 2020, significantly lower than the Php6.917 billion in 2019 and Php6.821 billion in 2018. The decrease in the Opex was mainly brought about by lower Cash Production Costs, and Depletion, Depreciation and Amortization. This was partially offset by higher Excise Taxes and Royalties on account of significantly higher revenues, the basis in computing taxes and royalties. In 2019, Opex increased compared to 2018 on account of higher non-charges related to asset depreciation in the first quarter. Costs beginning the second quarter bear the impact of lower tonnage and the continuous implementation of cost saving programs which included manpower rationalization both at head office and at the Padcal Mine. For 2018, operating costs and expenses were largely maintained from the prior year as a result of cost management initiatives that were implemented across the business.

Production Costs decreased further in 2020 at Php4.216 billion from Php4.388 billion in 2019 after showing continuous decreases from Php4.408 billion in 2018 and Php4.412 billion in 2017. This is attributed to the continued implementation of efficient operating practices and prudent cost management reducing consumption of materials and supplies in 2020 in addition to the benefit from lower contracted power rates. While in 2019, the reduction was attributable mainly to lower power costs and the manpower rationalization program the full impact of which was felt mid-2019. For 2018, production costs were similarly maintained from 2017 driven by lower renegotiated electricity rates and fewer purchased contracts.

Depletion, Amortization and Depreciation in 2020 has significantly gone down to Php1.252 billion from Php1.814 billion in 2019 as a result mainly of the recognition of the impairment provision against mine and mining assets in 2019 that reduced the rate per tonne for the depletion and block amortization expenses. This reduction was, however, partially offset by depreciation of recently acquired equipment, and amortization for additional costs incurred in maintaining the tailings storage facility. The 2019 Depreciation, Amortization and Depreciation was higher compared to Php1.601 billion in 2018 and Php1.551 billion in 2017 related mainly

to additional asset depreciation in the first quarter, with partial offset from the reduction of block amortization as an effect of the 2018 impairment of block development costs.

General and Administrative Expenses (G&A) was maintained at Php287 million in 2020 after a continuous reduction for the past three years as a result of the conscientious spending for Head Office administrative activities. In 2019, G&A decreased further to Php287 million from Php306 million in 2018 and Php363 million in 2017.

Excise Taxes and Royalties, on the other hand, increased to Php543 million following the significant increase in Net Revenues in 2020, compared to Php427 million in 2019 which decreased from Php506 million in 2018 and Php452 million in 2017. The reduction in 2019 was attributable to lower net revenues in 2019. While for 2018, newly-enacted legislations provisioned for the doubling of excise tax rate levied on mining products caused the increase in 2018.

Smelting Charges slightly increased to Php616 million from Php610 million in 2019 primarily from higher metal production in 2020. While 2019 was lower than Php674 million in 2018 and Php842 million in 2017, due mainly to lower negotiated rates for treatment charges and refining charges (TCRC) on concentrate shipments as well as lower copper concentrates and metal production in 2019.

Break-even Production and Operating Cost per Unit

<i>(in Php Millions except for unit costs)</i>	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Cash Production Cost	4,216	4,388	4,408	4,412	(4)	(0.5)	0.1
Depletion, Amortization and Depreciation*	<u>1,252</u>	<u>1,814</u>	<u>1,601</u>	<u>1,551</u>	(31)	13	3
Total Production Cost	5,468	6,202	6,009	5,963	(12)	3	1
Excise Tax and Royalties	543	427	506	452	27	(16)	12
Smelting Charges	<u>616</u>	<u>610</u>	<u>674</u>	<u>842</u>	1	(9)	(20)
Total Operating Cost	6,627	7,239	7,189	7,257	(8)	1	(1)
Breakeven Costs:							
Production Cost Per Tonne	Php698	Php724	Php705	Php687	(4)	3	3
Operating Cost Per Tonne	Php846	Php852	Php844	Php837	(1)	1	1
Operating Cost Per Ounce of Gold	US\$1,362	US\$1,296	US\$1,112	US\$929	5	17	20
Operating Cost Per Pound of Copper	US\$2.22	US\$2.54	US\$2.50	US\$2.16	(13)	2	16

*Included depreciation of assets written-off in 2019 amounting to Php329 million that was not included in the breakeven costs computation

Production cost per tonne, consisting of cash and non-cash, decreased to Php698 in 2020 from Php724 in 2019 on account of lower materials and supplies and power costs. While in 2019, the production cost per tonne increased from Php705 in 2018 and Php687 in 2017, despite lower total production cost of Php5.873 billion (excluding asset impairment of Php329 million) compared with Php6.009 billion in 2018 and Php5.963 billion in 2017. The higher production cost per tonne in 2019 was caused by higher non-variable components of costs.

Consequent to the decrease in production cost per tonne, Operating Cost per Tonne decreased to Php846 in 2020 from Php852 in 2019 as against Php844 per tonne in 2018 and Php837 per tonne in 2017.

Break-even Operating Cost (using a co-production method) per ounce of gold and per pound of copper were higher at US\$1,362 per ounce and US\$2.22 per pound, compared with US\$1,296 per ounce gold and US\$2.54 per pound copper in 2019, respectively. The expectation was to have lower cost per unit considering the higher metal output in 2020, however, with the relatively significant increase in gold prices resulting to higher gold revenues, the cost allocated to gold based on revenue contribution was higher compared to 2019 thus the increase in cost per ounce of gold. On the other hand, with the lower allocation of cost to copper due to higher copper output in addition to lower total operating costs, the resulting cost per pound was lower in 2020 than in 2019. In 2019, breakeven operating costs were higher

compared with US\$1,112 per ounce and US\$2.50 per pound in 2018 and US\$929 per ounce and US\$2.16 per pound in 2017. The higher operating cost per ounce and per pound were primarily due to lower metal output in 2019 of 14% in gold and 3% in copper brought about mainly by declining ore grades. The higher breakeven costs reflect that producing gold and copper in 2019 was more expensive than in the previous years.

Net Other Income (Charges)

<i>(in Php Millions)</i>	2020	2019	2018	2017
Share in Net Losses of Associates	(47)	(118)	(41)	(40)
Foreign Exchange Gain (Losses) – Net	99	93	(121)	(39)
Interest Income	1	2	2	2
Gain on Disposal of AFS Financial Assets		-	-	22
Provisions for Impairment Losses – Net of Reversal	(2)	(849)	(67)	-
Others	(56)	(4)	91	58
Total	(5)	(877)	(136)	2

In 2020, the Company recorded share in net losses of associates, PXP Energy Corporation and Lepanto Consolidated Mining Company, amounting to Php47 million, compared with Php118 million in 2019 and Php41 million in 2018. The 2019 share was higher primarily from additional impairment provision taken up by PXP Energy Corporation.

With the continued appreciation of Philippine Peso against US Dollar, the Company recorded a net foreign exchange (forex) gain on short-term loans of Php99 million in 2020. Similar foreign exchange gain were also recorded in 2019 amounting to Php93 million as against a net forex loss of Php121 million in 2018 and Php39 million in 2017.

The Company assess the viability of its continued operating of the mine, recoverability of costs on existing mine exploration projects and other investments on a regular basis using an acceptable financial model. As a result of this exercise, the Company determined that the recorded impairment reserve was greater than what it should be, and as a result, the Company recorded in 2020 a reversal equivalent to the excess impairment provision. This reversal is a portion of the 2019 impairment provisions on mining assets mainly coming from the impact of higher metal prices on the life-of-mine financial projections of the Company. This was, however, offset by additional provisions on inventory items at the Padcal Mine that were assessed to be obsolete due either to change in technology or phasing out of the main equipment. In 2019, the recorded Net Provisions for Impairment Losses of Php849 million consisted mainly of the non-cash impairment provisions of Php1.457 billion on mining assets and Php129 million on investment, with partial offset from recording a non-recurring gain from the reversal of Php738 million in receivables previously written-off.

In 2018, Net Provisions for Impairment Losses amounted to Php67 million which consisted of a Php1.379 billion provision for impairment losses on mining assets and deferred exploration costs, and a Php1.312 billion gain on the reversal of Provision for Expected Credit Losses on PXP Energy advances. There were no impairments booked in 2017 upon determining that prior impairments were adequate to comply with the required annual impairment test.

The overall Net Other Charges amounted to Php5 million in 2020, compared with to Php877 million versus Php136 million in 2018 and compared to a net gain of Php2 million in 2017.

Core and Reported Net Income

The significant upward movement of gold prices and the favourable metal production in 2020 allowed the Company to post a core net income of Php1.162 billion, which excludes extraordinary and non-recurring transactions and reflects the Company's operational performance. This was substantially higher than the core net income of Php156 million in 2019. The 2020 results benefited from higher gold and copper production from sustained better ore grades and from favourable realized gold and copper prices as copper started to soar in the third quarter

of 2020. In 2019, the core net income was lower than previous years' numbers of Php600 million in 2018 and Php1.686 billion in 2017. The overall profitability of the Company in 2019 was significantly affected by the impact of lower tonnage and ore grades that was partially cushioned by favorable gold prices.

EBITDA also significantly increased to Php2.703 billion for 2020 from Php1.664 billion in 2019, Php2.493 billion in 2018 and Php3.977 billion

in 2017. The Company's core net income and EBITDA exclude non-recurring transactions to clearly reflect and provide results based on the normal operating parameters of the business. Non-core items consisted mainly of forex gain and net provisions for impairment of assets in 2020. While forex gain, net provisions for impairment of assets, gain on the reversal of receivable previously written off, write off of fixed assets and manpower rationalization costs comprised the non-core items in 2019.

Following the good operating performance in 2020, the Company posted a Reported Net Income (the same as the Net Income Attributable to the Equity Holders as income attributable to non-controlling interest was nil) of Php1.228 billion from a loss of Php648 million in 2019. In 2019, the net loss after recording the non-cash net impairment provisions of Php849 million amounted to Php648 million, compared to a Net Income of Php608 million in 2018 and Php1.658 billion in 2017. Production challenges experienced at Padcal Mine in 2019 deterred improvement in the Company's profitability level.

Reconciliation of Core Net Income to Consolidated Net Income

<i>(in Php Millions)</i>	2020	2019	2018	2017
Core Net Income	1,162	156	600	1,686
Non-Recurring Gains (Losses):				
Foreign Exchange Gain (Losses)	99	93	(121)	(39)
Write-off of Fixed Assets		(329)		
Net Provisions for Impairment of Assets	(2)	(849)	93	-
Others	(2)	(80)	-	-
Net Tax Effect of Aforementioned Adjustments	(29)	361	36	12
Net Income Attributable to Equity Holders	1,228	(648)	608	1,658
Net Income Attributable to Non-Controlling Interest	-	-	-	-
Consolidated Net Income	1,228	(648)	608	1,658

Financial Condition Summary

<i>(in Php Millions except ratios)</i>	2020	2019	2018	2017
Cash and Cash Equivalents	1,191	796	871	584
Non-Current Assets	35,495	34,977	36,258	33,412
Total Assets	38,939	37,899	40,712	39,679
Short-Term Loans	1,777	2,532	2,156	2,447
Non-Current Liabilities	10,492	10,001	10,202	10,090
Equity Attributable to Equity Holders of Parent Company	24,227	22,969	23,699	24,732
Non-Controlling Interests	(0.3)	(0.3)	(0.3)	(0.3)
Total Equity	24,226	22,969	23,699	24,372
Liquidity Ratios:				
Current Ratio	0.82	0.59	0.65	1.29
Quick Ratio	0.37	0.25	0.17	0.32
Solvency and Debt to Equity Ratios:				
Debt-to-Equity Ratio	0.61	0.65	0.72	0.60
Solvency Ratio	0.17	0.08	0.13	0.22
Financial Leverage Ratios:				

Asset-to-Equity Ratio	1.61	1.65	1.72	1.60
Profitability Ratios:				
Return on Assets	3.20%	(1.65%)	1.51%	4.23%
Return on Equity	5.21%	(2.78%)	2.51%	6.89%
Net Profit Margin	15.68%	(9.54%)	7.96%	18.14%

Current Assets

As of December 31, 2020, Current Assets amounted to Php3.445 billion, higher than 2019 on account of higher cash and cash equivalent and inventories covering availability of copper concentrates scheduled for shipment in early 2021. In 2019, current asset of Php2.921 billion was significantly lower compared with Php4.453 billion in 2018 and Php6.267 billion in 2017 mainly due to the collection of remaining advances from PXP Energy and subsequent payment of subscription payable to PXP Energy for the additional subscription of shares of stock that brought Philex's ownership interest in PXP Energy from 19.8% to 30.4%.

Cash and Cash Equivalents

The Cash and Cash Equivalents amounted to Php1.191 billion as of December 31, 2020 from Php796 million in 2019, Php871 million in 2018 and Php584 million in 2017. The monthly main source of cash is dependent on the timing of shipments of the copper concentrates to the Company's customers overseas. Cash generated from operations was primarily used for the day to day operating expenses and capital expenditures for the mine development and mill operations as well as for the loan reduction program. While in 2019, the minimal cash surplus generated during the year was utilized to augment the cash requirements for the completion of the Definitive Feasibility Study (DFS) of the Silangan Project.

Accounts Receivable

The Company's Accounts Receivables are largely composed of Trade Receivables from sales of the Company's copper concentrates or bullion and Other Receivables that include advances to employees for conduct of transactions in the ordinary course of business. As of December 31, 2020, Accounts Receivables amounted to Php370 million, consisting of Trade Receivables of Php284 million and Other Receivables of Php86 million, compared with Php416 million in 2019 (comprising of Trade Receivables of Php338 million and Other Receivables of Php78 million) Php300 million in 2018 and Php991 million in 2017.

Under the existing sales agreement with the two major Company's Customers ("Offtakers"), the Company receives 90% of the total US\$ value of the copper concentrates within a few days after the shipment date, with the balance payable upon final pricing determination based on agreed quotational shipment prices. (QP). QP is determined either Month of Shipment Schedule (MOSS) or Month After Month of Arrival (MAMA) in destination.

The outstanding receivables from copper concentrates as of December 31, 2020 consisted mainly of the remaining value of four shipments in the fourth quarter of 2020 awaiting final pricing, of which three were with IXM SA, and the one with Pan Pacific Copper Co., Ltd (PPC). The QP for the PPC shipments is 3MAMA for copper and 1MAMA for gold and silver, while for IXM SA, the QP is MOSS for copper and MOSS or 3MAMA for gold.

For end-2019, the trade receivable balance represented uncollected 10% of four outstanding shipments, while for end-2018: equivalent to 10% of the value of six shipments, for end-2017: 100% of the value of one shipment to IXM SA and the remaining 10% of four other shipments in 2017.

Inventories

Total Inventories, comprising of materials and supplies (M&S) and mine products, amounted to Php1.343 billion as of December 31, 2020 and Php1.044 billion in 2019, an increase by 29% mainly from mine products. In 2020, M&S represented about 55% of total value while mine products represented the balance of 45%, compared to 88% M&S and 22% mine products in 2019. Total Inventories in 2018 and 2017 amounted to Php1.138 billion and Php1.517 billion, respectively.

In 2020, M&S supplies amounting Php733 million was down from Php915 million in 2019, Php1.082 billion in 2018 and Php1.127 billion in 2017. The Company recorded an allowance for inventory obsolescence of Php105 million to cover inventory items no longer useful during the life of mine. Mine Products inventory which is valued at net realizable value amounted to Php611 million in 2020, covering more almost one full copper concentrate load which was scheduled for shipment in early 2021, a significant increase from Php129 million in 2019, Php56 million in 2018 and Php390 million in 2017.

Other Current Assets

Other Current Assets, composed primarily of input Value-Added Tax (VAT) claims on purchases of materials, supplies and equipment, decreased further to Php540 million in 2020 from Php666 million in 2019, Php757 million in 2018 and from Php1.007 billion in 2017. The decrease is on account of receipt of actual refund of VAT claims from the BIR in the form of either cash or Tax Credit Certificates ("TCC"). In 2020, a total of Php178 million VAT receivable was refunded to the Company while in 2019, the Company received Php93 million in actual refunds in the form of cash and TCC, as compared to actual VAT refund amounting to Php127 million in 2018 and Php172 million in 2017 in the form of TCCs. The TCCs are being utilized by the Company to partially pay its income tax obligations.

Advances to a Related Party

The full amount of the Advances to a Related Party was fully received in 2019 thus nil amount as of December 31, 2020 and 2019. In 2018, Advances to a Related Party totalled to Php1.387 billion in 2018 from Php2.169 billion in 2017. These represent non-interest bearing advances to affiliate PXP Energy Corporation and are secured by a pledge agreement between the Company and PXP Energy Corporation (PXP Energy). The significant reduction in the 2018 balance was from the payment made by PXP Energy amounting to Php782 million which substantially came from the proceeds of the Company's additional subscription of PXP Energy shares. The remaining PXP Energy advances of Php1.387 billion in 2018 and the additional advances of Php738 million from the transfer of advances from Brixton Mining & Energy Corporation to PXP Energy were collected in 2019.

Non-Current Assets

Non-Current Assets was maintained at Php35.495 billion as of December 31, 2020, slightly above the Php34.977 billion in 2019 from Php36.258 billion in 2018 and Php33.412 billion in 2017. Non-Current Assets comprised mainly of Property, Plant and Equipment (PPE), Investment in Associates and Deferred Exploration Costs (DEC). PPE and DEC represent 86% of total assets, signifying the capital intensive nature of the business.

Property, Plant and Equipment

Property, Plant and Equipment decreased to Php3.043 billion as of December 31, 2020 from Php3.185 billion in 2019, Php5.404 billion in 2018 and Php6.721 billion in 2017. The decrease in PPE was due to the higher amount of total depreciation, amortization and depletion of Php1.294 billion compared to Php1.048 billion spent for the additional capital expenditures for Padcal's mine development activities and mine equipment acquisition. The Company also recorded a reversal of Php103 million of the 2019 impairment provision amounting to Php1.457 billion which was on top of the impairment of Php1.332 billion in 2018. The annual impairments recorded in the financial statement are attributable to Padcal mine and mining properties as it

is nearing the end of mine life and the impact of financial assumptions particularly gold and copper prices and foreign exchange rates on financial projections.

Financial Assets Measured at FVOCI

Financial Assets Measured at FVOCI, consisting mainly of shares in gold and country clubs, amounted to Php114 million, compared with Php121 million as at end 2019 and Php118 million in 2018. Following new accounting rule in 2018, the Company's financial assets amounting to Php118 million were reclassified to Financial Assets Measured at FVOCI from Available-for-Sale (AFS) Financial Assets in the previous years. The AFS Financial Assets in 2017 amounted to Php76 million.

Investment in Associates

Investment in Associates amounted to Php4.161 billion as of December 31, 2020, a slight decrease from Php4.208 billion as of December 31, 2019 (from Php4.456 billion in 2018 and Php1.416 billion in 2017). The annual decrease in amount was mainly from the Company's share in the net losses of associates in 2020 and also in 2019 which included impairment provision. For 2018, the significant increase was from the additional equity subscription by the Company in upstream oil and gas affiliate PXP Energy Corporation. This transaction increased the Company's stake in PXP Energy from 19.8% to 30.4% as of December 31, 2019.

Deferred Exploration Costs

Deferred Exploration Costs (DEC) increased to Php27.365 billion as of December 31, 2020 from Php26.616 billion in 2019 (from Php25.448 billion in 2018 and Php24.361 billion in 2017) on account of the pre-development expenditures related to Silangan Project with cumulative amount of Php25.066 billion or 92% of total DEC. Initial expenditures on early works program for the Silangan Project were also included in the DEC of the Project.

With the nearing Padcal's end of mine life, the Company is focusing on assessing the potentials of ore sources within and surrounding areas of Padcal for possible mine life extension.

<i>(in Php Millions)</i>	2020	2019	2018	2017
Silangan Project	25,066	24,349	23,212	23,234
Kalayaan Project	2,752	2,746	2,743	2,742
Bulawan and Vista Alegre Projects	698	633	633	632
Lascogon Project	289	289	289	289
Sibutad Project	236	235	235	235
Bumolo Project	210	210	210	209
Clifton Project	135	135	135	134
Southwest Project	110	110	109	100
Sanfran/Tambis Project	92	92	92	92
Tapsan Project	149	148	143	78
Other Exploration Costs	1,453	1,495	1,472	394
Total	31,190	30,442	29,273	28,139
Less: Impairment Losses	(3,825)	(3,825)	(3,825)	(3,778)
Total Deferred Exploration Costs	27,365	26,616	25,448	24,361

Pension Asset

Pension Asset increased to P310 million based on latest actuarial report from Php224 million in 2019 (from Php360 million in 2018 and Php374 million in 2017). Pension Asset represents the excess of the fair value of plan assets against the present value of defined benefit obligations under the Company's retirement plan, net of SMMCI pension obligation.

Other Non-Current Assets

Other Non-Current Assets decreased to Php501 million as of December 31, 2020 compared with Php623 million in 2019 (from Php473 million in 2018 and Php464 million in 2017). This consisted mainly of the non-current portion of SMMCI input Value-Added Tax amounting to Php434 million in 2020 from Php433 million in 2019, Php410 million in 2018 and Php400 million in 2017.

Total Assets

As of December 31, 2020, Total Assets of the Company amounted to Php38.939 billion, an increase of Php1.070 billion from the Php37.899 billion in 2019 mainly on account of higher cash and cash equivalent maintained at yearend 2020 and additional DEC for Silangan Project. In 2019, Total Assets was slightly lower than the Php40.712 billion in 2018 and Php39.679 billion in 2017, primarily from the collection of PXP Energy advances and additional impairment provisions on mining assets.

Current Liabilities

Current Liabilities decreased to Php4.221 billion as of December 31, 2020 from Php4.929 billion in 2019 (from Php6.811 billion in 2018 and Php4.857 billion in 2017) primarily due to reduction of loans payable and due to the additional payment of subscription payable to PXP Energy for the additional subscription of shares of stock in 2018 that brought Philex's ownership interest in PXP Energy from 19.8% to 30.4%.

Loans Payable

The balance of Loans Payable decrease to Php1.777 billion or US\$37 million as of December 31, 2020 decreased from Php2.532 billion or US\$50 million (from Php2.156 billion or US\$41 million in 2018 and Php2.447 billion or US\$49 million in 2017). The 2020 loan balance consisted of US\$31 million directly under Philex and US\$6 million under SMMCI which loans were used for the cash requirement of SMMCI.

The Company has started its debt reduction program at the early part of 2020. However, at the onset of COVID19, Philex re-availed a short term loan amounting to US\$2 million as contingency fund should there be disruptions in the Company's business operations related to COVID19. Immediately thereafter, the Company resumed repaying its loan. For 2020, the total Parent Company debt repayment was US\$15 million, reducing loan balance from US\$46 million as at end-2019 to US\$31 million as of December 31, 2020.

On the other hand, SMMCI outstanding short term loan was at US\$6 million as of December 31, 2020 and at \$4 million as of December 31, 2019. The additional loan availment of SMMCI was used for pre-development operating and capex requirement of SMMCI.

Accounts Payable and Accrued Liabilities

As of December 31, 2020, Accounts Payable and Accrued Liabilities increased to Php1.693 billion from Php1.608 billion in 2019 (lower than Php1.791 billion in 2018 and Php1.649 billion in 2017). This composed primarily of payables to suppliers and contractors of which no material amount has been left unpaid within terms acceptable and agreed upon with suppliers and contractors.

Subscription Payable

Subscription Payable decreased to Php123 million as of December 31, 2020 from Php187 after a significant decrease in 2019 due to the partial settlement of PXP Energy shares subscription which increased the Company's interest in PXP Energy from 19.8% to 30.4% as of December 31, 2019.

Income Tax Payable

Income Tax Payable amounted to Php74 million as at end-2020 from Php53 million in 2019, Php18 thousand in 2018 and Php230 million in 2017. The tax amount is due and payable no later than April 15, 2021.

Dividends Payable

Dividends Payable amounted to Php554 million as of December 31, 2020 from Php550 million in 2019 (not far from the levels in 2018 and 2017 of Php551 million and Php529 million, respectively). On February 24, 2021, the Philex Board of Directors declared a regular cash dividend of 5.9 centavos per share, payable March 26, 2021, which cash dividend represented 25% of the Company's 2020 Core Net Income.

For 2019, the Philex Board of Directors approved in February 2020 the declaration of regular cash dividend of one centavo per share, payable in March 2020.

In 2018, the Company declared in February 2018 a regular cash dividend amounting to four centavos per share, payable in March 2018. Moreover, the Company again declared in July 2018 a regular cash dividend amounting to three and a half centavos per share, payable in August 2018.

In 2017, the Company declared in February 2017 a regular cash dividend of four centavos per share, payable in March 2017. On the same year, the Philex Board of Directors also approved the declaration of a regular cash dividend of four centavos per share, payable in December 2017 representing 17% of the Company's core net income for the nine months ended September 30, 2017.

Non-Current Liabilities

Non-Current Liabilities stood at Php10.492 billion as of December 31, 2020 from Php10.001 billion in 2019, Php10.202 billion in 2018 and Php10.090 billion in 2017, comprising mainly of Bonds Payable and Deferred Tax Liabilities.

Bonds Payable

As of December 31, 2020, Loans and Bonds Payable increased to Php8.182 billion from Php7.743 billion in 2019, Php7.333 billion in 2018 and Php6.950 billion in 2017. The yearly changes in the amounts correspond to the amortization of deferred transaction costs, accretion of interest from the discounting of the face value of the CN and accrual of the 3% redemption premium. The bonds payable pertains to the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, on December 18, 2014, with a face value of Php7.2 Billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share 12 months after the issue date ("Standstill Period"). On the last day of Standstill Period, the Issuer shall have a one-time right to redeem the bonds from the holders in whole or in part. After the Standstill Period, the noteholders may exercise the conversion right, in whole but not in parts, at any time but no later than the maturity date. At redemption/maturity date, the bonds can be redeemed together with the principal or face value of the bonds at a premium, payable at a rate of 3% per annum compounded semi-annually based on the face value of the bonds and unpaid accrued interest (if there be any). The proceeds of the bonds were used to repay the SMECI's advances from PMC and fund further exploration works of SMMCI.

Deferred Income Tax Liabilities

Deferred Income Tax Liabilities amounted to Php2.293 billion as of December 31, 2020, consisting mainly of Php1.665 billion arising from the acquisition of Anglo's 50% stake in the Silangan companies and Php628 million for accelerated deductions, compared to Php2.219 billion in 2019, Php2.790 billion in 2018 and Php3.005 billion in 2017. Reassessment of the Deferred Income Tax Liabilities is necessary to determine the impact of the newly approved tax bill under Republic Act No. 11534 titled "Corporate Recovery and Tax Incentives for Enterprises

Act" or CREATE reducing the applicable income tax rate from 30% to 25% starting July 1, 2020 which bill will take effect 15 days from the approval of such on March 26, 2021.

Provision for Losses and Mine Rehabilitation Costs

Provision for Losses and Mine Rehabilitation Costs decreased to Php17 million as of December 31, 2020 from Php39 million in 2019, Php79 million in 2018 and Php135 million in 2017. The Company spent Php26 million, Php43 million and Php60 million in 2019 and 2018, respectively, for the requirement under the Company's approved Final Mine Rehabilitation and Development Program for a total of Php137 million.

Total Liabilities

As of December 31, 2020, Total Liabilities amounted to Php14.713 billion, lower than the Php14.930 billion in 2019, Php17.012 billion in 2018 and Php14.947 billion in 2017. The decrease in 2020 was from the implementation of the debt reduction program while the significant reduction in the 2019 balance was mainly due to the payment of subscription payable to PXP Energy and lower Deferred Tax Liabilities.

Shareholders' Equity

Total Equity amounted to Php24.226 billion as of December 31, 2020 from Php22.969 billion in 2019, Php23.699 billion in 2018 and Php24.732 billion in 2017.

	2020	2019	2018	2017
Common Shares	4,940,399,068	4,940,399,068	4,940,399,068	4,940,399,068
Stock Options	-	16,460,000	18,020,000	18,020,000

Retained Earnings increased to Php15.234 billion, inclusive with the 2020 Net Income of Php1.228 million, net of cash dividend payment, compared with Php13.971 billion in 2019, Php14.704 billion in 2018 and Php15.771 billion in 2017.

Net Unrealized Gain on Financial Assets Measured at FVOCI decreased to Php32 million from Php38 million in 2019 and Php35 million in 2018 upon adoption of PFRS 9 in 2018 from Php1 million in 2017. All other accounts under Total Equity remained at their 2019 balances with significant amounts as follows: Equity Conversion Options at Php1.226 billion since 2014 corresponding to the carrying amount of the conversion options of the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, in December 2014 with a face value of Php7.200 billion, Net Revaluation Surplus at Php1.572 billion from 2017 to 2020 while. The balances of Effect of Transactions with Non-Controlling Interests and the Non-Controlling Interests were insignificant for the past three years.

Liquidity and Capital Resources

The Company's existing liquidity position and capital resources are primarily used for the funding of its existing operations and exploratory drilling works within and around the Sto Tomas ore body with the aim to further extend mine life of Padcal and for pre-development works of the Silangan Project. Despite the risks inherent in the business associated with metal prices, foreign exchange rates, regulatory environment, and the changing economic and market conditions as well as the global impact of the Covid19 pandemic, the Company's net cash generated in operating activities amounted to Php2.375 billion, compared to Php1.232 billion in 2019, Php3.288 billion in 2018 and Php3.429 billion in 2017.

Internally generated funds remain as the Company's principal source of cash to finance the capital expenditures of the Padcal mine, the pre-development works of Silangan project and exploration initiatives of various mine sites, and for the repayment of existing loans.

Net cash used in investing activities, principally for capital expenditures and exploration costs, amounted to Php1.299 billion in 2020 versus Php1.784 billion in 2019, Php2.241 billion in 2018 and Php2.286 billion in 2017. Capital expenditures further decreased to Php923 million in 2020 compared to Php1.071 billion in 2019, Php1.672 billion in 2018 and Php1.747 billion in 2017. The Company focused on implementing activities to comply with the minimum regulatory requirements under existing exploration permits.

Net cash used in financing activities amounted to Php683 million compared to a net cash from financing activities of Php473 million in 2019 (versus net cash used in financing activities of Php764 million in 2018 and Php1.020 billion in 2017). The Company partially repaid its loan by a net of Php638 million or US\$13 million in 2020 while in 2019 the Company availed additional Php474 million (US\$ 9 million) to finance the capital expenditures of Padcal Mine and initial development works in the Silangan Project.

Capital Expenditures and Exploration Costs

<i>(in Php Millions)</i>	2020	2019	2018	2017
Padcal and Others:				
Mine Development	522	552	1,095	694
Tailings Pond Structures	148	165	292	320
Machinery and Equipment	256	366	389	735
Total	926	1,083	1,776	1,749
Silangan Project:				
Deferred Exploration Costs	214	641	433	497
Machinery and Equipment	(3)	(12)	(104)	(3)
Total	211	629	329	495
Mine Exploration Projects	31	32	156	194
Total	1,168	1,745	2,261	2,438
By Recording:				
Deferred Exploration Costs	245	673	589	691
Property, Plant and Equipment	<u>923</u>	<u>1,071</u>	<u>1,672</u>	<u>1,747</u>
Total	1,168	1,745	2,261	2,438

Capital Expenditures totalled to Php1.168 billion in 2020, compared to Php1.745 billion in 2019, Php2.261 billion in 2018 and Php2.438 billion in 2017. In 2020, the Company spent Php923 million for the sustaining mine development at Padcal, the acquisition of mine and mill equipment to augment Padcal's aging machinery and equipment and the civil works to maintain the stability of the existing tailings facilities. The Company funded in 2019 the completion of Silangan DFS and land banking activities in preparation for the commencement of the Silangan Project development phase.

Padcal operations accounted for 79% of total actual spending at Php926 million in 2020 as compared to Php1.083 billion in 2019, Php1.776 billion in 2018 and Php1.749 billion in 2017.

Silangan Project comprised 18% of the capital expenditures amounting to Php211 million in 2020 versus Php629 million in 2019, Php329 million in 2018 and Php495 million in 2017 which included early work programs preparatory to the development of the project.

Other mining exploration projects constituted a total amount of Php31 million in 2020 compared to Php32 million in 2019, Php156 million in 2018 and Php194 million in 2017. These activities focused on complying with minimum regulatory requirements and confirmatory drillings necessary to evaluate the possible extension of the life of Padcal Mine beyond 2022.

Top Five Key Financial and Non-Financial Performance Indicators

Safety Performance

Personnel health and safety is of paramount concern and regarded with utmost priority. In 2020, the Company reported for its Padcal Mine one Lost Time Accident-Fatal incident compared to five incidents in 2019, two incidents in 2018 and a single occurrence in 2017. Meanwhile, in terms of Lost Time Accident Non-Fatal events, there were 6 recorded in 2020 versus five in 2019, six in 2018 and nine in 2017.

The Company is targeting a “zero-harm” record through constant reviews of safety policies and procedures. Various initiatives are being implemented to minimize the occurrence of accidents and injuries in the workplace. Third-party experts are likewise engaged to assess existing safety performance and identify risk areas.

Earnings Per Share

Earnings Per Share (EPS) represents the net income attributable to equity holders of the Company, expressed in the amount per share of the Company's average outstanding capital stock. Assuming a constant outstanding number of shares, the earnings per share correspondingly rises as the Company's earnings increase. The EPS ultimately reflects the Company's financial and operational growth as a result of its performance in cost management, technical efficiency and productivity.

	2020	2019	2018	2017
Earnings (Loss) Per Share	P0.249	(P0.131)	P0.123	P0.336
Total Outstanding Shares	4,940,399,068	4,940,399,068	4,940,399,068	4,940,399,068

As of December 31, 2020, there were no outstanding stock options as all granted options already expired. The covering 2011 Stock Option Plan has also reached the end of its 7-year term thus already terminated by virtue of the expiration of the last grant issued under the Plan. In the previous years from 2017 to 2019, the outstanding stock options were considered anti-dilutive based on the lower market price of the Company's shares compared to the exercise price, thus the diluted earnings per share in 2019, 2018 and 2017 were the same as the basic earnings per share of the Company in the said periods.

Tonnes Milled and Metals Produced

Tonnes milled and ore grade determine the volume of concentrates produced and sold. Tonnes milled totalled to 7,837,536 in 2020, lower than tonnage of 8,112,791 in 2019, the 8,516,915 in 2018 and the 8,673,474 in 2017. Despite lower tonnage, copper production was higher in 2020 at 26,378,914 compared to 25,737,207 pounds in 2019 (versus 26,574,686 pounds in 2018 and 30,118,207 pounds in 2017). Gold production was also higher at 56,000 ounces compared to 53,064 ounces in 2019 (versus 61,977 ounces in 2018 and 84,638 ounces in 2017).

Break-even Production and Operating Cost Per Unit

The Company's average cost per tonne is a key measure of the Company's operating performance. At the same cost level, the higher the production volume, the lower the cost per tonne becomes, which will also be similar if the same production volume incurs a lower operating cost. Thus, a lower cost per tonne would generally reflect an improvement in operating efficiency.

The same essentially applies to cost expressed in per unit of metal, which incorporates the metal grade, as it affects metal production, and the exchange rate, as it affects the conversion from peso to dollar.

In 2020, the total production cost (mine site cost and expenses excluding smelting charges, excise tax and royalties) per tonne of ore milled was Php698, with total production cost of Php5.468 billion over 7,837,536 tonnes, compared to Php724 in 2019, with total production cost of Php5.873 billion over ore milled of 8,112,791 tonnes. The 2020 production cost was 4%

lower than the cost per tonne in 2019 due to lower consumption of materials and supplies and power cost. In 2018, break-even production cost was Php705 from the total production cost of Php6.009 billion over ore milled of 8,516,915 tonnes while in 2017, break-even production cost per tonne was Php687 from the total production cost of Php5.963 billion over 8,673,474 tonnes milled.

The operating costs and expenses (all cost and expenses excluding G&A) per tonne of ore milled in 2020 was Php846 from the total operating cost and expenses of Php6.627 billion, also lower than the 2019's Php852 per tonne from the total operating cost and expenses of Php6.190 billion (compared to Php844 from the operating costs and expenses of Php7.189 billion in 2018 and Php837 per tonne in 2017 from Php7.257 billion costs).

Using co-production method, the operating cost applicable to gold produced amounted to US\$1,362 per ounce compared to US\$1,296 per ounce in 2019 (versus US\$1,112 per ounce in 2018 and US\$929 per ounce in 2017), while operating cost applicable to copper produced amounted to US\$2.22 per pound, lower compared to US\$2.54 per pound in 2019 (compared with US\$2.50 per pound in 2018 and US\$2.16 per pound in 2017). Under co-production method, the total cost is allocated proportionately based on the revenue contribution of each product considering there is no physical basis that can be used in allocating costs between the two metals.

Exploration Activities

The Company is cognizant that exploration in itself is a speculative endeavor, and mineral exploration and mining operations can be hampered by force majeure and other unforeseen circumstances beyond the Company's control. To mitigate the impact of these external factors and other contingencies, the Company banks on its ability to successfully explore and/or acquire reserves, design and construct efficient processing facilities, operate and manage its projects, and provide effective financial controls and management. To ensure the optimization of value from its natural resource properties and the long-term sustainability of operations, the Company pursues and invests in viable exploration activities and operational enhancements on a constant basis.

In 2020, the Company spent Php245 million for exploration projects which included costs related to the pre-development expenditures, care and maintenance expenses in Silangan versus Php673 million in 2019, Php589 million in 2018 and Php691 million in 2017. As of December 31, 2020, total deferred exploration costs amounted to Php27.365 billion compared to Php26.616 billion, Php25.448 billion in 2018 and Php24.361 billion in 2017.

Subsidiaries and Related Party Transactions

Philex Mining Corporation has extended loans and advances to some of its subsidiaries, as described under Part III, Item 12 of this Report.

Furthermore, Note 2 of the Notes to the Consolidated Financial Statements is likewise incorporated hereto by reference for discussions on the new and revised accounting standards that the Company adopted in 2019.

Known Trends, Events, or Uncertainties

There are no known events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation that have not been booked, although the Company could be contingently liable for lawsuits and claims arising from the ordinary course of business, which contingencies are not presently determinable.

Other than as discussed above, there are no known significant trends, demands, commitments, or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in a material way. There are no material commitments for capital expenditures not reflected in the Company's financial statements.

There is likewise no significant seasonality or cyclicity in its business operation that would have material effect on the Company's financial condition or results of operation. There were no other significant elements of income or loss that did not arise from the Company's continuing operations. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons created during the reporting period. There are no line items in the Company's financial statements not already explained for causes either above or in the Notes to the Consolidated Financial Statements other than due to the usual period-to-period fluctuations in amounts natural in every business operations.

IV. Brief Description of the General Nature and Scope of the Business of the Company and its Subsidiaries

Company Overview

Philex Mining Corporation ("PMC", "Company") and its subsidiaries are organized into two main business groupings: the mining business, which is directly under PMC, Philex Gold Philippines, Inc. (PGPI) Silangan Mindanao Exploration Co., Inc. (SMECI) and Silangan Mindanao Mining Co., Inc. (SMMCI), and the energy and hydro-carbon business under PXP Energy Corporation (PXP Energy), formerly Philex Petroleum Corporation. In 2016, PMC declared property dividends in the form of shares in PXP Energy, effectively reducing its ownership from 64.7% to 19.4% in PXP Energy. This undertaking will allow PMC to leverage on its key strengths and focus its resources on its core business of mining. In 2018, PMC entered into a subscription agreement with PXP Energy for 260,000,000 million shares of PXP Energy at Php11.85 per share, for a total consideration of Php3.081 billion, resulting to the largest single shareholding of 30.4%, with 4% of the subscription still outstanding as of December 31, 2020. This transaction forms part of the Company's long-term growth strategy which includes deploying assets into value-accretive ventures.

Mining Business

The Company was incorporated in the Philippines in 1955 and was listed in the Philippine Stock Exchange on November 23, 1956. PMC, and its wholly-owned subsidiaries namely, PGPI, SMECI and SMMCI (through SMECI), are primarily engaged in large-scale exploration, development and utilization of mineral resources in the Philippines.

PMC has been operating the Padcal Mine in Benguet for the last 63 years employing the underground block-cave method, with a starter mine in 1958. It is one of the longest operating mines in the country and serves as the Company's primary source of revenues

PGPI, on the other hand, operated the Bulawan mine in Negros Occidental until the second quarter of 2002. At present, the Bulawan mine has residual resource estimates of around 29.6 million tonnes containing 1.7 million ounces of gold, which also includes the Vista Alegre area with completed geological modelling and preliminary resource estimation.

SMECI, through SMMCI, completed the acquisition of the Silangan Copper and Gold Project ("Silangan Project") situated in Surigao del Norte, Northeastern Mindanao in 2010. The Silangan Project is considered one of the current three large scale projects seen in the country to become a major copper producer. Its tenements consist of two main deposit areas – Boyongan and Bayugo, consisting of Bayugo-Silangan and Bayugo-Kalayaan with the latter representing a joint venture with Manila Mining Corporation. For Kalayaan, PMC currently holds 5% interest in the project and the option to further increase its stake up to 60%.

In July 2019, SMMCI approved the definitive feasibility study (DFS) prepared by its consultants, Ausenco of Australia, for an underground sub-level cave mining method for the Silangan Project yielding 81 million tonnes (Mt) high-grade copper and gold ore reserves out of 279 Mt of mineral resource estimates for the Boyongan deposit containing high-quality copper and gold grades. Including the Bayugo deposit, the Project's total mineral resource is estimated to be 571 Mt.

Financial advisers were engaged to secure funding for the project to proceed with its development plan. The search for investors continues and is faced with the challenges in light of the global Covid-19 pandemic.

Also, in July 2019, the Silangan Project was granted an Environmental Compliance Certificate (ECC) for underground sub-level cave mining method. Following the grant of ECC, the Department of Environment and Natural Resources (DENR), through the Mines and Geosciences Bureau (MGB), in a letter dated September 26, 2019, has approved the underground sub-level cave mining method amending the previously issued Order dated April 10, 2015 approving the Declaration of Mining Project Feasibility (DMPF) of the Silangan Copper-Gold Project under MPSA No. 149-99-XII.

The approved DMPF for underground sub-level cave mining method includes the approved Three Year Development and/or Utilization Work Program (3YD/UWP), the Environmental Protection and Enhancement Program (EPEP), Final Mine Rehabilitation and Decommissioning Plan (FMRDP) and Social Development and Management Program (SDMP). A revised 3YD/UWP covering three years was submitted to the MGB Central Office in December 2020.

On December 7, 2020, the DENR approved the renewal for another 25-year term of MPSA No. 149-99-XII. The additional 25-year term shall commence from December 29, 2024 subject to the same terms and conditions provided under the MPSA and the applicable laws, rules and regulations that are existing or may be promulgated and the continuing compliance therewith from the date of the DENR's order up to the expiration of the initial term of MPSA No. 149-99-XII.

Corporate Objectives

2021	2022
Pushing Boundaries <ul style="list-style-type: none"> • Relentless operational improvements • Optimization of the Sto. Tomas II ore body • Cost management • Creating value from previously deposited tailings 	
Expediting Options <ul style="list-style-type: none"> • Silangan Project investor search • Down-scaled plan for Silangan Project as a fall back • Pursuit for mergers and acquisition 	
Continuous Enhancement of Corporate Image <ul style="list-style-type: none"> • Effective CSR programs geared toward right and principled mining • Trailblazing initiatives to further build-up the image of Philex with the inclusion of Bio-Diversity preservation in the operations • Involvement with the programs of government and mining organizations to promote the mining industry 	

Products and Sales

For the past 63 years, the Company has operated the Sto. Tomas II deposit at Padcal, Tuba, Benguet Province – the first underground block caving operation in the Far East.

The Company's Padcal mine produces copper concentrates, containing copper, gold and silver. Total ore extracted and processed from start of operation to 2020 aggregated to 433.75 million tonnes, producing 2.357 billion pounds of copper, 6.354 million ounces of gold, and 6.901 million ounces of silver.

Based on the Sales Agreement entered into by the Company and Pan Pacific Copper Co., Ltd. (PPC) in March 2004, 60% of the Company's annual copper concentrate production, approximately 40,000 dry metric ton of current production level, is committed to PPC up to contract year April 2019 to March 2020. PPC is a major Japanese smelting and refining company jointly established by JX Nippon Mining & Metals Corporation and Mitsui Mining & Smelting Co., Ltd.

Starting contract year April 2019 and onwards, this volume can go from 40% to 70% at the discretion of PMC. PPC processes the concentrates through its smelter plants and produces products, such as refined copper and precious metals. PPC is one of the leading buyers of copper concentrates in the world, procuring approximately 1.4 million tonnes of copper concentrates annually from around the world. Compared to this huge volume, the Company's shipments to PPC is relatively insignificant.

The remaining copper concentrate production outside the PPC agreement is under contract with IXM SA (formerly Louis Dreyfuss Commodities Metals Suisse SA) through bidding covering the period up to March 2021. For the contract year April 2019 – March 2020, PMC awarded the remaining lots to IXM SA.

For 2019 to 2020, 100% of shipments were made to Japan under PPC contract or indirectly thru IXM S.A. While for years 2019 and 2018, in addition to shipments to PPC and IXM SA, the Company also shipped copper concentrates to Korea and China through Transamine. In 2017, the Company's revenues consisted of shipments of copper concentrate to Japan and Korea under PPC and shipments through IXM SA to Japan and China.

The reported consolidated revenues of the Company included the net realizable value of mine products inventory at the end of the financial reporting period in accordance with the generally accepted revenue recognition method. These mine products inventory are subsequently shipped to the designated smelting and refining company of the customers.

The breakdown of gross revenues per metal are as follows:

	2020		2019		2018		2017	
<i>(in Php Millions)</i>	Amount	%	Amount	%	Amount	%	Amount	%
Gold	4,794	57%	3,740	50%	4,200	50%	5,432	54%
Copper	3,579	42%	3,592	49%	4,051	49%	4,475	45%
Silver	77	1%	67	1%	63	1%	78	1%
Total	8,450	100%	7,399	100%	8,314	100%	9,985	100%

V. Directors and Executive Officers

The following are the present directors of the Company whose terms of office are for one (1) year or until their successors are elected and qualified:

Directors

MANUEL V. PANGILINAN, Chairman, Non-Executive Director

Age: 74

Date of First Appointment: November 28, 2008

Academic Background:

Mr. Pangilinan graduated Cum Laude from the Ateneo de Manila University with a Bachelor of Arts degree in Economics. He received his Masters of Business Administration degree from Wharton School of the University of Pennsylvania in 1968.

Business and Professional Background/ Experience:

Mr. Pangilinan founded First Pacific Company Limited, a corporation listed on the Hong Kong Stock Exchange, in May 1981. He served as Managing Director of First Pacific Company Limited since its founding in 1981 until 1999. He was appointed Executive Chairman until June 2003, after which he was named Managing Director and Chief Executive Officer. In May 2006, the Office of the President of the Philippines awarded Mr. Pangilinan the Order of Lakandula, rank of Komandante, in recognition of his contributions to the country. He was named Management Man of the Year 2005 by the Management Association of the Philippines.

Mr. Pangilinan was awarded Honorary Doctorates in Science by Far Eastern University in 2010; in Humanities by Holy Angel University in 2008; by Xavier University in 2007; and by San Beda College in 2002 in the Philippines. He was formerly Chairman of the Board of Trustees of the Ateneo de Manila University and was a member of the Board of Overseers of the Wharton School. He is a member of the ASEAN Business Advisory Council. Mr. Pangilinan has been a Director of PMC and Philex Gold Philippines, Inc. (PGPI) since November 2008. He is also Managing Director and Chief Executive Officer of First Pacific Company Limited, and Chairman of the PLDT Inc. (PLDT) since 2004, after serving as its President and Chief Executive Officer (CEO) since 1998. He reassumed the position of President and CEO of PLDT effective December 2015. He is also Chairman of Smart Communications, Inc., PLDT Communications and Energy Ventures, Inc. (Digitel), Metro Pacific Investments Corporation, Silangan Mindanao Mining Co., Inc., Landco Pacific Corporation, Medical Doctors Inc. (Makati Medical Center), Colinas Verdes Corporation (Cardinal Santos Medical Center), Asian Hospital, Inc., Davao Doctors, Inc., Riverside Medical Center Inc., Our Lady of Lourdes Hospital, Central Luzon Doctors' Hospital, Inc., Maynilad Water Services Corporation, Mediaquest, Inc., Associated Broadcasting Corporation (TV5) and Manila North Tollways Corporation. Mr. Pangilinan is also Chairman of the Manila Electric Company (MERALCO), after serving as its President and Chief Executive Officer from July 2010 to May 2012. In December 2013, Roxas Holdings, Inc., Incorporated, the largest sugar producer in the Philippines, announced the election of Mr. Pangilinan as Vice Chairman.

EULALIO B. AUSTIN, JR. President and Chief Executive Officer, Executive Director

Age: 59

Date of First Appointment: June 29, 2011

Academic Background:

Mr. Austin graduated from Saint Louis University-Baguió City, with a Bachelor of Science degree in Mining Engineering and placed eight at the 1982 Professional Board Examination for mining engineers. He took his Management Development Program at the Asian Institute of Management in 2005 and his Advance Management Program at Harvard Business School in 2013.

Business and Professional Background/ Experience:

Mr. Austin has been a Director of PMC and PGPI since June 29, 2011 and was re-elected on June 28, 2017. He became President and Chief Operating Officer on January 1, 2012 and President and CEO of the Company on April 3, 2013.

He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998 and Mine Engineering & Draw Control Department Manager from 1996 to 1998. Mr. Austin concurrently serves as Director of PXP Energy Corporation and Silangan Mindanao Mining Co., Inc.

Outside of Philex Mining, he is a member of the Chamber of Mines of the Philippines' Board of Trustees. Mr. Austin also sits as a member of the Executive Committee of the Board of Trustees and serves as the Chairman of the Membership Committee as well as the Towards Sustainable Mining Initiative Committee. He is a Competent Person on Mining. He was awarded Most Outstanding Engineer of the Philippine Society of Mining Engineers (PSEM) in 2016, aside from being the Founding President of PSEM's Philex Chapter. He was also recognized as the CEO

of the Year on Mining by The Asset last December 14, 2015 in Hong Kong and was recently an Asia Pacific Entrepreneurship Awardee by the Enterprise Asia, awarded November 2016.

OSCAR J. HILADO, Independent Director

Age: 83

Date of First Appointment: December 7, 2009

Academic Background:

Mr. Hilado, a Certified Public Accountant, completed his undergraduate studies at the De La Salle College-Bacolod in 1958 and obtained his Master's in Business Administration from the Harvard School of Business Administration (Smith Mundt/Fulbright Scholar) in 1962. He received a Doctorate in Business Management, Honoris Causa, from the De La Salle University and a Doctorate of Laws, Honoris Causa, from the University of St. La Salle in 1992.

Business and Professional Background/ Experience:

Mr. Hilado has been an Independent Director of PMC since December 7, 2009. Mr. Hilado holds the following positions: Chairman of Philippine Investment Management (PHINMA), Inc., Phinma Corporation, Phinma Property Holdings Corporation. Vice-Chairman of Union Galvasteel Corporation. Chairman of the Executive Committee of Phinma Corporation. Director of Philex Mining Corporation, Rockwell Land Corporation, A. Soriano Corporation, Roxas Holdings, Inc. Smart Communications, Inc., Phinma Solar Energy Corporation, Philippine Cement Corporation, Phinma Education Holdings, Inc., Araullo University, Inc., Cagayan de Oro College, Inc., University of Iloilo, Inc., University of Pangasinan, Inc., Southwestern University, St. Jude College, Manila, Phinma Hospitality, Inc., United Pulp and Paper Company, Inc., Digital Telecommunications Philippines, Inc., Seven Seas Resorts and Leisure, Inc., Beacon Property Ventures, Inc., Cebu Light Industrial Park, Inc., Pueblo de Oro Development Corporation and Manila Cordage Company.

MARILYN A. VICTORIO-AQUINO, Non-Executive Director

Age: 65

Date of First Appointment: December 7, 2009

Academic Background:

Ms. Aquino was educated at the University of Santo Tomas (A.B.) and University of the Philippines (LL.B., cum laude). and qualified as a barrister in the Philippines in 1981.

Business and Professional Background/ Experience:

Ms. Aquino joined Sycip Salazar Hernandez and Gatmaitan Law Offices in the Philippines in 1980 where she became a partner in 1989. Ms. Aquino's practice focused on banking, finance and securities, construction and infrastructure, investments, mergers and acquisitions, and mining and natural resources. Ms. Aquino is a Director of Philex Mining Corporation, Philex Gold Philippines, Inc., PXP Energy Corporation, Silangan Mindanao Mining Company, Inc., Lepanto Consolidated Mining Company and Maynilad Water Services, Inc. She was also appointed as Chief Legal Counsel of PLDT in December 2018.

BARBARA ANNE C. MIGALLOS Corporate Secretary, Executive Director

Age: 66

Date of First Appointment: June 26, 2013

Academic Background:

Ms. Migallos graduated Cum Laude from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as Cum Laude (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

Business and Professional Background/ Experience:

Ms. Migallos was elected to the Board of Directors of PMC and PGPI on June 27, 2018. She is also the Company's Corporate Secretary since July 1998. She is also Director and Corporate Secretary of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos is also a Director of Mabuhay Vinyl Corporation since 2000 and Philippine Resins Industries since 2001, and Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005 and Nickel Asia Corporation since 2010. She is a professorial lecturer in Corporations Law, Insurance and Credit Transactions at the De La Salle University College of Law. She was a Senior Partner of Roco Kapunan Migallos and Luna Law Offices from 1988 to 2006.

WILFREDO A. PARAS, Independent Director

Age: 74

Date of First Appointment: June 29, 2011

Academic Background:

Mr. Paras completed his undergraduate studies at the University of the Philippines in 1969 with Bachelor of Science, Industrial Pharmacy and his Master in Business Administration at the De La Salle University in 1991. He also completed an Executive Program at the University of Michigan at Ann Arbor, Michigan, USA.

Business and Professional Background/ Experience:

Mr. Paras has been an Independent Director of PMC since June 29, 2011 and was re-elected on June 26, 2019. He is currently an Independent Director of GT Capital Holdings, Inc. since May 2013 and President of WAP Holdings, Inc. He is also a member of the Board of Trustees of Dualtech Training Foundation Inc. Mr. Paras was previously the Executive Vice-President, Chief Operating Officer and Director of JG Summit Petrochemical Corporation, President and Director of PT Union Carbide Indonesia, Managing Director of Union Carbide Singapore, Business Director, Union Carbide Asia Pacific, and President of Union Carbide Philippines

MICHAEL G. REGINO, Non-Executive Director

Age: 59

Date of First Appointment: February 28, 2017

Academic Background:

Michael G. Regino graduated Cum Laude and Salutatorian from the Ateneo de Zamboanga University in 1981, with a degree of Bachelor of Science, Major in Economics. He later obtained his Master in Business Administration in 1985 from the Ateneo de Manila University.

Business and Professional Background/ Experience:

Mr. Regino was appointed last October 27, 2016 as Member of the Board of the Social Security Commission (SSC) and since February 28, 2017, a Director of Philex Mining Corporation. Last March 07, 2018, he was duly appointed as Director of Unionbank of the Philippines. Prior to these current positions, he engaged in multifarious activities which marked the significant milestones in his career.

He served as the President and member of the Board of Directors of San Agustin Services, Inc., Agata Mining Ventures, Inc. and Exploration Drilling Corp.; as the Senior Vice President and Chief Operating Officer of St. Augustine Gold and Copper Ltd.; and, as the Executive Director of TVI Resources Development Phils., Inc. He also became one of the members of the Board of Directors of Nationwide Development Corporation and KingKing Mining Corp., where he took charge of the Davao operations.

He also gained expertise in the field of real estate development and property management when he served as the President of Camella Homes, Golden Haven Memorial Parks, Inc., and MGS Group of Companies. He also once shared his competence in other industries such as Northern Foods, Corp., Kilusang Kabuhayan at Kaunlaran, and the Ateneo de Zamboanga University, where he served as Finance and Treasury Manager, Chief Financial Specialist, and Instructor in Economics, respectively.

ANITA B. QUITAIN, Non-Executive Director

Age: 74

Date of First Appointment: February 28, 2017

Academic Background:

Ms. Quitain has a Bachelor of Science Degree in Elementary Education from the University of Mindanao. She also completed two (2) years of Masters in Public Administration (37 units) for Career Civil Service Eligibility.

Business and Professional Background/ Experience:

Ms. Quitain is currently a Commissioner of the Social Security System (SSS). She previously held the following SSS positions: Section Head of Membership, Real Estate, Operations, Accounting, Membership Assistance Center and Sickness, Maternity and Disability in Region 9. She also headed the SSS Representative Office in Digos, Davao del Sur. Ms. Quitain officially retired from the SSS in 2009 after thirty-one (31) years of continuous and dedicated service.

JOSEPH H.P. NG Non-Executive Director

Age: 57

Date of First Appointment: January 30, 2019

Academic Background:

Mr. Ng received an MBA and a Professional Diploma in Accountancy from Hong Kong Polytechnic University. He is a member of the Hong Kong Institute of Certified Public Accountants, the Association of Chartered Certified Accountants and the Institute of Chartered Accountants in England and Wales.

Business and Professional Background/ Experience:

Mr. Ng. joined First Pacific in 1988 from PriceWaterhouse's audit and business advisory department in Hong Kong. He was appointed as Associate Director in April 2019. Prior to that, he was Executive Vice President of Group Finance and served in several senior positions within First Pacific Group ("the Group"), including as the Head of Finance of the Group's regional telecom division and a director of a number of the Group's telecom joint ventures in India, Indonesia and China. Mr. Ng is a Commissioner of PT Indofood Sukses Makmur Tbk and a Non-Executive Director of Philex Mining Corporation and PXP Energy Corporation, which are First Pacific Group subsidiary and associate.

RICHARD P.C. CHAN Non-Executive Director

Age: 50

Date of First Appointment: January 30, 2019

Academic Background:

Mr. Chan received a BBA (Hons) degree from Hong Kong Baptist University and an MBA from the Chinese University of Hong Kong. He is a Certified Public Accountant (Practising), a CFA Charterholder and a Fellow of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. He has experience in auditing, accounting, finance and management spanning a diverse range of business activities. He serves as a Non-executive Director of Philex Mining Corporation since January 2019, which is First Pacific Group associate.

Business and Professional Background/ Experience:

Mr. Chan joined First Pacific in 1996 from KPMG. Prior to his appointment as Executive Vice President, Group Financial Controller in April 2019, Mr. Chan was Vice President, Group Financial Controller.

***BAI NORHATA DEMARUNSING MACATBAR ALONTO** Non-Executive Director

Age: 70

Date of First Appointment: February 24, 2021

Academic Background:

Ms. Alonto received an MA in Psychology at the University of the Philippines in 1976 and graduated AB Psychology at Philippine Women's University in 1970

Business and Professional Background/ Experience:

Ms. Alonto was appointed as a Commissioner at Social Security Commission at December 2019. She is a member of Information Technology & Collection and Coverage Committee and Executive Committee. She is a Director of Ionics Inc. Member, and Philam Life Tower. She was also Head Secretariat, All Moro Convention, Mindanao, November 2017. She was the Chief of Staff to the Chairman, Mindanao Development Authority from October 2017 to May 2019.

She worked in the Office of President from 2003 to 2004 as a member of the Board of Directors in ARMM Social Fund Board and Bataan Shipyard and Engineering Corporation and a Commissioner of Presidential Commission for Urban Poor from 2001-2002 and Presidential Assistant for Muslim Mindanao from 1999-2001.

She was a College Instructor, College of Arts and Sciences, Mindanao State University, 1972-1979 and Guidance Counselor, Preparatory High School, Mindanao State University, 1972-1979.

She is currently serving as President of Philippine Muslim Women Council, a Vice President of 16th President Cabinet Spouses Foundation and a Regional Governor of National Council of Women in the Philippines.

Directorships in Other Publicly-Listed Companies

Name	Listed Company	Type of Directorship
Manuel V. Pangilinan	PLDT, Inc.	Executive
	Metro Pacific Investments Corp.	Non-Executive
	Roxas Holdings, Inc.	Non-Executive
	Manila Electric Company	Non-Executive
	PXP Energy Corp.	Non-Executive
Michael G. Regino	Union Bank of the Philippines	Non-Executive
Wilfredo A. Paras	GT Capital Holdings, Inc.	Non-Executive
Barbara Anne C. Migallos	Mabuhay Vinyl Corp.	Non-Executive
Marilyn A. Victorio-Aquino	PXP Energy Corp.	Non-Executive
	Lepanto Consolidated Mining Company	Non-Executive
Oscar J. Hilado	PHINMA Corp.	Non-Executive
	Rockwell Land Corp.	Independent
	Roxas Holdings, Inc.	Independent
	A. Soriano Corp.	Independent
Eulalio B. Austin, Jr.	PXP Energy Corp.	Non-Executive
Diana Pardo Aguilar	Security Bank Corporation	Non-Executive
	IONICS, Inc.	Non-Executive
	PXP Energy Corp	Non-Executive

*Ms. Diana Pardo-Aguilar resigned February 19, 2021 and was replaced by Ms. Bai Norhata Demarunsing Macatbar Alonto on February 24, 2021

Attendance

The Board has a predetermined schedule of meetings at the beginning of the calendar year. Discussions during these meetings are open, and independent views are given due consideration. As necessary, the Board likewise holds meetings through telecommunications or other electronic media.

A separate meeting of non-executive directors without the presence of the CEO or any of the executive officers is held at least once a year.

Director's Attendance in Board and Board Committee Meetings for 2020

Directors	Board Attendance	Committees			
		Nominations	Audit	BROC	Finance
Manuel V. Pangilinan	10/10	1/1			
Eulalio B. Austin Jr.	10/10				2/2
Barbara Anne C. Migallos	10/10				
Michael G. Regino	10/10		4/4	3/3	
Joseph H.P. Ng	10/10				
Diana Pardo – Aguilar*	10/10	1/1			2/2
Anita B. Quitain	10/10		4/4		
Marilyn A. Victorino-Aquino	10/10	1/1	4/4	3/3	2/2
Oscar J. Hilado	10/10		4/4	3/3	2/2
Richard Chan	10/10	1/1	4/4	3/3	2/2
Wilfredo A. Paras	10/10	1/1	4/4	3/3	

Board Performance and Appraisal

The objective of the Board assessment policy, which was approved on February 25, 2015, is to enable the Board to periodically identify overall strengths and specific areas for improvements. The results of the assessment will provide important feedback and views from the members of the Board, which will collectively form part of the Company's overall strategy, future directions, or endeavors.

Assessment of Chief Audit Executive, Chief Risk Officer and Chief Compliance Officer
The Board shall include in the Performance Appraisal the assessment of the Chief Audit Executive, Chief Risk Officer and Chief Compliance Officer.

Directors will be requested to complete a standard self-assessment, which will be evaluated as follows:

Performance Evaluation	Self-Assessment	Evaluated By
Board of Directors	/	Individual Director
Individual Director	/	Individual Director
Board Committees	/	Member of the Committee
President & CEO	n/a	Individual Director
Chief Audit Executive	n/a	Audit Committee Members
Chief Compliance Officer	n/a	CG Committee Members
Chief Risk Officer	n/a	BROC

Directors' and Officers' Orientation and Training Policy

On April 26, 2017, the Board approved the amendment to the Directors' and Officers' Orientation and Training Policy to include the required number of eight hours orientation for new directors and four hours of continuing education for all directors.

Trainings and Seminars Attended in 2020:

Names	Seminar	Dates
Manuel V. Pangilinan	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none">• Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices• How to Lead Courageously During a Crisis	Sept. 25, 2020
Joseph Ng	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none">• Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices• How to Lead Courageously During a Crisis	Sept. 25, 2020
Richard Chan	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none">• Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices• How to Lead Courageously During a Crisis	Sept. 25, 2020
Marilyn A. V. Aquino	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none">• Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices• How to Lead Courageously During a Crisis	Sept. 25, 2020
Barbara Anne C. Migallos	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none">• Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices• How to Lead Courageously During a Crisis	Sept. 25, 2020

Eulalio B. Austin Jr.	<p>CORPORATE GOVERNANCE ENHANCEMENT SESSION</p> <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020
Diana Pardo Aguilar	<p>CORPORATE GOVERNANCE ENHANCEMENT SESSION</p> <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020
Anita B. Quitain	<p>CORPORATE GOVERNANCE ENHANCEMENT SESSION</p> <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25 2020
Michael G. Regino	<p>CORPORATE GOVERNANCE ENHANCEMENT SESSION</p> <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020
Oscar J. Hilado	<p>PHINMA 2020 Corporate Governance Seminar conducted online by training provider, Corporate Governance and Best Practices CGBP)</p>	Oct. 23, 2020
Wilfredo A. Paras	<p>CORPORATE GOVERNANCE ENHANCEMENT SESSION</p> <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020

Romeo B. Bachoco	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020
Jonas Emanuel S. Santos	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020
Victor A. Francisco	CORPORATE GOVERNANCE ENHANCEMENT SESSION <ul style="list-style-type: none"> • Lessons from a Pandemic: The MPIC Hospital Group Covid-19 Experience and Best Practices • How to Lead Courageously During a Crisis 	Sept. 25, 2020

Executive Officers

The following persons are the present Executive Officers of the Company:

EULALIO B. AUSTIN, JR. – 59, Filipino citizen. Mr. Austin has been a Director of PMC and PGPI since June 29, 2011 and was re-elected on June 24, 2015. He became President and Chief Operating Officer on January 1, 2012 and President and Chief Executive Officer of the Company on April 3, 2013. He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998 and Mine Engineering & Draw Control Department Manager from 1996 to 1998.

Mr. Austin concurrently serves as Director of PXP Energy Corporation and Silangan Mindanao Mining Co., Inc. Outside of Philex Mining, he is a member of the Chamber of Mines of the Philippines' Board of Trustees. Mr. Austin also sits as a member of the Executive Committee of the Board of Trustees and serves as the Chairman of the Membership Committee as well as the Towards Sustainable Mining Initiative Committee. Mr. Austin is a Competent Person on Mining. He was awarded Most Outstanding Engineer in Mine Management by the Philippine Society of Mining Engineers (PSEM) in 2016, aside from being the Founding President of PSEM's Philex Chapter. He was also recognized as the CEO of the Year on Mining by The Asset last December 14, 2015 in Hong Kong and was recently an Asia Pacific Entrepreneurship Awardee by the Enterprise Asia, awarded November 2016.

BARBARA ANNE C. MIGALLOS – 66, Filipino citizen. Ms. Migallos has been a Director of the Company and PGPI since June 26, 2013 and was re-elected on June 24, 2015. She is also the

Company's Corporate Secretary since July 1998. Ms. Migallos is also Director and Corporate Secretary of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. and Lascogon Mining Corporation. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos has also been a Director of Mabuhay Vinyl Corporation since 2000 and the Philippine Resins Industries since 2001, and Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005 and Nickel Asia Corporation since 2010. She is also a professorial lecturer in insurance law and securities regulation law at the De La Salle University College of Law. Ms. Migallos graduated cum laude from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as cum laude (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

ROMEO B. BACHOCO - 60, Filipino Citizen. Mr. Bachoco has been appointed as the Company's Senior Vice President for Finance, Chief Finance Officer and Treasurer since August 2019. He is a seasoned corporate professional with a diverse background in finance and commercial operations. He previously held the following senior management positions namely as Chief Operating Officer of XRC Mall Developer, Inc. (XentroMalls), Executive Vice-President and Head of Retail and Business Development of Seaoil Philippines, Inc., Executive Vice-President and Chief Operating Officer of Double Dragon Properties Corp., Executive Vice-President and Chief Finance Officer of Golden Arches Development Corp. (McDonalds Philippines) and Eastern Telecommunications Philippines. Mr. Bachoco graduated Cum Laude with a Bachelor of Science Degree in Business Administration, Major in Accounting, from the University of the Philippines Visayas and is a licensed Certified Public Accountant. He also obtained his Master in Business Administration from the Ateneo Graduate School of Business under the Ateneo-Regis Program. He is also a visiting professional lecturer in financial management at the Ateneo Graduate School of Business.

VICTOR A. FRANCISCO – 56, Filipino citizen. Mr. Francisco has been Vice President for Environment and Community Relations since January 2, 2009. He was previously Group Manager for Corporate Environment and Community Relations in 2007, Department Manager–Corporate Environment and Community Relations in 1999 and Assistant Manager –Corporate Environmental Affairs in 1997. Mr. Francisco completed a Bachelor of Science Degree in Community Development at the University of the Philippines in 1987. He also obtained a Master's in Environmental Science and Management degree at the University of the Philippines campus in Los Banos, Laguna in 1995.

VIC MORRIS A. YODONG - 66, Filipino citizen. Mr. Yodong was appointed and assumed the position of Vice President and Padcal Resident Manager on March 11, 2019. Mr. Yodong is licensed mining engineer with over forty years of industry experience from both local and international mining companies. He graduated with a Bachelor of Science in Mining Engineering Degree from Adamson University.

JONAS EMANUEL S. SANTOS, 43, Filipino citizen. Mr. Santos was appointed and assumed the position as Vice President and General Counsel of Philex Mining Corporation on April 01, 2019. Mr. Santos was formerly the Corporate Counsel of Chevron Philippines, Inc. and Senior Associate at Sycip Salazar Hernandez & Gatmaitan. He graduated with a Bachelor of Science in Management Engineering Degree from the Ateneo de Manila University and obtained his Bachelor of Laws from the University of the Philippines Diliman.

Mr. Michael T. Toledo served as the Company's Senior Vice President for Public and Regulatory Affairs up to December 30, 2020.

While all employees are expected to make a significant contribution to the Company, there is no one particular employee, not an executive officer, expected to make a significant contribution to the business of the Company on his own.

The Company is not aware of any adverse events or legal proceedings during the past five (5) years that are material to the evaluation of the ability or integrity of its directors or executive

officers. Note 32 of the Notes to the Consolidated Financial Statements of the Exhibits in Part V, Item 14 is also hereto incorporated by reference.

There are no family relationships up to the fourth civil degree of consanguinity among any of the directors and executive officers.

No director has resigned or declined to stand for re-election because of disagreement with the Company on any matter relating to the Company's operations, policies or practices.

VI. Market Price of and Dividends on the Company's Common Equity

Market Information

The registrant's common equity is traded in the Philippine Stock Exchange under the ticker symbol "PX". The Company's public float as of March 31, 2021 is 33.58%.

The average quarterly stock prices for the Company's common shares for the last three fiscal years and the first quarter of 2021 are as follows:

Year	Period	Php per Share	
		High	Low
2021	1Q 2021	5.80	4.18
2020	1Q 2020	3.31	1.85
	2Q 2020	2.72	1.97
	3Q 2020	4.34	2.52
	4Q 2020	6.50	3.92
2019	1Q 2019	4.46	3.15
	2Q 2019	3.84	2.86
	3Q 2019	4.22	3.38
	4Q 2019	3.76	2.65
2018	1Q 2018	7.21	5.81
	2Q 2018	6.16	4.48
	3Q 2018	4.99	3.32
	4Q 2018	3.75	2.50

The Company's shares was traded at P7.40 per share on 31 May 2021.

Holders

The Company has 43,963 shareholders as of March 31, 2021, with total issued and outstanding shares at 4,940,399,068 of which 38.22% are held by foreign nationals and entities.

The Top 20 shareholders of the Company as of March 31, 2021 are listed below:

Name	Nationality	No. of Shares Held	Ownership
Asia Link B.V.	Dutch	1,023,275,990	20.71%
PCD Nominee Corp.	Filipino/Other Alien	1,027,248,261	20.79%
Social Security System	Filipino	992,679,729	20.09%
Two Rivers Pacific Holdings Corp.	Filipino	738,871,510	14.96%
Kirtman Limited	British	242,011,062	4.90%
Maxella Limited	British	239,479,900	4.85%

Artino Limited	British	37,822,400	0.77%
The First National Investment Co. Inc.	Filipino	12,195,042	0.25%
Sze Kou for or Sze Wing Wah Eric	Foreign	8,500,000	0.17%
Makati Supermarket Corp.	Filipino	8,353,226	0.17%
Estate of Eudaldo Boix	American	5,025,422	0.10%
Philippine Remnants Co., Inc.	Filipino	4,875,000	0.10%
Manuel V. Pangilinan	Filipino	4,655,000	0.09%
CHS Capital Holdings Corp.	Filipino	4,500,000	0.09%
Pao Frank	Foreign	3,639,260	0.07%
Estate of Eudaldo Boix and Petra Hernando	American	3,093,203	0.06%
De Ugarte and/or Elena E. De Ugarte Paulino	Filipino	3,068,143	0.06%
Berck Y. Cheng or Alvin Y. Cheng or Diana Y. Cheng or Cheryl Y. Cheng	Filipino	3,047,500	0.06%
Reif Carol Joan	American	2,974,086	0.06%
Pettyfer Robin John	Canadian	2,644,747	0.05%

Dividends

Beginning 2010, the Company has adopted a policy to declare cash dividends of up to 25% of core net income should the circumstances allow for its declaration. Below shows the Company's dividend payout history since 2017:

Declaration Date	Record Date	Payment Date	Amount Per Share
February 28, 2017	March 14, 2017	March 27, 2017	Php0.04
November 07, 2017	November 24, 2017	December 06, 2017	Php0.04
February 27, 2018	March 13, 2018	March 26, 2018	Php0.04
July 25, 2018	August 08, 2018	August 24, 2018	Php0.035
February 27, 2020	March 13, 2020	March 27, 2020	Php0.01
February 24, 2021	March 12, 2021	March 26, 2021	Php0.059

VII. Compliance with Leading Practices on Corporate Governance

Vision and Mission

The Company's Vision and Mission Statement is reviewed and approved by Management and the Board of Directors on an annual basis. The Company's vision is to be a highly-respected, world-class natural resource company, committed to deliver excellent value to its investors, employees and other stakeholders. Its mission is to become a responsible mining corporation that discovers and processes minerals and energy resources for the use of society.

Governance Statement

Philex Mining Corporation is principally committed to the highest standards of corporate governance and transparency in the conduct of its business. Through the years, the Company has reinforced its governance framework by broadening its scope to include initiatives associated with social responsibility and environmental stewardship. To ensure constant improvement, PMC regularly benchmarks its procedures against internationally-recognized and globally-accepted best corporate practices. Since 2015, PMC has constantly maintained its top-tier standing among local peers in the annual ASEAN Corporate Governance Scorecard rankings. The Company formalized in 2018 new policies on Succession Planning, Board

Diversity, Information Technology Governance and assessment forms for Key Officers to further strengthen its overall governance structure.

The Company has adopted a Manual of Corporate Governance and is generally compliant with the Code of Corporate Governance of the Securities and Exchange Commission and Corporate Governance Guidelines of the Philippine Stock Exchange, including all other pertinent regulations for publicly-listed entities.

COVER SHEET

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SEC Registration Number

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

(Company's Full Name)

2	N	D		F	L	O	O	R		L	A	U	N	C	H	P	A	D		R	E	L	I	A	N	C	E								
S	T	R	E	E	T					C	O	R	N	E	R		S	H	E	R	I	D	A	N		S	T	R	E	E	T				
M	A	N	D	A	L	U	Y	O	N	G		C	I	T	Y																				
M	E	T	R	O		M	A	N	I	L	A																								

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

ROMEO B. BACHOCO

(Contact Person)

(632) 631-13-81

(Company Telephone Number)

1	2	3	1
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Month Day
(Calendar Year)

1	7	-	A
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(Form Type)

0	6	2	8
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Month Day
(Annual Meeting)

Not Applicable

(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

Not Applicable

Amended Articles Number/Section

43,976

Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

S.E.C. Number 10044
File Number _____

PHILEX MINING CORPORATION
(Company's Full Name)

2nd Floor LaunchPad, Reliance Street corner Sheridan Street,
Mandaluyong City, Metro Manila 1550
(Company's Address)

631-1381 to 88
(Telephone Numbers)

December 31
(Fiscal Year Ending)
(month & day)

SEC FORM 17-A
Form Type

Amendment Delegation (If applicable)

December 31, 2020
Period Ended Date

(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

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

1. For the calendar year ended **December 31, 2020**
2. SEC Identification Number **10044**
3. BIR Tax Identification No. **000-283-731-000**
4. Exact name of issuer as specified in its charter: **PHILEX MINING CORPORATION**
5. **Philippines**
Province, Country or other jurisdiction of incorporation or organization
6. (SEC Use Only) Industry Classification Code:
7. **2nd Floor LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City,**
Metro Manila
Address of principal office Postal Code **1550**
8. **(632) 631-1381 to 88**
Issuer's telephone number, including area code
9. _____
Former name, former address, and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 & 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding</u>
Common shares, P1 par value (as of Dec. 31, 2020)	4,940,399,068
Debt Outstanding (as of December 31, 2020)	P9.959 Billion

11. Are any or all of these securities listed on a Stock Exchange?
Yes ☒ No ☐
If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange

Common Shares

12. Check whether the issuer:
 - (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a) – 1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the issuer was required to file such reports).
Yes ☒ No ☐
 - (b) has been subject to such filing requirements for the past 90 days.
Yes ☒ No ☐
13. Aggregate market value of the voting stock held by non-affiliates: Php22.479 billion based on closing price at the Philippine Stock Exchange on April 13, 2021.

PART 1 - BUSINESS AND GENERAL INFORMATION

Item 1. Business

Company Overview

Philex Mining Corporation (“PMC”, “Company”) and its subsidiaries are organized into two main business groupings: the mining business, which is directly under PMC, Philex Gold Philippines, Inc. (PGPI) Silangan Mindanao Exploration Co., Inc. (SMECI) and Silangan Mindanao Mining Co., Inc. (SMMCI), and the energy and hydro-carbon business under PXP Energy Corporation (PXP Energy), formerly Philex Petroleum Corporation. In 2016, PMC declared property dividends in the form of shares in PXP Energy, effectively reducing its ownership from 64.7% to 19.4% in PXP Energy. This undertaking will allow PMC to leverage on its key strengths and focus its resources on its core business of mining. In 2018, PMC entered into a subscription agreement with PXP Energy for 260,000,000 million shares of PXP Energy at Php11.85 per share, for a total consideration of Php3.081 billion, resulting to the largest single shareholding of 30.4%, with 4% of the subscription still outstanding as of December 31, 2020. This transaction forms part of the Company’s long-term growth strategy which includes deploying assets into value-accretive ventures.

Mining Business

The Company was incorporated in the Philippines in 1955 and was listed in the Philippine Stock Exchange on November 23, 1956. PMC, and its wholly-owned subsidiaries namely, PGPI, SMECI and SMMCI (through SMECI), are primarily engaged in large-scale exploration, development and utilization of mineral resources in the Philippines.

PMC has been operating the Padcal Mine in Benguet for the last 63 years employing the underground block-cave method, with a starter mine in 1958. It is one of the longest operating mines in the country and serves as the Company’s primary source of revenues

PGPI, on the other hand, operated the Bulawan mine in Negros Occidental until the second quarter of 2002. At present, the Bulawan mine has residual resource estimates of around 29.6 million tonnes containing 1.7 million ounces of gold, which also includes the Vista Alegre area with completed geological modelling and preliminary resource estimation.

SMECI, through SMMCI, completed the acquisition of the Silangan Copper and Gold Project (“Silangan Project”) situated in Surigao del Norte, Northeastern Mindanao in 2010. The Silangan Project is considered one of the current three large scale projects seen in the country to become a major copper producer. Its tenements consist of two main deposit areas – Boyongan and Bayugo, consisting of Bayugo-Silangan and Bayugo-Kalayaan with the latter representing a joint venture with Manila Mining Corporation. For Kalayaan, PMC currently holds 5% interest in the project and the option to further increase its stake up to 60%.

In July 2019, SMMCI approved the definitive feasibility study (DFS) prepared by its consultants, Ausenco of Australia, for an underground sub-level cave mining method for the Silangan Project yielding 81 million tonnes (Mt) high-grade copper and gold ore reserves out of 279 Mt of mineral resource estimates for the Boyongan deposit containing high-quality copper and gold grades. Including the Bayugo deposit, the Project’s total mineral resource is estimated to be 571 Mt. Financial advisers were engaged to secure funding for the project to proceed with its development plan. The search for investors continues and is faced with the challenges in light of the global Covid-19 pandemic.

Also, in July 2019, the Silangan Project was granted an Environmental Compliance Certificate (ECC) for underground sub-level cave mining method. Following the grant of ECC, the Department of Environment and Natural Resources (DENR), through the Mines and Geosciences Bureau (MGB), in a letter dated September 26, 2019, has approved the underground sub-level cave mining method amending the previously issued Order dated April

10, 2015 approving the Declaration of Mining Project Feasibility (DMPF) of the Silangan Copper-Gold Project under MPSA No. 149-99-XII.

The approved DMPF for underground sub-level cave mining method includes the approved Three Year Development and/or Utilization Work Program (3YD/UWP), the Environmental Protection and Enhancement Program (EPEP), Final Mine Rehabilitation and Decommissioning Plan (FMRDP) and Social Development and Management Program (SDMP). A revised 3YD/UWP covering three years was submitted to the MGB Central Office in December 2020.

On December 7, 2020, the DENR approved the renewal for another 25-year term of MPSA No. 149-99-XII. The additional 25-year term shall commence from December 29, 2024 subject to the same terms and conditions provided under the MPSA and the applicable laws, rules and regulations that are existing or may be promulgated and the continuing compliance therewith from the date of the DENR's order up to the expiration of the initial term of MPSA No. 149-99-XII.

Corporate Objectives

2021	2022
Pushing Boundaries <ul style="list-style-type: none"> • Relentless operational improvements • Optimization of the Sto. Tomas II ore body • Cost management • Creating value from previously deposited tailings 	
Expediting Options <ul style="list-style-type: none"> • Silangan Project investor search • Down-scaled plan for Silangan Project as a fall back • Pursuit for mergers and acquisition 	
Continuous Enhancement of Corporate Image <ul style="list-style-type: none"> • Effective CSR programs geared toward right and principled mining • Trailblazing initiatives to further build-up the image of Philex with the inclusion of Bio-Diversity preservation in the operations • Involvement with the programs of government and mining organizations to promote the mining industry 	

Products and Sales

For the past 63 years, the Company has operated the Sto. Tomas II deposit at Padcal, Tuba, Benguet Province – the first underground block caving operation in the Far East.

The Company's Padcal mine produces copper concentrates, containing copper, gold and silver. Total ore extracted and processed from start of operation to 2020 aggregated to 433.75 million tonnes, producing 2.357 billion pounds of copper, 6.354 million ounces of gold, and 6.901 million ounces of silver.

Based on the Sales Agreement entered into by the Company and Pan Pacific Copper Co., Ltd. (PPC) in March 2004, 60% of the Company's annual copper concentrate production, approximately 40,000 dry metric ton of current production level, is committed to PPC up to contract year April 2019 to March 2020. PPC is a major Japanese smelting and refining company jointly established by JX Nippon Mining & Metals Corporation and Mitsui Mining & Smelting Co., Ltd.

Starting contract year April 2019 and onwards, this volume can go from 40% to 70% at the discretion of PMC. PPC processes the concentrates through its smelter plants and produces

products, such as refined copper and precious metals. PPC is one of the leading buyers of copper concentrates in the world, procuring approximately 1.4 million tonnes of copper concentrates annually from around the world. Compared to this huge volume, the Company's shipments to PPC is relatively insignificant.

The remaining copper concentrate production outside the PPC agreement is under contract with IXM SA (formerly Louis Dreyfuss Commodities Metals Suisse SA) though bidding covering the period up to March 2021. For the contract year April 2019 – March 2020, PMC awarded the remaining lots to IXM SA.

For 2019 to 2020, 100% of shipments were made to Japan under PPC contract or indirectly thru IXM S.A. While for years 2019 and 2018, in addition to shipments to PPC and IXM SA, the Company also shipped copper concentrates to Korea and China through Transamine. In 2017, the Company's revenues consisted of shipments of copper concentrate to Japan and Korea under PPC and shipments through IXM SA to Japan and China.

The reported consolidated revenues of the Company included the net realizable value of mine products inventory at the end of the financial reporting period in accordance with the generally accepted revenue recognition method. These mine products inventory are subsequently shipped to the designated smelting and refining company of the customers.

The breakdown of gross revenues per metal are as follows:

	2020		2019		2018		2017	
<i>(in Php Millions)</i>	Amount	%	Amount	%	Amount	%	Amount	%
Gold	4,794	57%	3,740	50%	4,200	50%	5,432	54%
Copper	3,579	42%	3,592	49%	4,051	49%	4,475	45%
Silver	77	1%	67	1%	63	1%	78	1%
Total	8,450	100%	7,399	100%	8,314	100%	9,985	100%

Competition

The Company's sales of copper concentrates are based on global prices quoted from the London Metal Exchange. Occasional shipment of gold bullion are valued based on quoted gold prices from the London Bullion Metal Association. Since no one mine can affect international metal prices, competition among mining companies is indirect.

Sources and Availability of Raw Materials and Supplies

As generally defined, raw materials for the production of copper concentrate containing copper, gold and silver come from the ore, which is a naturally occurring solid material from which a metal or valuable mineral can be profitably extracted. It therefore follows that the ore that the Company mines from the Padcal ore body, known as the Sto. Tomas II ore body, is deemed to be the basic raw material of the copper, gold, and silver minerals actually produced. In the same manner, the ore are then subjected to further processing at the mill to produce the copper concentrates for shipment to smelting and refining companies abroad. Materials and supplies, labor, power and other services are employed in the mining of the ore and the milling operations to produce the copper concentrates.

Labor is generally provided by the Company's regular employees, augmented by government-accredited contractors for certain activities and projects. Sourcing of machinery and equipment, including Maintenance, Repair and Overhaul (MRO) Supplies are handled by the Company's Supply Chain Organization. To ensure efficient mechanical availability of these mining and milling equipment and prevent supply risk, various medium-to long-term supply chain and inventory management strategies are maintained with major mining equipment manufacturers and Original Equipment Manufacturers (OEMs). Also, major mining consumables are either ordered locally or imported. Locally sourced mining consumables are diesel fuel, ball mill liners,

explosives, lime, oil and lubricants, cement and sand, while indent or imported items are grinding balls, copper flotation reagents including lime, major equipment spare parts, conveyor belts and off-the-road (OTR) tires.

To assure ample supply, high quality performance, and minimized costs, various inventory and supply chain management strategies, such as economic order quantity (EOQ), just-in-time (JIT) outsourcing, and partnerships with various suppliers, are implemented.

Electrical power to run the Padcal Mine is currently sourced from Vantage Energy Solutions and Management, Inc. ("Vantage") under the terms of an electricity supply contract up to December 25, 2020. In July 21, 2020, Vantage served notice of termination of the electricity supply contract to the Company effective December 25, 2020. The new electricity provider of the Company is TeAM (Philippines) Energy Corporation, effective December 26, 2020 for a period of two (2) years up to December 25, 2022. The National Grid Corporation of the Philippines provides the transmission lines for the delivery of power to the mine. Diesel fuel is used mostly for the Load-Haul-Dump (LHDs) equipment and Low Profile Trucks (LPTs). These equipment, mostly acquired from Sandvik, Epiroc, and Fambition Mining Technology Co., are utilized underground for the mine's hauling and miscellaneous activities.

The maintenance of the Padcal mine's cable-haul conveyor system to transport the ore from underground to the mill is backed-up with a maintenance consultancy and parts supply contract with Prince ACE Corporation, a Philippine company that works closely with Conveyor Design Engineering (Australia) and JV Industries (Australia). In 2018 and 2019, the Company engaged local consultant Geotecnica Corporation and Coffey Services Australia Pty Ltd for the design and validation of the capacity of TSF-3 consistent with the extension of the mine life up to December 2022.

Employees

The Company's total manpower headcount, including those of subsidiaries, is at 1,897 in 2020 and 1,881 in 2019. For the Parent Company, headcount is 1,864 and 1,845 in 2020 and 2019, respectively.

As of end-2020, there are 65 head-office based employees and 1,799 operations and support personnel assigned in Padcal. Employee rank classifications are detailed below:

	2020	2019
Officers and Managers	89	93
Supervisors	471	473
Rank and File	1,304	1,279
Total	1,864	1,845

The overall average tenure of employees is 13 years, with an average age of 41 years old. Employee gender distribution was at 93% male and 7% female and this is attributed to the nature of the job being an underground mine. The Company anticipates no material change in the number and type of employees within the ensuing twelve months.

Padcal-based employees belong to two collective bargaining agents: the Philex Mines Independent Labor Union (PMILU) for rank-and-file employees and the Philex Mining Supervisory Employees Union-Association of Professional Supervisory Office Technical Employees Union (Trade Union Congress of the Philippines) [PMSEU-APSOTEU (TUCP)] for supervisors. The newly elected rank and file employees' labor union is currently establishing its operations while the supervisory labor union has an on-going CBA negotiation for the financial and non-financial aspects for years 2020-2025.

On the other hand, head-office rank-and-file employees are members of the Philex Pasig Employees Union. The CBA was signed by the Philex Pasig Employees Union and the Company on April 6, 2017 and was registered with the Department of Labor and Employment on February 20, 2018. The salary increase provision for the last two years of the CBA (2019

and 2020) was re-negotiated, and was agreed upon and signed in September 2019. The last tranche of this was implemented in September 2020. The CBA will expire on August 31, 2021.

There has been no strike conducted by any of the Company's unions in the past five years. In addition, the Company has no other supplemental benefits or incentive arrangements under its collective bargaining agreements with the unions other than the usual employee benefits, such as vacation and sick leave pays, among others.

Mining Properties and Royalty Agreements

PMC's mineral properties or tenements in the Padcal mine and its vicinity have a total area of 11,834 hectares located within the municipalities of Tuba and Itogon in Benguet Province. These are all covered by existing mineral agreements and applications.

Padcal Mine, where Sto. Tomas II deposit is situated, is covered by MPSA 276-2009-CAR, valid up to January 19, 2034, with an area of 81 hectares. MPSA-276-2009-CAR was issued under the names of the heirs of Baldomero Nevada, Sr., Trinidad Nevada and Baldomero Nevada, Jr. (the "Nevadas"). The Nevadas transferred their rights to explore, develop and utilize the mineral property under the mineral agreements covered by MPSA-276-2009-CAR to PMC by virtue of a royalty agreement executed on August 29, 1955 for an indefinite term, in consideration of royalty payments of 1% for copper and 4% for gold and silver based on the net revenue of minerals after deducting smelting charges.

Contiguous to the area covered by MPSA-276-2009-CAR are two other mineral agreements covered by MPSA-156-2000-CAR and MPSA-157-2000-CAR, both issued on April 10, 2000 and valid up to April 10, 2025, and applications under EXPA-075-CAR, EXPA-078-CAR, and EXPA (unnumbered).

A summary of the Padcal vicinity mining tenements and applications is shown in the table below:

Tenement	Operator / Contractor	Area (in Hectares)	MPSA Date of Expiration
MPSA-156-2000-CAR	PMC	3,848	April 10, 2025
MPSA-157-2000-CAR	PMC	2,958	April 10, 2025
MPSA-276-2009-CAR	PMC	81	January 19, 2034
EXPA-075-CAR	PMC	262	n/a
EXPA-078-CAR	PMC	4,561	n/a
EXPA (formerly APSA-98)	PMC	124	n/a
Total		11,834	

Padcal Mine Mineral Resources

As of December 31, 2020

Ore Sources	Classification	Tonnes (M t)	Cu (%)	Au (g/t)	Contained Cu (M lbs.)	Contained Au (ozs.)
782ML	Measured + Indicated	9.9	0.22	0.32	48	104,000
798ML	Measured + Indicated	31.0	0.20	0.28	138	280,000
Subtotal	Measured + Indicated	41.0	0.21	0.29	186	383,000
800-700ml	Measured + Indicated	72.0	0.19	0.34	300	783,000
Total	Measured + Indicated	113.0	0.20	0.32	487	1,166,000

Notes:

1. Cut-off grade = 0.347%CuEq
%CuEq = %Cu + 0.875 x g/tAu

The copper equivalent conversion factor and the cut-off grade were derived from the current Padcal Mine economic parameters shown below:

Metal prices = US\$ 3.00/lb Cu and US\$1800/oz Au
Metal Recoveries = 80% for Cu and 80% for Au
Forex (Php to USD) = Php48.00
Operating Cost per MT= Php882.00

2. The decrease in the grade cut-off and the increase in the available mineable extents resulted in a corresponding 35% increase from the previous year in the total tonnage of the remaining mineral resource.
3. Majority of the reported tonnage is within 800-700ML, however, this is currently largely unavailable for production due to operational risks and additional costs of mining.
4. The Mineral Resource reported is based on the November 2020 Resource block model prepared by Philex, incorporating data from development sampling and additional holes drilled in 2020. The estimation methodology will be detailed in a resource technical report, which will be made available by end of March 2021.
5. The resource block model was generated using Leapfrog ARANZ™ and Geovia Gems™.
6. Mineral Resource Estimates followed the terminology and guidelines set forth in the Philippine Mineral Reporting Code ("PMRC").
7. Total resources include Proved Reserves.
8. All tonnage information has been rounded to reflect the relative uncertainty in the estimates; there may therefore be small differences in the totals.

This resource statement was prepared by Mr. Noel C. Oliveros, Exploration Division Manager of Philex Mining Corporation, who has sufficient experience relevant to the style of mineralization of St. Tomas II Porphyry Copper Deposit. Mr. Oliveros is a Competent Person for Exploration and Mineral Resource Estimation under the definition of the Philippine Mineral Reporting Code (PMRC). He is a professional Geologist with PRC License No. 1285 and accreditation number Geology CP-07-08-07. He has given his consent to the Public Reporting of this statement concerning Mineral Resource Estimation.

Padcal Mine Proved Reserves

As of December 31, 2020

PROVED RESERVES					
As of December 31, 2020					
ORE SOURCES	Tonnes (M t)	Cu (%)	Au (g/t)	Recoverable Cu (M lbs.)	Recoverable Au (Ozs.)
798-ML	12.600	0.18	0.27	40.6	83,900
782-ML	3.090	0.19	0.21	10.1	16,100
760-ML	1.730	0.16	0.39	4.9	16,700
Total Reserves	17.420	0.18	0.27	55.6	116,700

Notes:

1. Geovia GEMS™ and PCBC™ software were used in the above estimate with the following parameters:

Metal Prices:	Cu: 3.00 US\$/lb	Conversion Factor for	
	Au: 1,800 US\$/oz	Gold grade to CuEq:	0.875

Metal	Cu:	80%	Operating Cost per Tonne:	Php 882.00
Recoveries:	Au:	80%	Break-even Grade (%CuEq):	0.347
Forex (Php to US\$):		Php 48.00		

2. The cost per MT of Php882 is the budgeted operating cost of the Company for the year 2021.
3. Metal prices of \$3.00/lb copper and \$1,800/oz gold are the projections of the Company until the life of mine.
4. Meanwhile, the FOREX of Php48.0/US\$ is the projection of the Company and is lower by 7% compared to last year's Php51.5/US\$.

This estimate was prepared by Engr. Ricardo S. Dolipas, II (BSEM) who is the current General Manager for Technical Services for Philex Mining Corporation, Padcal Operations. Engr. Dolipas is a Competent Person under the definition of the Philippine Mineral Reporting Code (PMRC) and has 27 years of experience as to the type of deposit and style of mining. He is a licensed mining engineer with Professional Regulation Commission (PRC) registration number 0002513 and accreditation number EM 0002513-021/13. He has given his consent to the Public Reporting of this statement concerning Mineral Reserve estimation.

On October 28, 2015, the declared life of mine of Padcal Mine has been extended by two years due to an additional 20 million tonnes declared proved reserves.

On February 22, 2016, the Company disclosed the results of exploration near the surface of Bumolo Project, which area is within MPSA 156-2000-CAR, with an estimated 21.7 million tonnes of inferred resources at 0.21% copper and 0.30 grams per tonne gold, at a cut-off of 0.312% CuEq. Thereafter, an additional drilling program, including metallurgical testing, was completed and yielded preliminary resources and grades of Indicated category at 11.4 million tonnes of 0.19% copper and 0.30 grams per tonne gold at 0.312% copper equivalent cut-off grade.

Other mineral agreements and/or applications of the Company, such as the Silangan Project in Surigao Del Norte, and mineral agreements and/or applications of its subsidiaries and affiliates are discussed in the Exploration and Development section of this report.

Patents, Trademarks and Licenses

The Company has several areas targeted for exploration within the vicinity of the Padcal Mine, which has a total of 11,834 hectares covered by the mining agreements and applications identified in the table above and in the Exploration and Development section of this report. In addition, on September 27, 2017, the DENR issued an Environmental Compliance Certificate for the Company's Tailings Storage Facility No. 3, a pollution-control device. Apart from these mining properties and tenements, the Company holds no other patents, trademarks, copyrights, licenses, franchises and concessions from the government issued and granted to the Company by government authorities on which the Company's Padcal mine operations depend on.

Government Regulations and Approvals

Existing government regulations affect the Company's operations, particularly on the costs of compliance reflected either as expense or as capital asset under generally accepted accounting principles. In the case of new government regulations, the effect or impact of such new governmental regulations on the Company's operations could only be determined upon their passage and implementation.

The exploration, development and utilization of the country's natural resources is governed principally by the 1987 Constitution, which provides that the State may directly explore, develop, and utilize the country's natural resources, or it may enter into co-production, joint venture or production-sharing agreements with Filipino citizens or corporations or associations, at least

sixty per centum of whose capital is owned by such citizens. The Constitution also authorizes the President of the Republic of the Philippines to enter into technical or financial assistance agreements with foreign-owned corporations for large-scale exploration, development, and utilization of minerals, petroleum, and other mineral oils in accordance with the general terms and conditions of applicable laws, based on real contributions to the economic growth and general welfare of the country. Several laws have since been enacted to implement these Constitutional principles and directives.

RA 7942: Mining Act of 1995, approved on March 3, 1995

Republic Act 7942 or the Mining Act of 1995 sets out the provisions governing mining and mining-related activities in the country. The Mining Act declares the areas open for mining operations and at the same time, enumerates those closed for mining applications. More importantly, said law sets forth the mining cycle and the corresponding permits needed for each phase: from exploration to the declaration of mining project feasibility, to the positive determination of commercial viability of a project, to the execution of mineral agreements with the government prior to actual operations, until the required rehabilitation after operating a mine.

RA 8371: Indigenous Peoples' Rights Act of 1997, approved on October 29, 1997

RA 8371 or the Indigenous Peoples' Rights Act of 1997 ("IPRA Law") introduced the requirement of "Free and Prior Informed Consent" (FPIC) which means the consensus of members of the concerned Indigenous People (IP) / Indigenous Cultural Community (ICC). Under this, all departments and governmental agencies are strictly enjoined from issuing, renewing, or granting any concession, license or lease or entering into a production sharing agreement, without prior certification from the National Commission on Indigenous Peoples (NCIP), which certification can only be issued after the FPIC with the IPs / ICCs concerned is secured and the process concluded.

PD No. 1586, Environmental Impact Assessment System (EIA), issued on June 11, 1978

Presidential Decree No. 1586 (PD No. 1586) introduced the Environmental Impact Assessment System (EIA) which mandates that "no person, partnership, or corporation shall undertake or operate any such declared environmentally critical project or area without first securing an Environmental Compliance Certificate issued by the President or his duly authorized representative". Hence, pursuant to PD No. 1586, the Mining Act of 1995 requires mining companies to secure an Environmental Compliance Certificate (ECC) in all phases of mining activities, except during the exploration stage.

RA 6969: Toxic Substances and Hazardous and Nuclear Wastes Control Act of 1990, approved on October 26, 1990

RA 6969 or the Toxic Substances and Hazardous and Nuclear Wastes Control Act of 1990 regulates the importation, manufacture, processing, distribution, use and disposal of chemical substances and mixtures.

RA 8749: Philippine Clean Air Act of 1999, approved on June 23, 1999

RA 8749 or the Philippine Clean Air Act of 1999 ("Clean Air Act") outlines the measures to reduce air pollution.

RA 9003: Ecological Solid Waste Management Act of 2000, approved on January 26, 2001

RA 8749 or the Philippine Clean Air Act of 1999 ("Clean Air Act") provides a systematic ecological solid waste management program.

EO 79 issued on July 6, 2012

Executive Order No. 79 was issued by President Benigno Aquino III creating the Mining Industry Coordinating Council (MICC) and instituting changes to ensure the practice of responsible mining in the country. EO No. 79 also provides that no new mineral agreements shall be entered into until a legislation rationalizing existing revenue sharing schemes and mechanisms shall have taken effect. The DENR may nevertheless, continue to grant and issue Exploration Permits under existing laws, rules, and guidelines.

DAO No. 2015-07 issued on April 30, 2015

Department Administrative Order (DAO) No. 2015-07 institutionalizes an environmental management system that ensures the adherence of local mining operations to international standards, particularly the ISO 14001 Certification, as a measure of responsible mining in the country. It will ensure that appropriate measures are put in place to achieve minimal negative impacts of mining on the environment. As mandated under Executive Order No. 79, it will also guarantee the compliance of mining contractors with applicable mining and environmental laws, regulations, and requirements in mining operations while gearing towards growth.

DAO No. 2017-07 issued on March 10, 2017

DAO No. 2017-7, issued by the DENR, mandates mining contractors to participate in the Philippine Extractive Industries Transparency Initiative (PH-EITI). According to DAO No. 2017-07, all mining contractor shall comply with the disclosure requirements of PH-EITI as set by the Philippine Multi-stakeholders Group where the Government, the industry and civil society are represented. Failure of the mining contractor to comply with the disclosure requirements shall cause the suspension of the pertinent Environmental Compliance Certificate (ECC) and non-issuance of Ore-Transport and/or Mineral Export Permit until such time that said contractor has complied.

DAO No. 2017-10 issued on April 27, 2017

DAO No. 2017-10, issued by the DENR, prohibited the use of the open pit mining method in the extraction of copper, gold, silver and/or complex ores. According to DAO No. 2017-10, open pits allegedly bring adverse impacts to the environment due to the generation of acidic and/or heavy metal-laden water, erosion of mine waste dumps and/or vulnerability of tailings dams to geological hazards.

RA 10963: Tax Reform for Acceleration and Inclusion (TRAIN) approved on December 19, 2017

Republic Act No. 10963 increased the excise tax on gold, copper and other metallic minerals from 2% (under the National Internal Revenue Code) to 4% based on the actual market value of the minerals gross output.

RA 11534: The Corporate Recovery and Tax Incentives for Enterprises “CREATE” Act approved on March 26, 2021. Corporate Recovery and Tax Incentives for Enterprises Act was proposed and signed into law to introduce reforms to the corporate income tax and incentives systems that aims to attract more investments and maintain fiscal prudence and stability. RA 11534, among others, will reduce corporate income tax from 30% to 25% for large corporations and to 20% for small businesses. This is retroactive from July 1, 2020.

Exploration and Development

Exploration and development (the equivalent of research and development for a mining company) are currently undertaken by the Company's in-house team, with or assisted by consultants and other service providers, like engineering and/or drilling contractors. Expenses related to exploration and development for 2020, 2019, 2018 and 2017 amounted to Php245 million, P673 million, P589 million and P691 million, respectively.

Exploration and development for the past year was focused on supporting the Padcal Sto. Tomas II underground operations, completing confirmatory resource drilling in Tailings Storage

Facility (TSF) 1 and scout drilling in TSF-2 for additional resources and providing technical support to the studies being completed for Silangan.

In support of Padcal Operations, validation drilling was conducted in the Sto. Tomas II orebody during the 3rd quarter of 2020 to increase data support on new mining blocks. No other ground exploration activities were conducted in MPSAs-156 & 157 during the year.

Note 13 of the Notes to Consolidated Financial Statements of the Exhibits in Part V, Item 14 is also incorporated hereto for reference.

Padcal Projects in Benguet

Padcal Sto. Tomas II Underground Validation Drilling

Several areas along the edges of the orebody were identified as additional resources for possible conversion to reserve, potentially extending the Life of Mine (LOM) of Padcal. These areas are found to have sparse drilling data and would require several validation drill holes to confirm the estimated block grades. There are seven (7) drill holes completed within the identified LOM extension blocks. Validation drilling commenced on September 6, 2020 and was completed on October 23, 2020. A subsequent update of the Padcal Mine Mineral Resource Estimate (MRE) incorporating these new drilling results was completed on November 2, 2020. The resulting resource estimate is 18M tonnes at 0.22% Cu and 0.27g/t Au.

Tailings Storage Facility 1

Philex has been keen in exploring the mineability of spillages and tails in TSF-1 since 1980s. In 2020, a campaign to recover gold and copper from TSF-1 was launched. A prospective better grade area adjacent to the Mill Plant thickeners was identified as top priority (called Phase 1) on the basis of historical data. Confirmatory and resource drilling program commenced in Phase 1 in January 2020. Follow-up activities including mapping, sampling, test pitting, trenching and scout drilling in the area outside Phase 1 were also conducted. Overall, a total of eleven (11) test pits, one (1) 30m x 2m trench and fifty (50) drill holes were completed in TSF-1 by July 2020. A mineral resource estimate for Phase 1 was released in June 2020, with an estimated 440,000 tonnes of Indicated Resource at 0.24% Cu and 0.46g/t Au. This corresponds to 2.3Mlbs copper and 6,500 ounces of gold contained in Phase 1 area of TSF-1.

Tailings Storage Facility 2

There has been a renewed interest in tailings deposit in light of better metal grades and prices. In 2020, exploration target in TSF-2 is the subsurface extension of magnetite and other heavy mineral accumulations and as well as possible Cu and Au similar to TSF-1. Initial ground activities for magnetite studies on TSF-2 started on April 2020. A 40x40m grid was laid out covering the entire TSF-2 area. Grab samples collected from the grid location points were analyzed for magnetic susceptibility, multi-element analysis using Niton tabletop XRF and submitted to Padcal Assay Laboratory for Au, Cu and Fe content. Scout drilling operations were carried out from July to September 2020, with a total of five (5) drill holes completed for the year equivalent to 249.7m drilled. The samples collected are being analyzed and studied as of year-end.

Support to Operations

The underground mapping and sampling was continuously undertaken as part of the geological data gathering of all newly developed openings. For the year 2020, the Mine Geology crew mapped an aggregated survey length of 2,325 m against the projected annual development advance of 2,350 m attaining 98.94% rate of completion. Within the mapped area, the team

collected a total of 757 bags of rock samples. Active underground workings comprised the bulk of the mapping and sampling, covering development openings in levels 908ML, 814ML, 798ML, 782UCL, 782ML, 773ML, and 760ML. Aggregate assay grades of all collected samples reflected a total average grade of 0.189 % Cu and 0.222 g Au/t.

Other technical works done by the department is the geological hazard monitoring and mapping activities at the Subsidence Area consisting of the assessment of the crest limit, pit floor and slope conditions. With restrictions imposed on entry within areas beyond the crest line by the surface claimants, work was limited only within the pit floor and benches at the down slopes of the crest boundary. Monitoring of the subsidence using drone imaging was introduced during this period after the acquisition of one unit of DJI Phantom drone. The geo-hazards and ground disturbances identified were mostly in the form of cracks, debris slides, slumps, rock falls and slope failures.

The geo-hazard monitoring team also continuously assessed and monitored the ground condition of all mine camps and facilities focusing on detecting potential ground movements and formulating possible mitigating measures. Due to mobility restrictions related to COVID-19, geo-hazard monitoring and assessment activities along Philex Kias Road and neighbouring communities had been very minimal.

Geotecnica Corporation (Geotecnica) is continuously engaged with Philex Mining Corporation to monitor the stability of TSF 1, 2 & 3. The company requires to conduct a site visit followed by the creation of a geotechnical report, every two (2) months. Last 2019, Geotecnica conducted a validation of the liquefaction potential of TSF-3, focusing on the tailings of Dikes 3, 5, 6, 7, 8, 9, 10, 11, 12, Offset Dike, Offset Dike Extension and the beach of the land lake in Padcal, Benguet. These points are close to those that were earlier drilled by the firm GHD. The information Geotecnica collected from their study has been turned over to Coffey Mining for the latter's perusal.

The Company engaged the geotechnical services of Coffey Mining (Australian) for the design of TSF-3 Embankment Raising from 635mRL to 640mRL late 2018. All data that GHD has amassed from their stint with Philex has been turned over to Coffey Mining. After obtaining data from additional boreholes (drilled by Geotecnica), Coffey Mining completed the geotechnical analysis of the TSF-3 on November 2019. This led to the creation of a geotechnical report that recommended the construction of a buttress and installation of several geotechnical apparatuses in order to secure the facility from liquefaction. Philex is committed to construct the buttress that is in line with the suggested parameters Coffey Mining assigned. The construction of the buttress is slated to start on 2020 and is projected to finish on 2022. Philex will also install additional geotechnical apparatuses as part of the recommendations of Coffey Mining in order to monitor the subsurface condition of TSF-3 in more detail.

Silangan Project

The Silangan Project, situated in Surigao del Norte, consists of the following deposits – Boyongan, Bayugo-Silangan and Bayugo-Kalayaan, with the latter representing a joint venture with Manila Mining Corporation. Individual deposit areas and proposed sites for waste and storage facilities will be built within tenement scopes covered by MPSA 149-99-XIII and EP 000013-XIII. All mineral rights held by SMMCI with respect to the Silangan Project area are valid and subsisting.

The Definitive feasibility study completed in July 2019 for the Boyongan ore body indicates a feasible mining project. The first phase of the project has a mineable ore reserve of 81 Million metric tons which will be mined for 22 years at a rate of 4 Million metric tons per year using Sub-level cave mining which is an underground mining method. A Pre-feasibility study for Bayugo ore body, which will come in as the project's second phase, is being undertaken with Ausenco's Brisbane Australia office as the lead technical consultant. The updated mineral resource estimates for all the deposits and mineable reserves estimate for Boyongan orebody, indicates a large high-grade gold and copper deposits within the tenement areas. To facilitate the search for investors, the Company has engaged Morgan Stanley for equity partner search and business advisory and Mizuho for project financing.

SMMCI is registered with the Board of Investments (BOI) and has been granted a five-year income tax holiday, extendable by another two years subject to meeting some conditions, as a pioneer copper cathode producer, effective start of operations or March 2025, whichever comes first.

SMMCI secured the ISO 14001:2004 Environmental Management System (EMS) issued by Certification International Philippines Inc. (CIPI) in June 2016 and successfully transitioned to ISO 14001:2015 EMS in June 2018 that was later re-certified in June 2019. SMMCI's EMS certification will be valid through May 31, 2022.

In July 2016, MPSA-149-99-XIII was reduced to 2,308 hectares after relinquishing 677 hectares that are outside the existing mine development and maintenance plan. It also relinquished 6,934 hectares from its EP-XIII-013 as part of government prescribed requirement for exploration permit renewal. EP-XIII-013 is now reduced to 5,000 hectares from the previous 11,934 hectares.

After then DENR Secretary Designate Regina Paz Lopez issued Department Administrative Order No. 2017-10 entitled *"Banning the Open Pit Method of Mining for Copper, Gold, Silver and Complex Ores in the Country"* on April 27, 2017, SMMCI revisited and reviewed its mine development plan. The results of the third-party peer review showed that the Silangan Project can be progressed through Underground Sub-Level Caving (UG-SLC) method.

In December 2019, the National Commission on Indigenous Peoples issued a Certificate of Non-Overlap (CNO) attesting that the MPSA contract area did not affect or overlap with any ancestral domain.

In December 2019, SMMCI also applied for the renewal of MPSA-149 for an additional 25-year term. This was approved by the DENR Secretary in an Order dated December 7, 2020 renewing the term of MPSA-149 for an additional 25 years commencing from expiration of the initial term on December 29, 2024.

The MPSA 149-XIII and EP-00013-XIII that are held by SMMCI are surrounded by other PMC tenements and applications within Surigao del Norte, as listed below:

Tenements	Operator / Contractor	Area (in Hectares)	MPSA Date of Expiration
MPSA-149-99-XIII	SMMCI	2,308	December 29, 2049
EP-XIII-013 Lot-A&B	SMMCI	5,000	
EPA-XIII-012	SMMCI	2,330	
EPA-000039-XIII	SMMCI	6,683	
Total		16,215	

The mineral resource estimate at 0.5% Copper equivalent cut-off grade for Boyongan and Bayugo as of August 1, 2019, are as follows:

	Tonnes (millions)	Copper %	Gold g/t	Contained	
				Copper	Gold
				(million lbs.)	(million ozs.)
BOYONGAN					
Measured	160	0.58	0.86	2,039	4.43
Indicated	119	0.44	0.48	1,151	1.84
Measured + Indicated	279	0.52	0.70	3,190	6.27
Inferred	218	0.36	0.49	1,735	3.42
Sub-Total BOYONGAN	497	0.45	0.61	4,925	9.69
BAYUGO-SILANGAN					

Measured	161	0.60	0.61	2,113	3.17
Indicated	12	0.29	0.39	73	0.15
Measured + Indicated	172	0.57	0.60	2,186	3.31
Inferred	4	0.27	0.42	22	0.05
Sub-Total BAYUGO-SILANGAN	176	0.57	0.59	2,208	3.36
BAYUGO-KALAYAAN					
Measured	118	0.43	0.47	1124	1.79
Indicated	3	0.64	0.37	37	0.03
Measured + Indicated	120	0.44	0.47	1160	1.82
Inferred	2	0.81	0.40	28	0.02
Sub-Total BAYUGO-KALAYAAN	122	0.44	0.47	1,189	1.84
BOYONGAN AND BAYUGO					
Measured	438	0.55	0.67	5,276	9.39
Indicated	133	0.43	0.47	1260	2.01
Measured + Indicated	571	0.52	0.62	6,536	11.40
Inferred	224	0.36	0.48	1,786	3.49
Total BOYONGAN AND BAYUGO	795	0.47	0.58	8,322	14.9

Mr. Noel C. Oliveros, Exploration Division Manager and Head of the Exploration and Resource Estimation Group of Philex Mining Corporation, has given his consent to the release of this resource estimate. The resource estimate is compliant with the rules and guidelines as set forth by the Philippine Mineral Reporting Code (PMRC). Mr. Oliveros has sufficient experience in resource evaluation relevant to the style of mineralization in the Surigao Mineral District. Mr. Oliveros is a Competent Person for Exploration and Mineral Resource Estimation under the definition of the PMRC. He has given his consent to the public reporting of this estimate following the PMRC guidelines concerning Mineral Resource Estimation.

The mineable reserve for Boyongan ore body using 0.80% Copper equivalent cut-off grade declared on August 1, 2019 are as follows:

PROBABLE RESERVES					
ORE SOURCES	Tonnes MT	Cu %	Au Grams/Tonne	Recoverable Cu (Pounds)	Recoverable Au (Ounces)
East Cave	33,707,628	0.75	1.38	450,814,000	1,417,895
West Cave	38,553,311	0.56	1.10	391,023,000	1,301,085
Deep's Cave	9,183,269	0.45	0.98	75,836,000	276,681
Total Reserves	81,444,269	0.63	1.20	917,673,000	2,995,661

Notes:

1. Geovia GEMS™ and PCBC™ software were used in the above estimate with the following parameters:

Metal Prices:	Cu: 3.2 US\$/lb	Conversion Factor for	0.700
	Au: 1,342 US\$/oz	Gold grade to CuEq:	
Metal Recoveries:	Cu: 83%	Operating Cost per Tonne:	Php 1,721

Au: 95%	Break-even Grade (%CuEq): 0.548
Forex (Php to US\$): Php 53.00	

2. The cost per MT of Php 1,721 is the estimated operating cost based on the Feasibility study.

Mr. Eualio B. Austin Jr, President and Chief Executive Officer of Philex Mining Corporation and Silangan Mindanao Mining Company Inc., has given his consent to the release of this mineable ore reserves estimate. The mineable ore reserves estimate is compliant with the rules and guidelines as set forth by the Philippine Mineral Reporting Code (PMRC). Austin has sufficient experience in mineable ore reserve estimate evaluation relevant to copper and gold deposit. Austin is a Competent Person for Mining Copper and Gold Deposits under the definition of the PMRC. He has given his consent to the public reporting of this estimate following the PMRC guidelines concerning Mineable Ore Reserve Estimation.

Mr. Venancio Gel A. Romero, Corporate Technical Services and Business Development Division Manager of Philex Mining Corporation, has given his consent to the release of this mineable ore reserves estimate. The mineable ore reserves estimate is compliant with the rules and guidelines as set forth by the Philippine Mineral Reporting Code (PMRC). Mr. Romero has sufficient experience in mineable ore reserve estimate evaluation relevant to copper and gold deposit. Mr. Romero is a Competent Person for Mining Engineering under the definition of the PMRC. He has given his consent to the public reporting of this estimate following the PMRC guidelines concerning Mineable Ore Reserve Estimation.

To date, the site is on pre-mine development under slow down operations phase undertaking care and maintenance activities to ensure that all legal, environmental, social and technical compliance measures are maintained. Participative community relations and responsible environmental programs are being undertaken on a regular basis.

Permits

The project is fully permitted having obtained the Declaration of Mining Project Feasibility (DMPF) and its pre-conditions, the Environmental Compliance Certificate (ECC), Environment Protection and Enhancement Program (EPEP), Final Mine Rehabilitation and Decommissioning Program (FMRDP), Three Year Utilization and Development Work Program (3YUDWP) and Social Development and Management Program (SDMP) in 2019.

The total expenditure related to the project as of December 31, 2020 amounted to Php18.517 billion, including the Php1.438 billion incurred prior to 2009, when the project was under Anglo. The figure does not include the fair value adjustment amounting to Php5.552 billion.

Kalayaan Project

In May 2011, PMC executed a Farm-In Agreement with Manila Mining Corporation (MMC), which involved the purchase of a 5% equity interest in Kalayaan Gold-Copper Resources Inc. (KGCRI), a subsidiary of MMC that assigns the right to explore the Kalayaan properties covering 286 hectares under EP-XIII-014B. This tenement is adjacent to the north of EP-XIII-013 and is containing part of the mineralized lithologies of the Bayugo deposit.

Under the agreement, PMC was to conduct exploration activities in the property for three (3) years but was extended for an additional three years. Exploration of the area is currently on hold pending the approval of the Third Renewal of the Exploration Period. In the event the Company declares commercial feasibility of the area within the period, it will have the right to increase its holdings in KGCRI to 60% by subscribing to an additional 55% of KGCRI's outstanding capital stock for a minimal amount and will become an integral part of the Silangan Project. The term of the Farm-In Agreement was extended until May 11, 2023.

The Company commenced drilling in December 2011 after ground preparations, environmental mitigating measures and community-relations initiatives had been conducted. This transpired for about seven (7) months after the signing of the Farm-In Agreement. By September 2013,

a total of 73,520 meters had been drilled, of which 66,486 meters were for resource definition and 7,034 meters for scout drilling.

In 2014, detailed logging of 57 definition drill holes of East and West Bayugo, totaling 26,104.64 meters, was completed. This activity increased the confidence in the understanding of the mineralization. In addition, magnetotellurics (MT) survey from the surface was conducted, which provided preliminary data on the hydrologic model of the Boyongan and Bayugo deposits. Data from the Kalayaan Exploration Program was utilized in the update of the MRE for the Silangan Project. The computed resource for the portion of the deposit from within the Kalayaan Tenement is shown below using the same parameters in the above-mentioned Silangan MRE:

Bayugo-Kalayaan MRE at 0.5%CuEq (within EP-14B-XIII)					
Classification	Mt	g/t Au	%Cu	Au Moz	Cu Mlb
Measured	118	0.47	0.43	1.79	1,123.8
Indicated	3	0.37	0.64	0.03	36.6
Total Measured + Indicated	120	0.47	0.44	1.82	1,160.3
Inferred	2	0.40	0.81	0.02	28.3
Total	122	0.47	0.44	1.84	1,188.6

Other Significant Projects

The Company focused on more advanced exploration projects such as the Silangan Project and continuous improvement of mining operations in Padcal. As a result, Exploration activities in each of the Company's various Mineral Production Sharing Agreements (MPSAs) located in Negros Occidental, Surigao del Norte and Zamboanga Del Norte were at a minimum, however, compliance with government requirements were all met.

Compliance with Environmental and Social Laws

The Company's Padcal mine was ISO14001 certified in 2002. In April 2015, the mine established its Integrated Management System with the inclusion of the International Standard on Occupational Health and Safety, BS OHSAS 18001:2007. Audited by TUV Rheinland, the certificates are valid until July 11, 2021. Similarly, Silangan Mindanao Mining Corporation (SMMCI), was certified ISO 14001:2004 in June 1, 2016. It maintained the International Environmental Management System Standard and successfully transitioned to ISO14001:15 in June 4, 2018. SMMCI was re-certified by Certification International Philippines Inc. (CIPI) on June 01, 2019 and valid until May 31, 2022.

With the Company's commitment to the protection and enhancement of its environment, it has spent Php149.5 million in 2020, bringing the Company's expenditures from 1967 to date to Php6.278 billion.

The Company and its subsidiaries have been consistent winners in national environmental programs and contests. Recent awards include: Padcal mine, 2018 to 2020 Best Mining Forest – Exploration Category, 2020 3rd runner up in the Metallic Mine Category and 2018 1st Runner up Best Mining Forest- Operating Mine Category, adding to its 10 best mining forest awards received in 2012, 2008, 2007, 2004, 2002, 2001, 2000, 1994 and 1991. SMMCI on the other hand was first runner-up in 2011 and 2015, second runner-up in 2014 and 2013, and third runner-up in 2010 on Best Mining Forest Contest (Exploration Category).

As a right and principled mining company, PMC and its subsidiaries adhere to its corporate environmental stewardship by implementing rehabilitation and conservation of the areas affected by various mining and exploration operations.

Name of Project	Area disturbed (hectares)	Project Status	Area reforested (hectares)	Type of reforestation	Type of species planted
PMC Padcal Mine	580	MPSA-276 Operation	3,220	Forest Plantation Agro-forestry	Calliandra, Benguet Pine, Gmelina, Kupang, Alnus, Antsoan Dilau, Eucalyptus, Agoho, Narra, Teak, Ballete. Bishop Tree, Ficus nota, Oak tree, Dapdap, Falcata, Accacia Mangium, Molave, Banaba, Coffee, Mango, Avocado, Lanzones, Rambutan, Cacao, Bamboo, Guava, Jackfruit, etc.
PGPI-Bulawan	146	MLC-MRD510 under Care & Maintenance	826.86*	Forest Plantation Agro-forestry	Mangium, Auri, Mahogany, Gmelina, Rain tree Coffee
PGPI-Sibutad	38	MPSA-063	189.17	Forest Plantation	Mangium and Auri, falcata, coffee, cacao, bamboo

		under Care & Maintenance	39.16	Mangrove Plantation	Bakauan (Rhizophora Mucronata)
PMC-LMC Surigao	37	MPSA-148- Exploration	10	Forest and Agro- forestry	Falcata, narra, mangium, coffee, mahogany, fruit trees
SMMCI Surigao	24.91	MPSA-149	185.24	Agro-forestry	Mahogany, Mangium, Falcata, Narra, Cacao, Coffee, Palawan Cherry, Lanzones, Marang, Rambutan, etc.
Kalayaan, Surigao	14		9	Agro-forestry	Falcata, coffee

* Areas on assisted natural regeneration (ANR) are included

Environmental Compliance to DENR Regulations

In compliance with environmental regulations, PMC and its subsidiaries are continuously implementing sound environmental management practices by conserving natural resources and by installing pollution control devices for both terrestrial and aquatic environs. The Environment Management System is regularly monitored by the Environmental Management Bureau (EMB) of the Department of Environment and Natural Resources.

The Company consistently meets the requirements of these environmental laws:

PD 1586: Establishing an Environmental Impact Statement System including other environmental management related measures and for other purposes. No person, partnership or corporation shall undertake or operate any declared environmentally critical project or area without first securing an ECC.

RA 6969: Toxic, Hazardous and Nuclear Waste Act. Is the Act regulating the handling, treatment and disposal of generated chemical wastes and other toxic and hazardous substances.

RA 8749: Philippine Clean Air Act: Is the Act that provides for the management of point and non-point sources of air pollution and quarterly monitoring and testing of pollution source device or facility.

RA 9275: Philippine Clean Water Act: Is the environmental law regulating discharges of effluent from processing and other operation of the company.

Name of Project	Registration/Permit No.	Permit Type	Date Issued
PMC-Padcal Mine	ECC-CO-1612-0025	ECC for the Raising of the Tailings Storage Facility No. 3 from elevation 610 to 640 MASL	September 27, 2017

	CAR-0702-014-213	ECC for the Sanitary Landfill Facility-Category 1	March 09, 2007
	CAR-0411-107-120	ECC for the Tailings Storage Facility 3 Open Spillway	November 16, 2004
	CAR-0202-011-120	ECC for Alang Cut Silt Pond	April 02, 2002
	CAR-0108-053-208	ECC for the Access Road from the Cyclone Area to the Main Dam Embankment of Tailings Storage Facility 3	August 29, 2001
	CAR-0108-51-302	ECC for Quarry "G" for Tailings Storage Facility 3	August 29, 2001
	ECC-9901-002-120	ECC for Fuel and Lubrication Station	September 22, 2000
	CAR-1408-0127	ECC for New Banget Sludge and Used Oil Impounding Facility	August 26, 2014
	9901-002-120	ECC for Bumolo Fuel Station	August 29, 2001
	RIC-8604-012-301C	ECC for Nevada Group of mineral claims and other adjoining mineral claims	November 09, 1987
SMMCI	ECC-CO-1212-0028	Underground Block Caving Mining	May 24, 2013
	ECC-CO-1510-0026	Open Pit Mining	Mar. 15, 2016
	ECC-CO-1905-0013	Underground Sub-level Caving Mining	Jul. 23, 2019
	2020-POA-C-1367-058-R	Permit to Operate Genset	March 4, 2020
Padcal Mine Discharge Permits	Discharge Permit No. DP-CAR-21-00658	TSF-3 Discharge Permit	February 3, 2021
	TSD No. M-TR-CAR-11-00024	Treatment Storage and Disposal Permit	March 3, 2020
	2007-DP-G-141112-079 / CNC CAR 1310-0010	Oil Water Separator at Compressed Air Plant	Sept.11, 2017
	2007-DP-141112-042 /CNC-CAR-1310-0011	Alang-Cut Silt Pond	April 25, 2016
	2007-DP-D-141112-043 / CNC-CAR-1310-0006	Oil Water Separator at 1015ML UG Equipment Wash Bay Area	April 25, 2016
	2007-DP-D-141112-039 / CNC-CAR-1310-0007	Oil Water Separator at Motor Pool Area	April 25, 2016
	2007-DP-D-141112-040 / CNC-CAR-1310-0009	Oil Water Separator at the Oil Yard of Banget Sludge Pond Area	April 25, 2016

	2015-DP-G-141112-081 / ECC CAR 1408-0127	One (1) Unit Oil Water Separator at the Sludge Pond / Used Oil Impounding Facility	June 29, 2017
	DP-CAR-19-04645	Tailings Storage Facility No. 3 (TSF No. 3) - Spillway	December 19, 2019
RA6969 – Chemical Control Order (CCO)	CCO-2010-003-CAR	CCO for PCB	September 23, 2010
	CCO-2010-001-CAR	CCO for Asbestos	May 28, 2010
	CCO-99-0002-M	CCO for Mercury	July 26, 1999
	CCO-2014-045Pb	CCO for Lead	May 12, 2016
	CCOr-CAR-Cn-2016-0001	CCO for Sodium Cyanide	March 28, 2016
	GR-CAR-11-00091	Hazwaste Generator DENR Registry ID	January 4, 2017
RA8749- Permit to Operate	2015-POA-I-141112-147	(Standby) Diesel Engine Generator Set	October 29, 2018
	2005-POA-G-141112-113	Banget Storage Area Used Oil Impounding System (New Site)	July 20, 2015
	2005-POA-D-141112-077	Assay Laboratory	April 04, 2015
	2005-POA-D-141112-052	Bumulo Fuel and Lubrication Station	April 04, 2015
	2005-POA-D-141112-056	Foundary/Machine Shop	April 04, 2015
	2014-POA-I-141112-146	Diesel Fuel Storage Tank-Main Bodega (for decommissioning)	September 15, 2014
	2016-POA-G-141112-398	Crushers, Pulverisers, Mill, and Dust Collector System at Assay Main Laboratory	July 4, 2017
	2011-POA-E-141112-434	Fume Scrubber with pH Dosing System at Assay Laboratory	May 8, 2017
	2014-POA-I-141112-1036	Diesel Fuel Storage Tank Motorpool (MB-17)	Sept 9, 2019
PMC-LMC	DENR I.D No. 16-67-0092	Hazwaste Generator DENR Registry ID	December 10, 2013
SMMCI	GR-R13-67-00008 Old -16-67-0079	Hazwaste Generator DENR Registry ID	May 17, 2016
	CCO-PCB-R13-SIL-49	CCO for PCB	June 19, 2015
	2015-POA-B-1367-020	Permit to Operate Air Equipment	Feb. 26, 2015
	2020- WDP-R13-20-01502	Wastewater Discharge Permit	March 13, 2020

PMC-Kalayaan	2013-POA-J-1367-315	Permit to Operate Air Pollution Installation Device/Facility	October 21, 2013
	2013-WDP-J-1367-154	Waste Water Discharge Permit	October 21 2013
	DENR I.D No. 16-67-0084	Hazwaste Generator DENR Registry ID	Feb. 13 2013
PGPI-Bulawan	06-45-0014	Hazwaste Generator DENR Registry ID	January 29, 1999
	DENR I.D No. 98-TPW-J-0645-161	Permit to Operate Air Pollution Installation Device/Facility	1998
	ECC # 0698-0203-034-120A	Environmental Compliance Certificate	February 04, 1998
PGPI-Sibutad	DENR ID. # 09-72-0003	Hazwaste Generator DENR Registry ID	January 04, 1999
	CCO Registry # 99-0016	Chemical Control Order Registry	January 19, 1999
	ECC # 9712-007-120C	Environmental Compliance Certificate	May 9, 2000

DAO No. 2010-21 mandates the implementation of the Annual Environmental Protection and Enhancement Program (EPEP) which provides the link between mineral resource utilization and environmental protection and enhancement commitments. Pursuant to the R.A. 7942, the minimum required budget for the Annual EPEP ranges from 3-5% of the Direct Mining and Milling Costs of the company. In 2020, the Company spent 4.43% of the direct mining and milling costs as follows.

2020 Annual Environmental Protection and Enhancement Program (EPEP)	
	Amount (in Php Millions)
Land Resource Management	78.94
Water Resources Management	68.61
Hazardous and Toxic Waste Management	0.61
Air Quality Management	0.27
Conservation Values	0.31
MRFC Meetings and MMT Monitoring Activities	0.82
Total	149.56

The Company also invests heavily on the ongoing environmental care and maintenance activities at the Silangan, Bulawan, and Sibutad project sites. These investments cover the costs for ambient air and water monitoring, soil erosion control and prevention, the establishment of new tree plantations, as well as the maintenance and protection of established reforestation areas within the project sites. The environmental care and maintenance programs of these projects are submitted, approved, and monitored by the Mines and Geosciences Bureau (MGB) of the DENR.

Social Development and Management Program (SDMP) Compliance to DENR Regulations

Pursuant to R.A. 7942's Implementing Rules and Regulations (IRR), DAO 2010-21 Sec.134:

- The amount of SDMP should be equivalent to at least 1.5% of a mining company's total operating costs, with allocation on development of host and neighbouring communities (DHNC) Information Education Communication (IEC) and Development of Mining Technology and Geo-Sciences (DMTG)
- The SDMP shall be, in consultation and in partnership with the host and neighbouring communities, actively promoting and covering all social development plans, projects, and activities of the Contractor/Permit Holder/Lessee towards enhancing the development of the host and neighboring communities.

In 2020, the Company spent Php107.5M for its mandated SDMP as shown in the table below.

2020 Social and Development Management Program (SDMP)	
	Amount (in Php Millions)
Human Resources and Capacity Development	0.5
Health	6.7
Education	30.4
Livelihood	5.3
Public Infrastructure	26.2
Socio-Cultural Development	8.5
Information, Education, Communication (IEC)	20.0
Development of Mining Technology & Geosciences (DMTG)	9.9
Total	107.5*

* Including carry-over project expenses from 2018-2019

Philex-Padcal Mine's SDMP Implementation in 2020:

Philex's 2020 Social Development Management Program ("SDMP") has helped its host and neighbouring communities through its Health, Education, Livelihood, Public Infrastructure, and Socio-cultural programs or "HELPS". Our interventions brought quality health services closer to our host and neighbouring communities. The educational program significantly lessened expenditures in every household. The Philex scholars continue to be role models in their own communities. Livelihood projects and assistance led to better agroforestry production resulting to increase in income. Infrastructure development and the provision of various equipment lowered farm inputs resulting to increased savings at the household levels. The development and improvement of water systems on the other hand, ensured availability of water for the community's household, and farm needs.

Health and sanitation

5,520 patients were treated at Padcal Mine's Sto. Niño Hospital and 241 individuals mostly with chronic illnesses received financial assistance to defray their medical expenses outside the company's hospital. 27 indigent residents enjoyed PhilHealth benefits.

Education

26 scholars finished their college education for the school year 2019-2020. Families of these scholars have potentially increased their economic capacity due to employability of the graduates. 377 college scholars, 9 technical vocational scholars, 279 senior high school and 283 junior high school scholars received educational assistance for the year. 427 pupils from Philex Mines Elementary School and St. Louis High School-Philex enjoy subsidized education in these private schools. Philex shares the firm belief with our host and neighboring communities that education can help them transform their lives. The communities claim that even if Philex is long gone, the benefits and impacts of educated and employed community members will bring economic and social progress.

Livelihood and skills development

16 associations and cooperatives received seed capital as well as trainings for capability building and mentoring. Our livelihood interventions enabled our beneficiaries to further hone their entrepreneurial skills, access cheaper farm inputs, and generate income for their households.

Public infrastructure support

65 households, 1 church, 1 cooperative and 1 school received power line connections this year enabling them to enjoy social activities and engage in economic endeavours. 730.4 meters of dirt road were concreted, thus providing safer access to more than 4,500 residents and giving approximately 2,000 farmers faster and cheaper means to transport their produce. Moreover development of 3 water systems benefitted the community by providing for domestic and agricultural use.

Silangan Project

Due to the COVID19 pandemic, SMMCI was financially constrained to fully implement its 2020 CSR Plan. SMMCI was able to utilized 72% of its CSR budget, with some redirected to COVID-19 response.

Information, Education, Communication

The planned regular IEC activities were cancelled as a result of the restrictions of the pandemic. Instead, bulk of the funds were diverted to various COVID-19 initiatives conducted for the eleven host barangays, 4 host municipalities, Provincial Hospital and Caraga Regional Hospital and other front liners.

Education

As a long-term commitment, SMMCI maintained its annual distribution of school supplies to eleven (11) elementary schools and three (3) secondary schools within its host communities benefitting more or less 5,000 students and teachers.

For CY 2020, the distribution of school supplies was limited to plastic portfolio bags without the usual notebooks and writing pads to adopt to the modular distance learning program of the Department of Education (DepEd). SMMCI also distributed existing material resources that were used in the various Brigada Eskwela activities such as cement, bond papers and paints.

Livelihood

Long-standing collaboration with BANSIWAG Corporation, a community-based corporation composed of members from the twelve (12) existing People's Organizations' within its eleven (11) host barangays, in the operation and maintenance of the Coconut Demo Farm Livelihood Project (Demo Farm Project) in Brgy. Upper Patag, Sison, Surigao del Norte. The Demo Farm Project is a 13-hectare coconut plantation farm that is systematically planted with some 8,000 cacao seedlings and 30 kilos of turmeric.

SMMCI likewise partnered with the local government unit of Barangay San Pedro, Sison (host community) and the Department of Social Welfare and Development (DSWD) in the establishment of a communal agricultural complex as a modality for the cash-for-work program to be received by the beneficiaries in Brgy. San Pedro, Sioson. The program also aimed at ensuring agricultural food security by planting cash crops such as vegetables and other root crops as part of the local government unit's COVID19 pandemic response. This undertaking was developed within a two (2) hectare property owned by SMMCI. The Communal Agricultural Complex was managed by the BLGU-San Pedro, Sison. It has successfully harvested two (2) cycles of various vegetable produce that was sold and distributed amongst the farmer beneficiaries/residents in the barangay.

On September 29, 2020, SMMCI partnered with the Seventh Day Adventist – Sison Chapter and launched the Silangan Rice Initiatives thru Community Engagement (RICE) Project, a land resource management partnership program in the Municipality of Sison. By virtue of a MOA, SMMCI allowed the long-term use of its owned and underutilized agricultural land in Brgy. San Pedro, Sison for shared cultivation by members of the community who, in turn, commits to cultivate the land for sustained rice production.

The above initiatives are pilot-projects preparatory to future community collaborations to maximize the utilization of idle agricultural properties acquired by SMMCI as part of its Land Banking operations and land resource management program.

Covid-19 Response

Padcal Mines

Philex Mining Corporation (Philex) responded to the call for concerted efforts by Mines and Geosciences Bureau (MGB) of the Department of Environment and Natural Resources' (DENR) directive allowing mining companies to support the Bayanihan Heal as One Act mandated by the Republic of the Philippines on March 23, 2020.

Philex, through its Social Development and Management Program, and its host and neighboring communities helped poorest of the poor members of the community. Assistance in the form of rice and food packs, Personal Protective Health Equipment (PPHEs), disinfectants and sanitation spraying equipment were provided. More than 5,562 families in 5 villages benefitted from the assistance amounting to Php15.0 million. The company also extended assistance to its host province, 3 municipalities and 1 city, distributing Php1.9 million worth of PPHEs, rice, food pack and disinfectants.

Philex is committed to comply with all government safety and health protocols. When COVID-19 was traced in the mine camp in November 2020, the company did more than what was required by the Department of Health. The company did the expanded testing, contact tracing and prepared for isolation of employees, their dependents and mine camp residents. The program provided for all medical needs including food and other basic requirements. The community support was heart-warming as they also donated various food and hygiene kits. To help on manpower requirements, employees, their dependents and community members inside the mine camp volunteered in various activities like food preparation, packing and delivery. Cooperation and volunteerism are alive during these trying times. Philex mine camp and its host communities respond as one to help and continuously develop each other. Philex Community COVID-19 Task Force (PCCTF) brought together village leaders, cooperatives and vendors' association, local transport group, teachers, religious groups, the local government units, police and the company. The company's actions focused on protecting the employees at the industrial areas. PCCTF focus on protecting employees, their family and mine camp residents.

Silangan Mindanao Mining Co., Inc.

Notwithstanding the limited resources under its current premine development status, Silangan Mindanao Mining Co., Inc. (SMMCI) made an effort to implement activities to help in the pandemic. To supplement its own CSR budget, SMMCI actively pursued external sources and forged partnerships with sister companies under the MVP group of companies, like Philex Mining Corporation, Smart-PLDT and One Meralco Foundations. The companies' unified efforts pursued COVID-19 response to SMMCI's host communities.

As a standing commitment, SMMCI always value the role of the education sector in nation-building. It supported 4,600 student-beneficiaries from the 11 elementary and 3 secondary schools within the 11 host mining communities. Each student received plastic portfolios in preparation for Department of Education's modular distance learning program.

SMMCI together with its mother company, Philex, likewise agreed to grant the request of one of its host municipalities to utilize Kalayaan Stockyard Facility as the Temporary Municipal Isolation Facility. While the implementation of the said request was held in abeyance by the Municipal Local Government Unit, SMMCI and Philex will still allow the utilization of its existing facility in case the municipality implements its program. SMMCI also provided 540 food packages, 33 gallons of alcohol, 22 boxes of facemasks, 45 surgical PPEs to more than 540 front liner workers. Fifty-seven (57) modified hand wash stations were distributed to public schools, day care centers, barangay halls and municipal facilities within its 11 host mining communities.

Philex Gold Philippines, Inc.

Sibutad Mine in Zamboanga del Norte and Bulawan Project in Sipalay City, Negros, both under Care and Maintenance status, responded to the unified call of MGB-DENR by providing meals to 150 individuals and front line workers.

Silangan Project

In 2019, SMMCI continuously implemented an Annual Corporate Social Responsibility (CSR) Plan that focused on Education, Livelihood, Promotion of Socio-Cultural Activities and Information Education Communication Program within its host communities of eleven (11) barangays and four (4) municipalities in the province of Surigao del Norte.

In 2020, SMMCI likewise implemented various strategic programs/projects/activities (PPAs) within its host communities as part of the Corona Virus Disease-19 (COVID-19) pandemic response that were charged as advances to the approved Social Development and Management Program (SDMP) and Annual CSR. Due to the limited financial resources of the Silangan Project, the PPAs focused on the education and health components that have the most impact and benefit to the communities.

Information, Education, Communication

SMMCI continued to conduct extensive and comprehensive information, education and communication (IEC) program within its host and neighbouring communities and other stakeholders on a regular basis. The IEC aims to continuously promote awareness and transparency of the plans, programs and activities that were implemented by SMMCI including the direction and latest site developments of the project.

Health

Upon the guidance of the DENR-MGB Regional Office (MGB-RO), SMMCI secured the consent and endorsement from the Representatives of Host and Neighbouring Communities (RHNCs) allowing the Company to treat as advances to the approved SDMP the costs incurred for the assistance extended to the communities during the COVID-19 pandemic. As such, SMMCI was able to provide COVID-19 essentials including food packages to at least 540 front liners from within the 11 host communities and 4 host municipalities.

Education

With the assistance of One Meralco-Foundation, Philex Mining Corporation and PLDT-SMART Foundation, SMMCI continued to implement the *Silangan ng Karunungan Program* where school supply packages in the form of plastic portfolios bags and bond papers were distributed to over 4,600 student beneficiaries in the 11 elementary and 3 secondary level schools within the 11 host barangays to support the Modular Distance Learning Program of the Department of Education – Surigao Schools Division to cushion the effects of the COVID-19 pandemic.

Livelihood

SMMCI continues to engage Bansiwag Corporation (“Bansiwag”), a community-based organization, to manage the Coconut Demo Farm Project in Sison, Surigao del Norte, a 13-

hectare coconut plantation that was cross planted with over 6,000 cacao seedlings and 3,000 kilograms of turmeric. It serves as a pilot farm for future agricultural livelihood projects. The proceeds generated from these agricultural engagements are shared as dividends amongst Bansiwag's 972 resident members. SMMCI also outsourced the supply of endemic tree seedlings for the nursery production at site from Bansiwag. Said seedlings were planted in the newly established and existing plantation areas at SMMCI's properties located within the MPSA contract area in compliance with the approved Annual Environmental Protection and Enhancement Program (AEPEP).

Promotion of socio-cultural awareness

Due to health and travel restrictions caused by the COVID-19 pandemic, SMMCI sustained its limited but significant participation and support for various socio-cultural activities such as charter day celebrations of its host communities including relevant activities from the religious sector.

Land Resource Management

SMMCI partnered with the local government unit of Barangay San Pedro, Sison (*host community*) and the Department of Social Welfare and Development (DSWD) in the establishment of a communal agricultural complex within the Company's two (2) hectare property as a modality for the cash-for-work program to be received by the beneficiaries in Brgy. San Pedro, Sison. The program aimed at ensuring agricultural food security by planting cash crops such as vegetables and other root crops as part of the local government unit's COVID-19 pandemic response.

SMMCI also launched the **Silangan Rice Initiative thru Community Engagements (RICE) Project**, an agricultural partnership with the Seventh Day Adventist in the Municipality of Sison for the establishment of a communal rice plantation area within SMMCI's two (2) hectare property in Brgy. San Pedro, Sison. By virtue of a MOA, SMMCI allowed the short-term use of its owned and underutilized agricultural land for shared cultivation by members of the community who, in turn, commits to cultivate the land for sustained rice production.

The above initiatives are pilot-projects preparatory to future community collaborations to maximize the utilization of idle agricultural properties acquired by SMMCI as part of its land banking operations.

Related Party Transactions

PMC has extended loans and advances to some of its subsidiaries that were presented under Part III, Item 12 of this report.

Major Business Risks

The current global threat of Covid-19 on human life and business posed as a major risk that could create significant negative impact to the operation of Philex. Exposure of Philex employees to Covid-19 would result to the slowing down of operations, delay in the performance of works and non-attainment of production targets that would put at risk the sustainability of cash flows. Other associated risks related to suppliers and business partners affected by Covid-19 were also identified. These are related to Philex ability to fulfil the shipment of copper concentrates to foreign buyers and the ability of our suppliers to deliver the needed materials, supplies and spare parts of equipment used in mine and mill operations. The occurrence of these risks would translate to additional costs to Philex and would lead to delay or inefficient production process. Considering the evolving nature of this pandemic, Philex cannot determine at this time the impact to its financial position, performance and cash flows. But as an initial and immediate response to the declaration made by the Philippine government on March 16, 2020, through the issuance of Presidential Proclamation No. 929, putting the entire area where the Philex workforce and business are located under Enhanced Community Quarantine, Philex did more than what was required by the Department of Health. It has

imposed guidelines and preventive measures against its employees' exposure to Covid-19 and programs to mitigate the other risks of Covid-19 to Philex operations. Mass testing of Padcal employees was also conducted in October 2020 to further prevent the spread of the virus within the community and confined areas of work. The Company prepared isolation facilities for employees, their dependents and mine camp residents, provided for all medical including food and other basic requirements. The Company regularly and strictly re-evaluates existing policies and programs aligning to changes in government health protocols and developments in the current situation amidst the fight against the Covid-19 virus.

Regulatory

Regulatory risks are changes in regulations, policies, and law that will affect the mining industry and Company in particular.

The local mining industry is undergoing a transformation under the current regime and several policy directions dictate the behaviour of mining operations and investments into the sector. Under the present administration, the Department of Environment and Natural Resources (DENR) ordered the audit of all operating mines in the country in August 2016. PMC's Padcal Mine was one of the companies not recommended for suspension. However, other standing orders from the DENR continue to pose risks as follows:

- Issuance of DENR show cause order for the cancellation of 75 MPSAs. In addition to the closure order on 23 operating mines, the DENR also issued a show cause order for the cancellation of 75 MPSAs across the country, which includes those that were awarded to PMC and its subsidiaries. As of this writing, the DENR has yet to respond to PMC's reply to the show cause letter dated 24 February 2017, stating the validity of the Company's MPSAs.
- Pending mining Bills in the Philippine Congress that could result to the imposition of new taxes in the mining industry, which can adversely impact the financial viability of upcoming new projects like Silangan project.

Strategic

Strategic risks are internal and external events and scenarios that could impede the organization's ability to achieve its strategic objectives and long-term growth targets.

Mining operations are constrained by an ore body's life of mine and sustainability depends largely on the pipeline of commercially viable mining deposits. There can be no assurance that the exploration of mining tenements, where the Company has legal and valid interests in, will result in the establishment of commercially viable mining operations.

- Failure to extend Padcal's life of mine. Studies for possible extension is progressing.
- Delay in the launching of the Silangan project due to the lukewarm investors' sentiment over the mining industry in the Philippines under the current regulatory environment.

Financial

Financial risks are events that could have an impact on the Company's financial performance, cash flows, and financial position.

- Ability of the Company to achieve both production and financial targets due to the volatility metal prices, higher operating costs and operational and technical challenges related to Padcal's ageing equipment and facilities.
- Delay in finding strategic and financial partners due to the lukewarm investors' sentiment over the mining industry. The Company have engaged the services of

international financial and legal advisors for the Silangan project fund raising activity. The Company is constantly engaging concerned parties and educating the public on the real benefits of mining. Likewise, the Chamber of Mines of the Philippines, through the initial steps taken by Philex, has formally signed an agreement with the Mining Association of Canada to adopt the Towards Sustainable Mining (TSM) Initiative in the local setting.

- Possible write-off of mine and mining assets. The Company maintains critical mining equipment spare parts and supplies that may not be totally used at the end of mine life. In addition, the Company has a number of mining tenements in various areas nationwide. These assets are the subject of provisions, which can have material impact on the Company's financial position. PMC is constantly exploring joint ventures or farm-in/out agreements, with interested parties, to reflect their fair value in the balance sheet.

Operational

Operational risks are developments that could disrupt normal operations and affect the overall occupational health and safety performance at Padcal Mine, whether natural or man-made.

- Declining ore-grade situation and tonnage due to the mature state of the Padcal ore body continue to be a risk that will have a material impact on the ability of the Company to produce the metal targets. Marginal ore grades are inherent within the fringes of the mineral body contributing to lower overall metal output. Less valuable mineral concentrations are typically encountered when extracting ore away from the core of the deposit.
- Acts of insurgency threats. An incident of insurgency transpired in 2017, which affected the transport of ore from the Padcal mine site to the Poro Port installation for shipment. The Company has since increased vigilance among residents within the camp and coordinated with various groups to identify and deter possible threats.
- Adverse underground conditions at Padcal mine. The unpredictable ground conditions in the current ore body, coupled with the presence of bouldery ore and risks of mud rush events, have impacted operations, resulting in lower tonnage and metal output in the past that were recently addressed with the installation of new equipment and commissioning of other sub-mining levels.
- The risk of operations stoppage can happen due to the failure of the ageing critical mine and mill equipment that may have no available replacements or spare parts more so with the challenges brought about by the Covid-19 pandemic on supply chain activities. The Company is continuously implementing and adhering to strict process and maintenance procedures to ensure the efficient operations of the equipment.

Environmental, Natural and Social

Being in a natural resource operation, the Company is inherently subject to potential environmental, natural and social concerns. The Company is also subject to Philippine laws and regulations governing the environmental and social impact of its operations.

- Environmental incidents. To manage the risk, the Company puts a great amount of effort and invests a substantial amount of resources into environmental protection and rehabilitation through its Environmental Protection and Enhancement Program. This is in addition to ensuring compliance with all applicable environmental laws and regulations. As a manifestation of its commitment to responsible and sustainable mineral resource development, the Company has adopted an environmental policy statement, which is consistent with ISO 14001 Certification on Environmental Management Systems. The Company maintains annual pollution liability insurance coverage to address environmental pollution-related events.

- Natural calamities. In addition, natural disasters, such as earthquakes, floods and landslides, could also hamper Company operations. Such natural disasters could, among other things, damage Company facilities and surrounding infrastructure, block access to its mining assets, injure personnel and result in a suspension of its operations for an undeterminable period of time, all of which could materially and adversely affect its business, financial condition, results of operations and prospects. The Company is covered by a comprehensive insurance policy, with a business interruption clause, to respond to such eventualities and disruptions.
- Social License to Operate. The Company ensures strict compliance with all the applicable social laws, rules, and regulations covering it as a mining company. In addition, the Company strongly adheres to its Social Development Management Program, and oftentimes exceeds the requirements set by the government, through the provision of health, educational, livelihood, and public infrastructure services to its host and neighbouring communities, to constantly secure community endorsement and public approval for its operations. The Company adheres to the principles of ISO 26000:2010 Guidance on Social Responsibility, an international standard, to assess and address sustainability concerns and effectively strengthen its social license to operate.

Item 2. Properties

The Company's mineral properties are discussed in the sections for Mining Properties / Royalty Agreements, and Exploration and Development.

The Company owns real estate and support facilities in its Padcal mine site, a copper concentrate loading bay in Poro Point, San Fernando, La Union and various titled lands situated in Barangay Tuding, Itogon, Benguet, covering a total area of 129 hectares, and in Maglaoi, Currimao, Ilocos Norte covering a land area of 18,944 sqm. PGPI similarly owns real properties and support facilities in its Bulawan and Sibutad Projects, which are currently under care and maintenance.

SMMCI has been acquiring real properties in Surigao del Norte, through direct purchase or land lease agreements, for the Silangan Project. The lease agreements are typically for a period of 25 years, with a right of first refusal and first option in favor of SMMCI in the event the leased properties are to be disposed, ceded or sold by the lessors. SMMCI has been in possession of these properties, where components of the Silangan Project will be established.

The Company does not lease any significant real property nor has the intention at present to acquire any significant real property other than necessary for corporate purposes in the next 12 months. Machinery and equipment are routinely acquired month to month as part of routine operations either through direct purchase or through letters of credit, if imported, under supplier's or bank's credit terms.

Item 3. Legal Proceedings

A table that identifies material legal proceedings as of December 31, 2020 involving the Company, including its subsidiaries, is set out below:

	CASE TITLE / SUBJECT MATTER	VENUE	NATURE	AMOUNT INVOLVED	STATUS
1	Butan Mining Exploration Company v. Philex Mining Corporation	Mines Adjudication Board	Claim for rental fees for the 745 ML tunnel traversing Butan claims	Php375 million	Company's appeal from MGB Panel of Arbitrators' Decision pending resolution

2	Heirs of Bucal Gavino v. Philex Mining Corporation	Mines Adjudication Board	Opposition to Company's Application for Mineral Production Sharing Agreement No. (APSA) 28 (now Mineral Production Sharing Agreement No. (MPSA) 156; Claim for alleged damaged improvements	Php19.5 million	Parties' Motions for Reconsideration of MAB's Decision pending resolution
3	Heirs of Antonio Nicolas v. Philex Mining Corporation, et al.	Mines Adjudication Board	Overlapping of mining claims	Php105 million	Denial of claim sustained by the Supreme Court. Awaiting action on PMC's motion to lift garnishment.
4	Philex Mining Corporation v. The Province of Benguet & Provincial Treasurer	La Trinidad, Benguet Regional Trial Court (RTC)	Assessment of sand and gravel taxes	Php14.2 million	Company's Petition against the assessment pending resolution
5	NAMAWU v. Philex Mining Corporation	National Conciliation and Mediation Board (NCMB)	Payment of separation differential	Php216,015.80 per complainant employee	Company's Motion for Reconsideration of Voluntary Arbitrator's Decision pending resolution
6	Sales Alipio, et al. v. Philex Mining Corporation	National Commission on Indigenous Peoples (NCIP) En Banc	Injunction against construction of access roads	N/A	Company's appeal from Resolution sustaining Writ of Preliminary Injunction pending resolution
7	Philex Mining Corporation v. Biala, et al.	National Labor Relations Commission	Illegal dismissal	Php2.6 million	NLRC granted company's appeal and affirmed validity of the separation of the employees. Complainants' motion for reconsideration with the NLRC is pending.
8	Heirs of Jose Marino v. Philex Mining Corporation	NCIP – Cordillera Administrative Region (NCIP-CAR)	Claim for enforcement of alleged ancestral rights, damages with prayer for injunction	N/A	Archived
9	Heirs of Aritao v. Philex Mining Corporation	NCIP – CAR	Damages	Php60 / per square meter (Php600,000 up); injunction against the construction of the spillway	Archived

10	Basilio, et al. v. Philex Mining Corporation, et al.	NCIP – CAR	Damages	Php36 million	Archived
11	In Re: Joint Assessment Visit of Philex Mining Corporation, etc.	DOLE Bureau of Working Conditions	Declaration that Work Appreciation Program (WAP) trainees, project employees, and personnel of two (2) contractors are regular employees of Philex	N/A	Company's appeal from DOLE-CAR Order pending resolution
12	In Re: OSH Investigation of Death of Employees During a Fire Incident at Banawel, Ampucao, Itogon on February 20 2019	DOLE Bureau of Working Conditions	Violation of occupational safety and health rules and regulations	Php1.03 million	Company's appeal from DOLE-CAR Order pending resolution
13	In Re: OSH Investigation of the Death of Marcelo V. Marra, Jr. at Philex Mines, Padcal, Tuba, Benguet on August 8, 2019	DOLE Bureau of Working Conditions	Violation of occupational safety and health rules and regulations	Php700,000.00	Company's appeal from DOLE-CAR Order pending resolution
14	Pilando Fernandez, et al. v. Philex Mining Corporation	Court of Appeals	Enforcement of contract	Php618,306.55	Company's appeal from Decision of the La Trinidad, Benguet RTC pending resolution
15	Cecilia Agbanlog et al. v. Philex Mining Corporation	Supreme Court	Declaration that complainants as school teachers are regular employees of Philex	N/A	Petitioners filed motion for extension of time to file petition for review with the Supreme Court. Court of Appeals had earlier affirmed the position of the Company that the teachers are not regular employees of Philex.
16	Various civil and labor cases	Various	Various civil and labor cases in the ordinary course of business	N/A	Pending. Company is a party to a number of cases in the ordinary course of business involving small amounts of claims which are disputed

					by the Company on various grounds
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The Parent Company may be subject of lawsuits and claims arising out of the ordinary course of its business, which are either pending decision by the courts or are being contested, and the outcomes of which are not presently determinable. The Company expects that the resolution and/or decision of such lawsuits and claims would have no material effect to the Company.

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

There were no matters submitted to security holders for a vote in the 4th quarter of 2020 covered by this report.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

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

Market Information

The registrant's common equity is traded in the Philippine Stock Exchange under the ticker symbol "PX". The Company's public float as of December 31, 2020 is 33.58%.

The average quarterly stock prices for the Company's common shares for the last three fiscal years and the first quarter of 2021 are as follows:

Year	Period	Php per Share	
		High	Low
2021	1Q 2021	5.80	4.18
2020	1Q 2020	3.31	1.85
	2Q 2020	2.72	1.97
	3Q 2020	4.34	2.52
	4Q 2020	6.50	3.92
2019	1Q 2019	4.46	3.15
	2Q 2019	3.84	2.86
	3Q 2019	4.22	3.38
	4Q 2019	3.76	2.65
2018	1Q 2018	7.21	5.81
	2Q 2018	6.16	4.48
	3Q 2018	4.99	3.32
	4Q 2018	3.75	2.50

Holders

The Company has 43,971 shareholders as of December 31, 2020, with total issued and outstanding shares at 4,940,399,068 of which 38.26% are held by foreign nationals and entities.

The Top 20 shareholders of the Company as of December 31, 2020 are listed below:

Name	Nationality	No. of Shares Held	Ownership
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Asia Link B.V.	Dutch	1,023,275,990	20.71%
PCD Nominee Corp.	Filipino/Other Alien	1,030,409,475	20.86%
Social Security System	Filipino	992,679,729	20.09%
Two Rivers Pacific Holdings Corp.	Filipino	738,871,510	14.96%
Kirtman Limited	British	242,011,062	4.90%
Maxella Limited	British	239,479,900	4.85%
Artino Limited	British	37,822,400	0.77%
The First National Investment Co. Inc.	Filipino	12,195,042	0.25%
Makati Supermarket Corp.	Filipino	8,353,226	0.17%
Estate of Eudaldo Boix	American	5,025,422	0.10%
Philippine Remnants Co., Inc.	Filipino	4,875,000	0.10%
Manuel V. Pangilinan	Filipino	4,655,000	0.09%
Sze Kou or Sze Wing Wah Erik	Foreign	4,500,000	0.09%
CHS Capital Holdings Corp.	Filipino	4,500,000	0.09%
Frank Pao	Foreign	3,639,260	0.07%
Estate of Eudaldo Boix and Petra Hernando	American	3,093,203	0.06%
Paulino De Ugarte and/or Elena E. De Ugarte	Filipino	3,068,143	0.06%
Berk Y. Cheng or Alvin Y. Cheng or Diana Cheng or Cheryl Cheng	Filipino	3,047,500	0.06%
Carol Joan Reif	American	2,974,086	0.06%
Robin John Pettyfer	Canadian	2,644,747	0.05%

Dividends

Beginning 2010, the Company has adopted a policy to declare cash dividends of up to 25% of core net income should the circumstances allow for its declaration. Below shows the Company's dividend payout history since 2017:

Declaration Date	Record Date	Payment Date	Amount Per Share
February 28, 2017	March 14, 2017	March 27, 2017	Php0.04
November 07, 2017	November 24, 2017	December 06, 2017	Php0.04
February 27, 2018	March 13, 2018	March 26, 2018	Php0.04
July 25, 2018	August 08, 2018	August 24, 2018	Php0.035
February 27, 2020	March 13, 2020	March 27, 2020	Php0.01
February 24, 2021	March 12, 2021	March 26, 2021	Php0.059

Recent Sales of Unregistered Securities

No securities were sold by the Company within the past three years which were not registered under the Code.

On June 29, 2011, the Company's stockholders approved a stock option plan covering up to 246,334,118 shares equivalent to 5% of the Company's outstanding shares of 4,926,682,368 as of June 29, 2011. This plan was approved by the SEC on February 22, 2013, which approval was received by the Company on March 5, 2013.

As of December 31, 2020, there were no outstanding stock options as all granted options totalling to 46,660,000 shares already expired. The covering 2011 Stock Option Plan has also reached the end of its 7-year term thus already terminated by virtue of the expiration of the last grant issued under the Plan.

Item 6. Management Discussion and Analysis of Financial Position and Results of Operations

For the Years Ended December 31, 2020, 2019 and 2018

Information on the Company's results of operations and financial condition presented in the 2020 Audited Consolidated Financial Statements and accompanying Notes to the Consolidated Financial Statements are incorporated herein by reference.

Operations Overview

	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Tonnes Milled	7,837,536	8,112,791	8,516,915	8,673,474	(3)	(5)	(2)
Copper Concentrates	58,101	55,962	57,779	64,710	4	(3)	(11)
Gold:							
Ounces	56,000	53,064	61,977	84,638	6	(14)	(27)
Head Grade (g/t)	0.283	0.264	0.298	0.377	7	(11)	(21)
Recovery	78%	77%	76%	81%	1	2	(5)
Copper:							
Pounds	26,378,914	25,737,207	26,574,686	30,118,206	2	(3)	(12)
Head Grade (%)	0.188	0.177	0.181	0.192	6	(2)	(6)
Recovery	81%	81%	78%	82%	-	4	(4)

The Company milled a total of 7,837,536 tonnes in 2020, 3% lower than the 8,112,791 tonnes in 2019. Tonnage in 2019 was also lower by 5% than that of 2018 at 8,516,915 tonnes which was also lower than 2017. The operations performance in 2020 exceeded expectations despite the challenges brought about by the Covid-19 pandemic. The Company was in a positive momentum during the first three (3) quarters but the production output was tempered down in the fourth (4th) quarter primarily attributable to the temporary stoppage of the underground mining operations to undertake RT-PCR testing of all miners to minimize the risk of community transmission of the virus among employees and their families, and the unexpected interruption of power supply from NGCP. . Tonnage was slightly lower than 2019 due both unscheduled and programmed repairs and maintenance of the critical mining and mill equipment. To minimize the negative impact to the production output, the Company continued operating even during holidays and the used the smaller ball mills in the mill operations.

The Company continued to calibrate and refine the implementation of the mining plan to ensure the extraction of the high grade ores that will result to higher metal output. As a result, metal production was not significantly affected by the 3% decline in tonnage as favourable ore grades from the continued improvement in the execution of the mining plan and procedures delivered the optimum actual blended metal grades. This resulted to higher metal output over the 2019 level, an increase of 6% and 2% for gold and copper, respectively (2019 metal production lower by 14% for gold and 3% for copper against 2018). Overall, the Padcal Mine was able to overcome internal and external factors that threaten the delivery of targeted production.

Review of Financial Results

<i>(in Php Millions except for metrics, units, prices and forex)</i>	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Gold:							
Revenues	4,794	3,740	4,200	5,432	28	(11)	(23)
Ounces Produced	56,000	53,064	61,977	84,638	6	(14)	(27)
Realized Price	\$1,757	\$1,388	\$1,294	\$1,273	27	7	2
Copper:							
Revenues	3,579	3,592	4,051	4,475	(0.4)	(11)	(9)
Pounds Produced	26,378,914	25,737,207	26,574,686	30,118,206	2	(3)	(12)
Realized Price	\$2.87	\$2.72	\$2.92	\$2.96	6	(7)	(1)
Silver Revenues	77	67	63	77	15	7	(27)
Foreign Exchange Rate	Php49.12	Php51.49	Php53.03	50.48	(5)	(3)	
Gross Revenues	8,450	7,399	8,314	9,985	14	(11)	(17)
Net Revenues	7,834	6,790	7,640	9,142	15	(11)	(16)

Gross Revenues totalled Php8.450 billion in 2020, 14% higher than revenues of Php7.399 billion in 2019 and also higher than revenues in 2018 amounting to Php8.314 billion. The 2019 revenues were, however, lower than 2018 – 17% down compared to 2017. The significant increase in gold and copper prices, in addition to the higher metal production, resulted to the higher level of revenues in 2020. This was partially offset by a lower foreign exchange rate of Peso against U.S. Dollar. The Company is currently evaluating the potential impact of the favourable and increasing metal prices to the declared mine life of Padcal

Generated gold revenues, representing 57% of total, amounted to Php4.794 billion in 2020, significantly higher than revenues of P3.740 billion in 2019 and of Php4.200 billion in 2018 (2019 was lower than 2018). The increase in revenues was mainly attributable to the 28% rise of gold prices and increased further by the higher gold output in 2020. Realized gold prices per ounce for the years 2020, 2019 and 2018 were at \$1,757, \$1,388 and \$1,294, respectively. Gold production increased by 6% to 56,000 ounces from 53,064 ounces in 2019, but lower than the 61,977 ounces in 2018 (2019 was also 14% lower than 2018). Better ore grades from the 798 Meter Level (ML) contributed to the higher gold output in 2020.

Copper revenues amounted to Php3.579 billion in 2020, slightly lower than the Php3.592 billion and the Php4.051 billion in 2018. Copper revenues accounted for 42% of the total revenues. Copper production increased to 26,378,914 pounds from 25,737,207 pounds in 2019, but slightly lower than the 26,574,686 pounds in 2018 (2019 was higher than 2018). Similarly, copper price also recorded higher levels in 2020 averaging \$2.87 as against \$2.72 in 2019 but lower than the \$2.92 in 2018. Despite higher copper output and copper prices, copper revenues decreased due to the decline in foreign exchange rate that averaged 5% lower in 2020 at Php49.12 versus Php51.49 in 2019 from a high of Php53.03 in 2018.

Revenues from silver, making the remaining 1% of total, amounted to Php77 million in 2020, higher compared to Php67 million in 2019 and Php63 million in 2018, principally from higher metal output and metal price.

Net Revenues after considering the smelting charges increased to Php7.834 billion in 2020 from Php6.790 billion in 2019 and Php7.640 billion in 2018 as a result of higher metal output and metal prices.

As part of the risk management strategy, the Company regularly monitors the prices of gold and copper in the world market as a basis of assessing the need to enter into hedging contracts to mitigate the risk of the potential impact of fluctuations of the metal prices to the Company's revenues. Based on the Company's outlook of the movement of gold and copper prices for the first half of 2020, the Company entered into gold put option hedging contracts in January 13, 2020 covering the period January to June 2020.

2020 Gold Put Options						
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)		Period Covered	Settlement Date	Realized Gain (in Php Millions)
		Put	Settlement			
01/13/20	1,500	1,450	1,561	Jan. 2020	02/04/20	-
01/13/20	1,500	1,450	1,598	Feb. 2020	03/03/20	-
01/13/20	1,500	1,450	1,593	Mar. 2020	04/02/20	-
01/13/20	1,500	1,450	1,681	Apr. 2020	05/04/20	-
01/13/20	1,500	1,450	1,716	May 2020	06/02/20	-
01/13/20	1,500	1,450	1,733	June 2020	07/02/20	-

The Company paid US\$4.20 per ounce or a total of US\$37,800 as put option premium for the gold hedging contracts covering period beginning January 2020 through June 2020. The premium is amortized over the term of the contract. The Company did not exercise any of the

gold put options contracts as settlement prices were favourably higher than the strike price of US\$1,450 per ounce.

In May, 2020, the Company made an assessment of the trend of the metal prices for the period July to December 2020. As a result, the Company entered into additional gold and copper hedge contracts as follows:

2020 Gold Collar Hedge							
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
05/15/20	1,900	1,650	1,855	1,842	July 2020	08/04/20	-
05/15/20	1,900	1,650	1,855	1,970	Aug. 2020	09/02/20	(11)
05/15/20	1,900	1,650	1,855	1,923	Sept. 2020	10/02/20	(6)
05/15/20	1,900	1,650	1,855	1,901	Oct. 2020	11/03/20	(4)
05/15/20	1,900	1,650	1,855	1,867	Nov. 2020	12/02/20	(1)
05/15/20	1,900	1,650	1,855	1,829	Dec. 2020	01/05/21	(0.04)
Total							(22)

2020 Copper Collar Hedge							
Deal Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
05/18/20	992,000	2.10	2.60	2.88	July 2020	08/04/20	(14)
05/18/20	992,000	2.10	2.60	2.95	Aug. 2020	09/02/20	(17)
05/18/20	992,000	2.10	2.60	3.04	Sept. 2020	10/02/20	(21)
Total							(52)

In 2020, the Company recorded realized hedging losses of Php22 million for gold and Php52 million for copper. No unrealized MTM gain (loss) in 2020 as all hedging contracts matured as of December 31, 2020.

For 2019, the Company recognized a net hedging loss of Php53 million on its gold hedge as provided in the table below:

2019 Gold Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
02/08/19	2,000	1,300	1,327	1,320	Feb. 2019	03/02/19	-
02/08/19	2,000	1,300	1,327	1,302	Mar. 2019	04/02/19	-
02/08/19	2,000	1,300	1,327	1,287	Apr. 2019	05/02/19	1
06/18/19	2,000	1,330	1,390	1,414	July 2019	08/02/19	(3)
06/18/19	2,000	1,330	1,390	1,498	Aug. 2019	09/03/19	(11)
06/18/19	2,000	1,330	1,390	1,511	Sept. 2019	10/02/19	(13)
06/18/19	2,000	1,330	1,390	1,495	Oct. 2019	11/04/19	(11)
06/18/19	2,000	1,330	1,390	1,471	Nov. 2019	12/02/19	(8)

06/18/19	2,000	1,330	1,390	1,478	Dec. 2019	01/03/20	(9)
							(53)

No contracts covering 2019 production remained outstanding as of December 31, 2019, thus nil unrealized MTM gain or loss.

For 2018, the Company entered into gold and copper hedges are as follows:

2018 Gold Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/10/18	2,200	1,300	1,349.50	1,332	Jan. 2018	02/02/18	-
01/10/18	2,200	1,300	1,349.50	1,333	Feb. 2018	03/02/18	-
01/10/18	2,200	1,300	1,349.50	1,325	Mar. 2018	04/02/18	-
01/10/18	2,200	1,300	1,349.50	1,335	Apr. 2018	05/02/18	-
01/10/18	2,200	1,300	1,349.50	1,303	May 2018	06/02/18	-
01/10/18	2,200	1,300	1,349.50	1,282	June 2018	07/03/18	2
04/19/18	3,000	1,330	1,400	1,238	July 2018	08/02/18	15
04/19/18	3,000	1,330	1,400	1,202	Aug. 2018	09/02/18	21
04/19/18	3,000	1,330	1,400	1,199	Sep. 2018	10/02/18	21
							59

2018 Copper Collar Hedge							
Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/08/18	793,663	3.00	3.40	3.18	Jan. 2018	02/02/18	-
01/08/18	793,663	3.00	3.40	3.08	Feb. 2018	03/02/18	-
01/08/18	793,663	3.00	3.40	3.10	Mar. 2018	04/02/18	-
01/08/18	793,663	3.00	3.40	3.09	May. 2018	06/04/18	-
01/08/18	793,663	3.00	3.40	3.15	June 2018	07/03/18	-
01/08/18	793,663	3.00	3.40	2.83	July 2018	08/02/18	7
							7

The Company recognized a gain of Php59 million in 2018 on its gold hedges and Php7 million on its copper hedges that matured within the period. No contracts remained outstanding as of December 31, 2018, thus nil unrealized MTM gain or loss.

The Company entered into copper and gold collar hedging contracts in 2017 were as follows:

2017 Gold Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
09/06/17	2,300	1,300	1,395	1,316	09/17	10/02/17	-
09/06/17	2,300	1,300	1,395	1,280	10/17	11/02/17	2

09/06/17	2,300	1,300	1,395	1,283	11/17	12/02/17	2
09/06/17	2,300	1,300	1,395	1,263	12/17	01/02/18	4
	9,200						9

2017 Copper Collar Hedge							
Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
10/20/17	727,525	3.00	3.40	3.10	11/17	12/05/17	-
10/20/17	727,525	3.00	3.40	3.03	12/17	01/05/18	-
10/20/17	727,525	3.00	3.40		01/18	02/05/18	-

The net realized MTM gain on these gold hedges amounted to P9 million while no gains nor losses were realized on the copper hedges that matured within 2017. For the outstanding copper hedge as of December 31, 2017, no unrealized gain or loss was also recorded.

Operating Costs and Expenses

Operating Costs and Expenses (Opex), which included Cash Production Costs, Excise Tax and Royalties, and Depletion, Depreciation and Amortization, and General and Administrative Expenses (G&A), were at Php6.298 billion in 2020, significantly lower than the Php6.917 billion in 2019 and Php6.821 billion in 2018. The decrease in the Opex was mainly brought about by lower Cash Production Costs, and Depletion, Depreciation and Amortization. This was partially offset by higher Excise Taxes and Royalties on account of significantly higher revenues, the basis in computing taxes and royalties. In 2019, Opex increased compared to 2018 on account of higher non-charges related to asset depreciation in the first quarter. Costs beginning the second quarter bear the impact of lower tonnage and the continuous implementation of cost saving programs which included manpower rationalization both at head office and at the Padcal Mine. For 2018, operating costs and expenses were largely maintained from the prior year as a result of cost management initiatives that were implemented across the business.

Production Costs decreased further in 2020 at Php4.216 billion from Php4.388 billion in 2019 after showing continuous decreases from Php4.408 billion in 2018 and Php4.412 billion in 2017. This is attributed to the continued implementation of efficient operating practices and prudent cost management reducing consumption of materials and supplies in 2020 in addition to the benefit from lower contracted power rates. While in 2019, the reduction was attributable mainly to lower power costs and the manpower rationalization program the full impact of which was felt mid-2019. For 2018, production costs were similarly maintained from 2017 driven by lower renegotiated electricity rates and fewer purchased contracts.

Depletion, Amortization and Depreciation in 2020 has significantly gone down to Php1.252 billion from Php1.814 billion in 2019 as a result mainly of the recognition of the impairment provision against mine and mining assets in 2019 that reduced the rate per tonne for the depletion and block amortization expenses. This reduction was, however, partially offset by depreciation of recently acquired equipment, and amortization for additional costs incurred in maintaining the tailings storage facility. The 2019 Depreciation, Amortization and Depreciation was higher compared to Php1.601 billion in 2018 and Php1.551 billion in 2017 related mainly to additional asset depreciation in the first quarter, with partial offset from the reduction of block amortization as an effect of the 2018 impairment of block development costs.

General and Administrative Expenses (G&A) was maintained at Php287 million in 2020 after a continuous reduction for the past three years as a result of the conscientious spending for Head Office administrative activities. In 2019, G&A decreased further to Php287 million from to Php306 million in 2018 and Php363 million in 2017.

Excise Taxes and Royalties, on the other hand, increased to Php543 million following the significant increase in Net Revenues in 2020, compared to Php427 million in 2019 which decreased from Php506 million in 2018 and Php452 million in 2017. The reduction in 2019 was attributable to lower net revenues in 2019. While for 2018, newly-enacted legislations provisioned for the doubling of excise tax rate levied on mining products caused the increase in 2018.

Smelting Charges slightly increased to Php616 million from Php610 million in 2019 primarily from higher metal production in 2020. While 2019 was lower than Php674 million in 2018 and Php842 million in 2017, due mainly to lower negotiated rates for treatment charges and refining charges (TCRC) on concentrate shipments as well as lower copper concentrates and metal production in 2019.

Break-even Production and Operating Cost per Unit

<i>(in Php Millions except for unit costs)</i>	2020	2019	2018	2017	2020 vs 2019 (%)	2019 vs 2018 (%)	2018 vs 2017 (%)
Cash Production Cost	4,216	4,388	4,408	4,412	(4)	(0.5)	0.1
Depletion, Amortization and Depreciation*	<u>1,252</u>	<u>1,814</u>	<u>1,601</u>	<u>1,551</u>	(31)	13	3
Total Production Cost	5,468	6,202	6,009	5,963	(12)	3	1
Excise Tax and Royalties	543	427	506	452	27	(16)	12
Smelting Charges	616	610	674	842	1	(9)	(20)
Total Operating Cost	6,627	7,239	7,189	7,257	(8)	1	(1)
Breakeven Costs:							
Production Cost Per Tonne	Php698	Php724	Php705	Php687	(4)	3	3
Operating Cost Per Tonne	Php846	Php852	Php844	Php837	(1)	1	1
Operating Cost Per Ounce of Gold	US\$1,362	US\$1,296	US\$1,112	US\$929	5	17	20
Operating Cost Per Pound of Copper	US\$2.22	US\$2.54	US\$2.50	US\$2.16	(13)	2	16

*Included depreciation of assets written-off in 2019 amounting to Php329 million that was not included in the breakeven costs computation

Production cost per tonne, consisting of cash and non-cash, decreased to Php698 in 2020 from Php724 in 2019 on account of lower materials and supplies and power costs. While in 2019, the production cost per tonne increased from Php705 in 2018 and Php687 in 2017, despite lower total production cost of Php5.873 billion (excluding asset impairment of Php329 million) compared with Php6.009 billion in 2018 and Php5.963 billion in 2017. The higher production cost per tonne in 2019 was caused by higher non-variable components of costs.

Consequent to the decrease in production cost per tonne, Operating Cost per Tonne decreased to Php846 in 2020 from Php852 in 2019 as against Php844 per tonne in 2018 and Php837 per tonne in 2017.

Break-even Operating Cost (using a co-production method) per ounce of gold and per pound of copper were higher at US\$1,362 per ounce and US\$2.22 per pound, compared with US\$1,296 per ounce gold and US\$2.54 per pound copper in 2019, respectively. The expectation was to have lower cost per unit considering the higher metal output in 2020, however, with the relatively significant increase in gold prices resulting to higher gold revenues, the cost allocated to gold based on revenue contribution was higher compared to 2019 thus the increase in cost per ounce of gold. On the other hand, with the lower allocation of cost to copper due to higher copper output in addition to lower total operating costs, the resulting cost per pound was lower in 2020 than in 2019. In 2019, breakeven operating costs were higher compared with US\$1,112 per ounce and US\$2.50 per pound in 2018 and US\$929 per ounce and US\$2.16 per pound in 2017. The higher operating cost per ounce and per pound were primarily due to lower metal output in 2019 of 14% in gold and 3% in copper brought about mainly by declining ore grades. The higher breakeven costs reflect that producing gold and copper in 2019 was more expensive than in the previous years.

Net Other Income (Charges)

<i>(in Php Millions)</i>	2020	2019	2018	2017
Share in Net Losses of Associates	(47)	(118)	(41)	(40)
Foreign Exchange Gain (Losses) – Net	99	93	(121)	(39)
Interest Income	1	2	2	2
Gain on Disposal of AFS Financial Assets		-	-	22
Provisions for Impairment Losses – Net of Reversal	(2)	(849)	(67)	-
Others	(56)	(4)	91	58
Total	(5)	(877)	(136)	2

In 2020, the Company recorded share in net losses of associates, PXP Energy Corporation and Lepanto Consolidated Mining Company, amounting to Php47 million, compared with Php118 million in 2019 and Php41 million in 2018. The 2019 share was higher primarily from additional impairment provision taken up by PXP Energy Corporation.

With the continued appreciation of Philippine Peso against US Dollar, the Company recorded a net foreign exchange (forex) gain on short-term loans of Php99 million in 2020. Similar foreign exchange gain were also recorded in 2019 amounting to Php93 million as against a net forex loss of Php121 million in 2018 and Php39 million in 2017.

The Company assess the viability of its continued operating of the mine, recoverability of costs on existing mine exploration projects and other investments on a regular basis using an acceptable financial model. As a result of this exercise, the Company determined that the recorded impairment reserve was greater than what it should be, and as a result, the Company recorded in 2020 a reversal equivalent to the excess impairment provision. This reversal is a portion of the 2019 impairment provisions on mining assets mainly coming from the impact of higher metal prices on the life-of-mine financial projections of the Company. This was, however, offset by additional provisions on inventory items at the Padcal Mine that were assessed to be obsolete due either to change in technology or phasing out of the main equipment. In 2019, the recorded Net Provisions for Impairment Losses of Php849 million consisted mainly of the non-cash impairment provisions of Php1.457 billion on mining assets and Php129 million on investment, with partial offset from recording a non-recurring gain from the reversal of Php738 million in receivables previously written-off.

In 2018, Net Provisions for Impairment Losses amounted to Php67 million which consisted of a Php1.379 billion provision for impairment losses on mining assets and deferred exploration costs, and a Php1.312 billion gain on the reversal of Provision for Expected Credit Losses on PXP Energy advances. There were no impairments booked in 2017 upon determining that prior impairments were adequate to comply with the required annual impairment test.

The overall Net Other Charges amounted to Php5 million in 2020, compared with to Php877 million versus Php136 million in 2018 and compared to a net gain of Php2 million in 2017.

Core and Reported Net Income

The significant upward movement of gold prices and the favourable metal production in 2020 allowed the Company to post a core net income of Php1.162 billion, which excludes extraordinary and non-recurring transactions and reflects the Company's operational performance. This was substantially higher than the core net income of Php156 million in 2019. The 2020 results benefited from higher gold and copper production from sustained better ore grades and from favourable realized gold and copper prices as copper started to soar in the third quarter of 2020. In 2019, the core net income was lower than previous years' numbers of Php600 million in 2018 and Php1.686 billion in 2017. The overall profitability of the Company in 2019 was significantly affected by the impact of lower tonnage and ore grades that was partially cushioned by favorable gold prices.

EBITDA also significantly increased to Php2.703 billion for 2020 from Php1.664 billion in 2019, Php2.493 billion in 2018 and Php3.977 billion

in 2017. The Company's core net income and EBITDA exclude non-recurring transactions to clearly reflect and provide results based on the normal operating parameters of the business. Non-core items consisted mainly of forex gain and net provisions for impairment of assets in 2020. While forex gain, net provisions for impairment of assets, gain on the reversal of receivable previously written off, write off of fixed assets and manpower rationalization costs comprised the non-core items in 2019.

Following the good operating performance in 2020, the Company posted a Reported Net Income (the same as the Net Income Attributable to the Equity Holders as income attributable to non-controlling interest was nil) of Php1.228 billion from a loss of Php648 million in 2019. In 2019, the net loss after recording the non-cash net impairment provisions of Php849 million amounted to Php648 million, compared to a Net Income of Php608 million in 2018 and Php1.658 billion in 2017. Production challenges experienced at Padcal Mine in 2019 deterred improvement in the Company's profitability level.

Reconciliation of Core Net Income to Consolidated Net Income

<i>(in Php Millions)</i>	2020	2019	2018	2017
Core Net Income	1,162	156	600	1,686
Non-Recurring Gains (Losses):				
Foreign Exchange Gain (Losses)	99	93	(121)	(39)
Write-off of Fixed Assets		(329)		
Net Provisions for Impairment of Assets	(2)	(849)	93	-
Others	(2)	(80)	-	-
Net Tax Effect of Aforementioned Adjustments	(29)	361	36	12
Net Income Attributable to Equity Holders	1,228	(648)	608	1,658
Net Income Attributable to Non-Controlling Interest	-	-	-	-
Consolidated Net Income	1,228	(648)	608	1,658

Financial Condition Summary

<i>(in Php Millions except ratios)</i>	2020	2019	2018	2017
Cash and Cash Equivalents	1,191	796	871	584
Non-Current Assets	35,495	34,977	36,258	33,412
Total Assets	38,939	37,899	40,712	39,679
Short-Term Loans	1,777	2,532	2,156	2,447
Non-Current Liabilities	10,492	10,001	10,202	10,090
Equity Attributable to Equity Holders of Parent Company	24,227	22,969	23,699	24,732
Non-Controlling Interests	(0.3)	(0.3)	(0.3)	(0.3)
Total Equity	24,226	22,969	23,699	24,372
Liquidity Ratios:				
Current Ratio	0.82	0.59	0.65	1.29
Quick Ratio	0.37	0.25	0.17	0.32
Solvency and Debt to Equity Ratios:				
Debt-to-Equity Ratio	0.61	0.65	0.72	0.60
Solvency Ratio	0.17	0.08	0.13	0.22
Financial Leverage Ratios:				
Asset-to-Equity Ratio	1.61	1.65	1.72	1.60
Profitability Ratios:				
Return on Assets	3.20%	(1.65%)	1.51%	4.23%
Return on Equity	5.21%	(2.78%)	2.51%	6.89%
Net Profit Margin	15.68%	(9.54%)	7.96%	18.14%

Current Assets

As of December 31, 2020, Current Assets amounted to Php3.445 billion, higher than 2019 on account of higher cash and cash equivalent and inventories covering availability of copper concentrates scheduled for shipment in early 2021. In 2019, current asset of Php2.921 billion was significantly lower compared with Php4.453 billion in 2018 and Php6.267 billion in 2017 mainly due to the collection of remaining advances from PXP Energy and subsequent payment of subscription payable to PXP Energy for the additional subscription of shares of stock that brought Philex's ownership interest in PXP Energy from 19.8% to 30.4%.

Cash and Cash Equivalents

The Cash and Cash Equivalents amounted to Php1.191 billion as of December 31, 2020 from Php796 million in 2019, Php871 million in 2018 and Php584 million in 2017. The monthly main source of cash is dependent on the timing of shipments of the copper concentrates to the Company's customers overseas. Cash generated from operations was primarily used for the day to day operating expenses and capital expenditures for the mine development and mill operations as well as for the loan reduction program. While in 2019, the minimal cash surplus generated during the year was utilized to augment the cash requirements for the completion of the Definitive Feasibility Study (DFS) of the Silangan Project.

Accounts Receivable

The Company's Accounts Receivables are largely composed of Trade Receivables from sales of the Company's copper concentrates or bullion and Other Receivables that include advances to employees for conduct of transactions in the ordinary course of business. As of December 31, 2020, Accounts Receivables amounted to Php370 million, consisting of Trade Receivables of Php284 million and Other Receivables of Php86 million, compared with Php416 million in 2019 (comprising of Trade Receivables of Php338 million and Other Receivables of Php78 million) Php300 million in 2018 and Php991 million in 2017.

Under the existing sales agreement with the two major Company's Customers ("Offtakers"), the Company receives 90% of the total US\$ value of the copper concentrates within a few days after the shipment date, with the balance payable upon final pricing determination based on agreed quotational shipment prices. (QP). QP is determined either Month of Shipment Schedule (MOSS) or Month After Month of Arrival (MAMA) in destination.

The outstanding receivables from copper concentrates as of December 31, 2020 consisted mainly of the remaining value of four shipments in the fourth quarter of 2020 awaiting final pricing, of which three were with IXM SA, and the one with Pan Pacific Copper Co., Ltd (PPC). The QP for the PPC shipments is 3MAMA for copper and 1MAMA for gold and silver, while for IXM SA, the QP is MOSS for copper and MOSS or 3MAMA for gold.

For end-2019, the trade receivable balance represented uncollected 10% of four outstanding shipments, while for end-2018: equivalent to 10% of the value of six shipments, for end-2017: 100% of the value of one shipment to IXM SA and the remaining 10% of four other shipments in 2017.

Inventories

Total Inventories, comprising of materials and supplies (M&S) and mine products, amounted to Php1.343 billion as of December 31, 2020 and Php1.044 billion in 2019, an increase by 29% mainly from mine products. In 2020, M&S represented about 55% of total value while mine products represented the balance of 45%, compared to 88% M&S and 22% mine products in 2019. Total Inventories in 2018 and 2017 amounted to Php1.138 billion and Php1.517 billion, respectively.

In 2020, M&S supplies amounting Php733 million was down from Php915 million in 2019, Php1.082 billion in 2018 and Php1.127 billion in 2017. The Company recorded an allowance for inventory obsolescence of Php105 million to cover inventory items no longer useful during the life of mine. Mine Products inventory which is valued at net realizable value amounted to Php611 million in 2020, covering more almost one full copper concentrate load which was scheduled for shipment in early 2021, a significant increase from Php129 million in 2019, Php56 million in 2018 and Php390 million in 2017.

Other Current Assets

Other Current Assets, composed primarily of input Value-Added Tax (VAT) claims on purchases of materials, supplies and equipment, decreased further to Php540 million in 2020 from Php666 million in 2019, Php757 million in 2018 and from Php1.007 billion in 2017. The decrease is on account of receipt of actual refund of VAT claims from the BIR in the form of either cash or Tax Credit Certificates ("TCC"). In 2020, a total of Php178 million VAT receivable was refunded to the Company while in 2019, the Company received Php93 million in actual refunds in the form of cash and TCC, as compared to actual VAT refund amounting to Php127 million in 2018 and Php172 million in 2017 in the form of TCCs. The TCCs are being utilized by the Company to partially pay its income tax obligations.

Advances to a Related Party

The full amount of the Advances to a Related Party was fully received in 2019 thus nil amount as of December 31, 2020 and 2019. In 2018, Advances to a Related Party totalled to Php1.387 billion in 2018 from Php2.169 billion in 2017. These represent non-interest bearing advances to affiliate PXP Energy Corporation and are secured by a pledge agreement between the Company and PXP Energy Corporation (PXP Energy). The significant reduction in the 2018 balance was from the payment made by PXP Energy amounting to Php782 million which substantially came from the proceeds of the Company's additional subscription of PXP Energy shares. The remaining PXP Energy advances of Php1.387 billion in 2018 and the additional advances of Php738 million from the transfer of advances from Brixton Mining & Energy Corporation to PXP Energy were collected in 2019.

Non-Current Assets

Non-Current Assets was maintained at Php35.495 billion as of December 31, 2020, slightly above the Php34.977 billion in 2019 from Php36.258 billion in 2018 and Php33.412 billion in 2017. Non-Current Assets comprised mainly of Property, Plant and Equipment (PPE), Investment in Associates and Deferred Exploration Costs (DEC). PPE and DEC represent 86% of total assets, signifying the capital intensive nature of the business.

Property, Plant and Equipment

Property, Plant and Equipment decreased to Php3.043 billion as of December 31, 2020 from Php3.185 billion in 2019, Php5.404 billion in 2018 and Php6.721 billion in 2017. The decrease in PPE was due to the higher amount of total depreciation, amortization and depletion of Php1.294 billion compared to Php1.048 billion spent for the additional capital expenditures for Padcal's mine development activities and mine equipment acquisition. The Company also recorded a reversal of Php103 million of the 2019 impairment provision amounting to Php1.457 billion which was on top of the impairment of Php1.332 billion in 2018. The annual impairments recorded in the financial statement are attributable to Padcal mine and mining properties as it is nearing the end of mine life and the impact of financial assumptions particularly gold and copper prices and foreign exchange rates on financial projections.

Financial Assets Measured at FVOCI

Financial Assets Measured at FVOCI, consisting mainly of shares in gold and country clubs, amounted to Php114 million, compared with Php121 million as at end 2019 and Php118 million

in 2018. Following new accounting rule in 2018, the Company's financial assets amounting to Php118 million were reclassified to Financial Assets Measured at FVOCI from Available-for-Sale (AFS) Financial Assets in the previous years. The AFS Financial Assets in 2017 amounted to Php76 million.

Investment in Associates

Investment in Associates amounted to Php4.161 billion as of December 31, 2020, a slight decrease from Php4.208 billion as of December 31, 2019 (from Php4.456 billion in 2018 and Php1.416 billion in 2017). The annual decrease in amount was mainly from the Company's share in the net losses of associates in 2020 and also in 2019 which included impairment provision. For 2018, the significant increase was from the additional equity subscription by the Company in upstream oil and gas affiliate PXP Energy Corporation. This transaction increased the Company's stake in PXP Energy from 19.8% to 30.4% as of December 31, 2019.

Deferred Exploration Costs

Deferred Exploration Costs (DEC) increased to Php27.365 billion as of December 31, 2020 from Php26.616 billion in 2019 (from Php25.448 billion in 2018 and Php24.361 billion in 2017) on account of the pre-development expenditures related to Silangan Project with cumulative amount of Php25.066 billion or 92% of total DEC. Initial expenditures on early works program for the Silangan Project were also included in the DEC of the Project.

With the nearing Padcal's end of mine life, the Company is focusing on assessing the potentials of ore sources within and surrounding areas of Padcal for possible mine life extension.

<i>(in Php Millions)</i>	2020	2019	2018	2017
Silangan Project	25,066	24,349	23,212	23,234
Kalayaan Project	2,752	2,746	2,743	2,742
Bulawan and Vista Alegre Projects	698	633	633	632
Lascogon Project	289	289	289	289
Sibutad Project	236	235	235	235
Bumolo Project	210	210	210	209
Clifton Project	135	135	135	134
Southwest Project	110	110	109	100
Sanfran/Tambis Project	92	92	92	92
Tapsan Project	149	148	143	78
Other Exploration Costs	1,453	1,495	1,472	394
Total	31,190	30,442	29,273	28,139
Less: Impairment Losses	(3,825)	(3,825)	(3,825)	(3,778)
Total Deferred Exploration Costs	27,365	26,616	25,448	24,361

Pension Asset

Pension Asset increased to P310 million based on latest actuarial report from Php224 million in 2019 (from Php360 million in 2018 and Php374 million in 2017). Pension Asset represents the excess of the fair value of plan assets against the present value of defined benefit obligations under the Company's retirement plan, net of SMMCI pension obligation.

Other Non-Current Assets

Other Non-Current Assets decreased to Php501 million as of December 31, 2020 compared with Php623 million in 2019 (from Php473 million in 2018 and Php464 million in 2017). This consisted mainly of the non-current portion of SMMCI input Value-Added Tax amounting to Php434 million in 2020 from Php433 million in 2019, Php410 million in 2018 and Php400 million in 2017.

Total Assets

As of December 31, 2020, Total Assets of the Company amounted to Php38.939 billion, an increase of Php1.070 billion from the Php37.899 billion in 2019 mainly on account of higher cash and cash equivalent maintained at yearend 2020 and additional DEC for Silangan Project. In 2019, Total Assets was slightly lower than the Php40.712 billion in 2018 and Php39.679 billion in 2017, primarily from the collection of PXP Energy advances and additional impairment provisions on mining assets.

Current Liabilities

Current Liabilities decreased to Php4.221 billion as of December 31, 2020 from Php4.929 billion in 2019 (from Php6.811 billion in 2018 and Php4.857 billion in 2017) primarily due to reduction of loans payable and due to the additional payment of subscription payable to PXP Energy for the additional subscription of shares of stock in 2018 that brought Philex's ownership interest in PXP Energy from 19.8% to 30.4%.

Loans Payable

The balance of Loans Payable decrease to Php1.777 billion or US\$37 million as of December 31, 2020 decreased from Php2.532 billion or US\$50 million (from Php2.156 billion or US\$41 million in 2018 and Php2.447 billion or US\$49 million in 2017). The 2020 loan balance consisted of US\$31 million directly under Philex and US\$6 million under SMMCI which loans were used for the cash requirement of SMMCI.

The Company has started its debt reduction program at the early part of 2020. However, at the onset of COVID19, Philex re-availed a short term loan amounting to US\$2 million as contingency fund should there be disruptions in the Company's business operations related to COVID19. Immediately thereafter, the Company resumed repaying its loan. For 2020, the total Parent Company debt repayment was US\$15 million, reducing loan balance from US\$46 million as at end-2019 to US\$31 million as of December 31, 2020.

On the other hand, SMMCI outstanding short term loan was at US\$6 million as of December 31, 2020 and at \$4 million as of December 31, 2019. The additional loan availment of SMMCI was used for pre-development operating and capex requirement of SMMCI.

Accounts Payable and Accrued Liabilities

As of December 31, 2020, Accounts Payable and Accrued Liabilities increased to Php1.693 billion from Php1.608 billion in 2019 (lower than Php1.791 billion in 2018 and Php1.649 billion in 2017). This composed primarily of payables to suppliers and contractors of which no material amount has been left unpaid within terms acceptable and agreed upon with suppliers and contractors.

Subscription Payable

Subscription Payable decreased to Php123 million as of December 31, 2020 from Php187 after a significant decrease in 2019 due to the partial settlement of PXP Energy shares subscription which increased the Company's interest in PXP Energy from 19.8% to 30.4% as of December 31, 2019.

Income Tax Payable

Income Tax Payable amounted to Php74 million as at end-2020 from Php53 million in 2019, Php18 thousand in 2018 and Php230 million in 2017. The tax amount is due and payable no later than April 15, 2021.

Dividends Payable

Dividends Payable amounted to Php554 million as of December 31, 2020 from Php550 million in 2019 (not far from the levels in 2018 and 2017 of Php551 million and Php529 million, respectively). On February 24, 2021, the Philex Board of Directors declared a regular cash dividend of 5.9 centavos per share, payable March 26, 2021, which cash dividend represented 25% of the Company's 2020 Core Net Income.

For 2019, the Philex Board of Directors approved in February 2020 the declaration of regular cash dividend of one centavo per share, payable in March 2020.

In 2018, the Company declared in February 2018 a regular cash dividend amounting to four centavos per share, payable in March 2018. Moreover, the Company again declared in July 2018 a regular cash dividend amounting to three and a half centavos per share, payable in August 2018.

In 2017, the Company declared in February 2017 a regular cash dividend of four centavos per share, payable in March 2017. On the same year, the Philex Board of Directors also approved the declaration of a regular cash dividend of four centavos per share, payable in December 2017 representing 17% of the Company's core net income for the nine months ended September 30, 2017.

Non-Current Liabilities

Non-Current Liabilities stood at Php10.492 billion as of December 31, 2020 from Php10.001 billion in 2019, Php10.202 billion in 2018 and Php10.090 billion in 2017, comprising mainly of Bonds Payable and Deferred Tax Liabilities.

Bonds Payable

As of December 31, 2020, Loans and Bonds Payable increased to Php8.182 billion from Php7.743 billion in 2019, Php7.333 billion in 2018 and Php6.950 billion in 2017. The yearly changes in the amounts correspond to the amortization of deferred transaction costs, accretion of interest from the discounting of the face value of the CN and accrual of the 3% redemption premium. The bonds payable pertains to the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, on December 18, 2014, with a face value of Php7.2 Billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share 12 months after the issue date ("Standstill Period"). On the last day of Standstill Period, the Issuer shall have a one-time right to redeem the bonds from the holders in whole or in part. After the Standstill Period, the noteholders may exercise the conversion right, in whole but not in parts, at any time but no later than the maturity date. At redemption/maturity date, the bonds can be redeemed together with the principal or face value of the bonds at a premium, payable at a rate of 3% per annum compounded semi-annually based on the face value of the bonds and unpaid accrued interest (if there be any). The proceeds of the bonds were used to repay the SMECI's advances from PMC and fund further exploration works of SMMCI.

Deferred Income Tax Liabilities

Deferred Income Tax Liabilities amounted to Php2.293 billion as of December 31, 2020, consisting mainly of Php1.665 billion arising from the acquisition of Anglo's 50% stake in the Silangan companies and Php628 million for accelerated deductions, compared to Php2.219 billion in 2019, Php2.790 billion in 2018 and Php3.005 billion in 2017. Reassessment of the Deferred Income Tax Liabilities is necessary to determine the impact of the newly approved tax bill under Republic Act No. 11534 titled "Corporate Recovery and Tax Incentives for Enterprises Act" or CREATE reducing the applicable income tax rate from 30% to 25% starting July 1, 2020 which bill will take effect 15 days from the approval of such on March 26, 2021.

Provision for Losses and Mine Rehabilitation Costs

Provision for Losses and Mine Rehabilitation Costs decreased to Php17 million as of December 31, 2020 from Php39 million in 2019, Php79 million in 2018 and Php135 million in 2017. The

Company spent Php26 million, Php43 million and Php60 million in 2019 and 2018, respectively, for the requirement under the Company's approved Final Mine Rehabilitation and Development Program for a total of Php137 million.

Total Liabilities

As of December 31, 2020, Total Liabilities amounted to Php14.713 billion, lower than the Php14.930 billion in 2019, Php17.012 billion in 2018 and Php14.947 billion in 2017. The decrease in 2020 was from the implementation of the debt reduction program while the significant reduction in the 2019 balance was mainly due to the payment of subscription payable to PXP Energy and lower Deferred Tax Liabilities.

Shareholders' Equity

Total Equity amounted to Php24.226 billion as of December 31, 2020 from Php22.969 billion in 2019, Php23.699 billion in 2018 and Php24.732 billion in 2017.

	2020	2019	2018	2017
Common Shares	4,940,399,068	4,940,399,068	4,940,399,068	4,940,399,068
Stock Options	-	16,460,000	18,020,000	18,020,000

Retained Earnings increased to Php15.234 billion, inclusive with the 2020 Net Income of Php1.228 million, net of cash dividend payment, compared with Php13.971 billion in 2019, Php14.704 billion in 2018 and Php15.771 billion in 2017.

Net Unrealized Gain on Financial Assets Measured at FVOCI decreased to Php32 million from Php38 million in 2019 and Php35 million in 2018 upon adoption of PFRS 9 in 2018 from Php1 million in 2017. All other accounts under Total Equity remained at their 2019 balances with significant amounts as follows: Equity Conversion Options at Php1.226 billion since 2014 corresponding to the carrying amount of the conversion options of the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, in December 2014 with a face value of Php7.200 billion, Net Revaluation Surplus at Php1.572 billion from 2017 to 2020 while. The balances of Effect of Transactions with Non-Controlling Interests and the Non-Controlling Interests were insignificant for the past three years.

Liquidity and Capital Resources

The Company's existing liquidity position and capital resources are primarily used for the funding of its existing operations and exploratory drilling works within and around the Sto Tomas ore body with the aim to further extend mine life of Padcal and for pre-development works of the Silangan Project. Despite the risks inherent in the business associated with metal prices, foreign exchange rates, regulatory environment, and the changing economic and market conditions as well as the global impact of the Covid19 pandemic, the Company's net cash generated in operating activities amounted to Php2.375 billion, compared to Php1.232 billion in 2019, Php3.288 billion in 2018 and Php3.429 billion in 2017.

Internally generated funds remain as the Company's principal source of cash to finance the capital expenditures of the Padcal mine, the pre-development works of Silangan project and exploration initiatives of various mine sites, and for the repayment of existing loans.

Net cash used in investing activities, principally for capital expenditures and exploration costs, amounted to Php1.299 billion in 2020 versus Php1.784 billion in 2019, Php2.241 billion in 2018 and Php2.286 billion in 2017. Capital expenditures further decreased to Php923 million in 2020 compared to Php1.071 billion in 2019, Php1.672 billion in 2018 and Php1.747 billion in 2017. The Company focused on implementing activities to comply with the minimum regulatory requirements under existing exploration permits.

Net cash used in financing activities amounted to Php683 million compared to a net cash from financing activities of Php473 million in 2019 (versus net cash used in financing activities of Php764 million in 2018 and Php1.020 billion in 2017). The Company partially repaid its loan by a net of Php638 million or US\$13 million in 2020 while in 2019 the Company availed additional Php474 million (US\$ 9 million) to finance the capital expenditures of Padcal Mine and initial development works in the Silangan Project.

Capital Expenditures and Exploration Costs

<i>(in Php Millions)</i>	2020	2019	2018	2017
Padcal and Others:				
Mine Development	522	552	1,095	694
Tailings Pond Structures	148	165	292	320
Machinery and Equipment	256	366	389	735
Total	926	1,083	1,776	1,749
Silangan Project:				
Deferred Exploration Costs	214	641	433	497
Machinery and Equipment	(3)	(12)	(104)	(3)
Total	211	629	329	495
Mine Exploration Projects	31	32	156	194
Total	1,168	1,745	2,261	2,438
By Recording:				
Deferred Exploration Costs	245	673	589	691
Property, Plant and Equipment	923	1,071	1,672	1,747
Total	1,168	1,745	2,261	2,438

Capital Expenditures totalled to Php1.168 billion in 2020, compared to Php1.745 billion in 2019, Php2.261 billion in 2018 and Php2.438 billion in 2017. In 2020, the Company spent Php923 million for the sustaining mine development at Padcal, the acquisition of mine and mill equipment to augment Padcal's aging machinery and equipment and the civil works to maintain the stability of the existing tailings facilities. The Company funded in 2019 the completion of Silangan DFS and land banking activities in preparation for the commencement of the Silangan Project development phase.

Padcal operations accounted for 79% of total actual spending at Php926 million in 2020 as compared to Php1.083 billion in 2019, Php1.776 billion in 2018 and Php1.749 billion in 2017.

Silangan Project comprised 18% of the capital expenditures amounting to Php211 million in 2020 versus Php629 million in 2019, Php329 million in 2018 and Php495 million in 2017 which included early work programs preparatory to the development of the project.

Other mining exploration projects constituted a total amount of Php31 million in 2020 compared to Php32 million in 2019, Php156 million in 2018 and Php194 million in 2017. These activities focused on complying with minimum regulatory requirements and confirmatory drillings necessary to evaluate the possible extension of the life of Padcal Mine beyond 2022.

Top Five Key Financial and Non-Financial Performance Indicators

Safety Performance

Personnel health and safety is of paramount concern and regarded with utmost priority. In 2020, the Company reported for its Padcal Mine one Lost Time Accident-Fatal incident compared to five incidents in 2019, two incidents in 2018 and a single occurrence in 2017. Meanwhile, in terms of Lost Time Accident Non-Fatal events, there were 6 recorded in 2020 versus five in 2019, six in 2018 and nine in 2017.

The Company is targeting a “zero-harm” record through constant reviews of safety policies and procedures. Various initiatives are being implemented to minimize the occurrence of accidents and injuries in the workplace. Third-party experts are likewise engaged to assess existing safety performance and identify risk areas.

Earnings Per Share

Earnings Per Share (EPS) represents the net income attributable to equity holders of the Company, expressed in the amount per share of the Company's average outstanding capital stock. Assuming a constant outstanding number of shares, the earnings per share correspondingly rises as the Company's earnings increase. The EPS ultimately reflects the Company's financial and operational growth as a result of its performance in cost management, technical efficiency and productivity.

	2020	2019	2018	2017
Earnings (Loss) Per Share	P0.249	(P0.131)	P0.123	P0.336
Total Outstanding Shares	4,940,399,068	4,940,399,068	4,940,399,068	4,940,399,068

As of December 31, 2020, there were no outstanding stock options as all granted options already expired. The covering 2011 Stock Option Plan has also reached the end of its 7-year term thus already terminated by virtue of the expiration of the last grant issued under the Plan. In the previous years from 2017 to 2019, the outstanding stock options were considered anti-dilutive based on the lower market price of the Company's shares compared to the exercise price, thus the diluted earnings per share in 2019, 2018 and 2017 were the same as the basic earnings per share of the Company in the said periods.

Tonnes Milled and Metals Produced

Tonnes milled and ore grade determine the volume of concentrates produced and sold. Tonnes milled totalled to 7,837,536 in 2020, lower than tonnage of 8,112,791 in 2019, the 8,516,915 in 2018 and the 8,673,474 in 2017. Despite lower tonnage, copper production was higher in 2020 at 26,378,914 compared to 25,737,207 pounds in 2019 (versus 26,574,686 pounds in 2018 and 30,118,207 pounds in 2017). Gold production was also higher at 56,000 ounces compared to 53,064 ounces in 2019 (versus 61,977 ounces in 2018 and 84,638 ounces in 2017).

Break-even Production and Operating Cost Per Unit

The Company's average cost per tonne is a key measure of the Company's operating performance. At the same cost level, the higher the production volume, the lower the cost per tonne becomes, which will also be similar if the same production volume incurs a lower operating cost. Thus, a lower cost per tonne would generally reflect an improvement in operating efficiency.

The same essentially applies to cost expressed in per unit of metal, which incorporates the metal grade, as it affects metal production, and the exchange rate, as it affects the conversion from peso to dollar.

In 2020, the total production cost (mine site cost and expenses excluding smelting charges, excise tax and royalties) per tonne of ore milled was Php698, with total production cost of Php5.468 billion over 7,837,536 tonnes, compared to Php724 in 2019, with total production cost of Php5.873 billion over ore milled of 8,112,791 tonnes. The 2020 production cost was 4% lower than the cost per tonne in 2019 due to lower consumption of materials and supplies and power cost. In 2018, break-even production cost was Php705 from the total production cost of Php6.009 billion over ore milled of 8,516,915 tonnes while in 2017, break-even production cost per tonne was Php687 from the total production cost of Php5.963 billion over 8,673,474 tonnes milled.

The operating costs and expenses (all cost and expenses excluding G&A) per tonne of ore milled in 2020 was Php846 from the total operating cost and expenses of Php6.627 billion, also lower than the 2019's Php852 per tonne from the total operating cost and expenses of Php6.190 billion (compared to Php844 from the operating costs and expenses of Php7.189 billion in 2018 and Php837 per tonne in 2017 from Php7.257 billion costs).

Using co-production method, the operating cost applicable to gold produced amounted to US\$1,362 per ounce compared to US\$1,296 per ounce in 2019 (versus US\$1,112 per ounce in 2018 and US\$929 per ounce in 2017), while operating cost applicable to copper produced amounted to US\$2.22 per pound, lower compared to US\$2.54 per pound in 2019 (compared with US\$2.50 per pound in 2018 and US\$2.16 per pound in 2017). Under co-production method, the total cost is allocated proportionately based on the revenue contribution of each product considering there is no physical basis that can be used in allocating costs between the two metals.

Exploration Activities

The Company is cognizant that exploration in itself is a speculative endeavor, and mineral exploration and mining operations can be hampered by force majeure and other unforeseen circumstances beyond the Company's control. To mitigate the impact of these external factors and other contingencies, the Company banks on its ability to successfully explore and/or acquire reserves, design and construct efficient processing facilities, operate and manage its projects, and provide effective financial controls and management. To ensure the optimization of value from its natural resource properties and the long-term sustainability of operations, the Company pursues and invests in viable exploration activities and operational enhancements on a constant basis.

In 2020, the Company spent Php245 million for exploration projects which included costs related to the pre-development expenditures, care and maintenance expenses in Silangan versus Php673 million in 2019, Php589 million in 2018 and Php691 million in 2017. As of December 31, 2020, total deferred exploration costs amounted to Php27.365 billion compared to Php26.616 billion, Php25.448 billion in 2018 and Php24.361 billion in 2017.

Subsidiaries and Related Party Transactions

Philex Mining Corporation has extended loans and advances to some of its subsidiaries, as described under Part III, Item 12 of this Report.

Furthermore, Note 2 of the Notes to the Consolidated Financial Statements is likewise incorporated hereto by reference for discussions on the new and revised accounting standards that the Company adopted in 2019.

Known Trends, Events, or Uncertainties

There are no known events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation that have not been booked, although the Company could be contingently liable for lawsuits and claims arising from the ordinary course of business, which contingencies are not presently determinable.

Other than as discussed above, there are no known significant trends, demands, commitments, or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in a material way. There are no material commitments for capital expenditures not reflected in the Company's financial statements.

There is likewise no significant seasonality or cyclicity in its business operation that would have material effect on the Company's financial condition or results of operation. There were no other significant elements of income or loss that did not arise from the Company's continuing operations. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated

entities or other persons created during the reporting period. There are no line items in the Company's financial statements not already explained for causes either above or in the Notes to the Consolidated Financial Statements other than due to the usual period-to-period fluctuations in amounts natural in every business operations.

Item 7. Financial Statements

The audited financial statements are presented in Part V, Exhibits and Schedules.

Item 8. Information on Independent Accountants and Other Related Matters

External Audit Fees and Services

Audit and Audit-Related Fees

For the past three fiscal years, the Company's external auditors were engaged primarily to express an opinion on the financial statements of the Company and its subsidiaries. The audit, however, included the auditors providing assistance to the Company in the review of its income tax return in as far as ensuring the agreement of the reported income and costs and expenses in the return with the recorded amounts in the books. The procedures conducted for this engagement included those that are necessary under auditing standards generally accepted in the Philippines but did not include detailed verification of the accuracy and completeness of the reported income and costs and expenses. The audit fees for these services for the entire Philex Group (excluding PXP Energy group) Php4.700 million in 2020, Php3.800 million in 2019, Php5.04 million for 2018 and Php5.04 million for 2017.

Tax Fees

The Company has not engaged the external auditors for any tax-related services for 2020 as well as in the three prior years.

All Other Fees

The external auditors were engaged by Silangan Mindanao Mining Company Inc. (SMMCI), a subsidiary of PMC, to re-confirm or re-evaluate the previously issued opinion on the outstanding value-added tax receivable of SMMCI based on the existing registration of the SMMCI with the Board of Investments. The engagement fee amounted to Php400 thousand. Other than such engagement, the Company has not engaged to do other engagements in 2020 and in the three prior years.

All audit and non-audit engagements were approved by the Company's Audit Committee.

Audit Committee's Approval of Policies and Procedures

Prior to the commencement of this year-end audit work, the external auditors presented their program and schedule to the Company's Audit Committee, which included discussion of issues and concerns regarding the audit work to be done. At the completion of this audit works, the Company's audited financial statements for the year were likewise presented by the external auditors to the Audit Committee for committee approval and endorsement to the full Board for final approval.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There was no change in the Company's independent auditors during the two most recent calendar years or in any subsequent interim period. Since 2018 audit, the Company's audit engagement partner was Mr. Alexis C. Zaragoza, previously was Mr. Jose Pepito E. Zabat III.

There has been no disagreement with the independent accountants on accounting and financial disclosure.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

The following individuals served as Directors and Executive Officers of Philex Mining Corporation for the year 2020.

Directors

MANUEL V. PANGILINAN, Chairman, Non-Executive Director

Age: 74

Date of First Appointment: November 28, 2008

Academic Background:

Mr. Pangilinan graduated Cum Laude from the Ateneo de Manila University with a Bachelor of Arts degree in Economics. He received his Masters of Business Administration degree from Wharton School of the University of Pennsylvania in 1968.

Business and Professional Background/ Experience:

Mr. Pangilinan founded First Pacific Company Limited, a corporation listed on the Hong Kong Stock Exchange, in May 1981. He served as Managing Director of First Pacific Company Limited since its founding in 1981 until 1999. He was appointed Executive Chairman until June 2003, after which he was named Managing Director and Chief Executive Officer. In May 2006, the Office of the President of the Philippines awarded Mr. Pangilinan the Order of Lakandula, rank of Komandante, in recognition of his contributions to the country. He was named Management Man of the Year 2005 by the Management Association of the Philippines.

Mr. Pangilinan was awarded Honorary Doctorates in Science by Far Eastern University in 2010; in Humanities by Holy Angel University in 2008; by Xavier University in 2007; and by San Beda College in 2002 in the Philippines. He was formerly Chairman of the Board of Trustees of the Ateneo de Manila University and was a member of the Board of Overseers of the Wharton School. He is a member of the ASEAN Business Advisory Council. Mr. Pangilinan has been a Director of PMC and Philex Gold Philippines, Inc. (PGPI) since November 2008. He is also Managing Director and Chief Executive Officer of First Pacific Company Limited, and Chairman of the PLDT Inc. (PLDT) since 2004, after serving as its President and Chief Executive Officer (CEO) since 1998. He reassumed the position of President and CEO of PLDT effective December 2015. He is also Chairman of Smart Communications, Inc., PLDT Communications and Energy Ventures, Inc. (Digitel), Metro Pacific Investments Corporation, Silangan Mindanao Mining Co., Inc., Landco Pacific Corporation, Medical Doctors Inc. (Makati Medical Center), Colinas Verdes Corporation (Cardinal Santos Medical Center), Asian Hospital, Inc., Davao Doctors, Inc., Riverside Medical Center Inc., Our Lady of Lourdes Hospital, Central Luzon Doctors' Hospital, Inc., Maynilad Water Services Corporation, Mediaquest, Inc., Associated Broadcasting Corporation (TV5) and Manila North Tollways Corporation. Mr. Pangilinan is also Chairman of the Manila Electric Company (MERALCO), after serving as its President and Chief Executive Officer from July 2010 to May 2012. In December 2013, Roxas Holdings, Inc., Incorporated, the largest sugar producer in the Philippines, announced the election of Mr. Pangilinan as Vice Chairman.

EULALIO B. AUSTIN, JR. President and Chief Executive Officer, Executive Director

Age: 59

Date of First Appointment: June 29, 2011

Academic Background:

Mr. Austin graduated from Saint Louis University-Baguio City, with a Bachelor of Science degree in Mining Engineering and placed eight at the 1982 Professional Board Examination for mining engineers. He took his Management Development Program at the Asian Institute of Management in 2005 and his Advance Management Program at Harvard Business School in 2013.

Business and Professional Background/ Experience:

Mr. Austin has been a Director of PMC and PGPI since June 29, 2011 and was re-elected on June 28, 2017. He became President and Chief Operating Officer on January 1, 2012 and President and CEO of the Company on April 3, 2013.

He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998 and Mine Engineering & Draw Control Department Manager from 1996 to 1998. Mr. Austin concurrently serves as Director of PXP Energy Corporation and Silangan Mindanao Mining Co., Inc.

Outside of Philex Mining, he is a member of the Chamber of Mines of the Philippines' Board of Trustees. Mr. Austin also sits as a member of the Executive Committee of the Board of Trustees and serves as the Chairman of the Membership Committee as well as the Towards Sustainable Mining Initiative Committee. He is a Competent Person on Mining. He was awarded Most Outstanding Engineer of the Philippine Society of Mining Engineers (PSEM) in 2016, aside from being the Founding President of PSEM's Philex Chapter. He was also recognized as the CEO of the Year on Mining by The Asset last December 14, 2015 in Hong Kong and was recently an Asia Pacific Entrepreneurship Awardee by the Enterprise Asia, awarded November 2016.

OSCAR J. HILADO, Independent Director

Age: 83

Date of First Appointment: December 7, 2009

Academic Background:

Mr. Hilado, a Certified Public Accountant, completed his undergraduate studies at the De La Salle College-Bacolod in 1958 and obtained his Master's in Business Administration from the Harvard School of Business Administration (Smith Mundt/Fulbright Scholar) in 1962. He received a Doctorate in Business Management, Honoris Causa, from the De La Salle University and a Doctorate of Laws, Honoris Causa, from the University of St. La Salle in 1992.

Business and Professional Background/ Experience:

Mr. Hilado has been an Independent Director of PMC since December 7, 2009. Mr. Hilado holds the following positions: Chairman of Philippine Investment Management (PHINMA), Inc., Phinma Corporation, Phinma Property Holdings Corporation. Vice-Chairman of Union Galvasteel Corporation. Chairman of the Executive Committee of Phinma Corporation. Director of Philex Mining Corporation, Rockwell Land Corporation, A. Soriano Corporation, Roxas Holdings, Inc. Smart Communications, Inc., Phinma Solar Energy Corporation, Philippine Cement Corporation, Phinma Education Holdings, Inc., Araullo University, Inc., Cagayan de Oro College, Inc., University of Iloilo, Inc., University of Pangasinan, Inc., Southwestern University, St. Jude College, Manila, Phinma Hospitality, Inc., United Pulp and Paper Company, Inc., Digital Telecommunications Philippines, Inc., Seven Seas Resorts and Leisure, Inc., Beacon Property Ventures, Inc., Cebu Light Industrial Park, Inc., Pueblo de Oro Development Corporation and Manila Cordage Company.

MARILYN A. VICTORIO-AQUINO, Non-Executive Director

Age: 65

Date of First Appointment: December 7, 2009

Academic Background:

Ms. Aquino was educated at the University of Santo Tomas (A.B.) and University of the Philippines (LL.B., cum laude). and qualified as a barrister in the Philippines in 1981.

Business and Professional Background/ Experience:

Ms. Aquino joined Sycip Salazar Hernandez and Gatmaitan Law Offices in the Philippines in 1980 where she became a partner in 1989. Ms. Aquino's practice focused on banking, finance and securities, construction and infrastructure, investments, mergers and acquisitions, and mining and natural resources. Ms. Aquino is a Director of Philex Mining Corporation, Philex Gold Philippines, Inc., PXP Energy Corporation, Silangan Mindanao Mining Company, Inc., Lepanto Consolidated Mining Company and Maynilad Water Services, Inc. She was also appointed as Chief Legal Counsel of PLDT in December 2018.

BARBARA ANNE C. MIGALLOS Corporate Secretary, Executive Director

Age: 66

Date of First Appointment: June 26, 2013

Academic Background:

Ms. Migallos graduated Cum Laude from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as Cum Laude (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

Business and Professional Background/ Experience:

Ms. Migallos was elected to the Board of Directors of PMC and PGPI on June 27, 2018. She is also the Company's Corporate Secretary since July 1998. She is also Director and Corporate Secretary of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos is also a Director of Mabuhay Vinyl Corporation since 2000 and Philippine Resins Industries since 2001, and Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005 and Nickel Asia Corporation since 2010. She is a professorial lecturer in Corporations Law, Insurance and Credit Transactions at the De La Salle University College of Law. She was a Senior Partner of Roco Kapunan Migallos and Luna Law Offices from 1988 to 2006.

WILFREDO A. PARAS, Independent Director

Age: 74

Date of First Appointment: June 29, 2011

Academic Background:

Mr. Paras completed his undergraduate studies at the University of the Philippines in 1969 with Bachelor of Science, Industrial Pharmacy and his Master in Business Administration at the De La Salle University in 1991. He also completed an Executive Program at the University of Michigan at Ann Arbor, Michigan, USA.

Business and Professional Background/ Experience:

Mr. Paras has been an Independent Director of PMC since June 29, 2011 and was re-elected on June 26, 2019. He is currently an Independent Director of GT Capital Holdings, Inc. since May 2013 and President of WAP Holdings, Inc. He is also a member of the Board of Trustees of Dualtech Training Foundation Inc. Mr. Paras was previously the Executive Vice-President, Chief Operating Officer and Director of JG Summit Petrochemical Corporation, President and

Director of PT Union Carbide Indonesia, Managing Director of Union Carbide Singapore, Business Director, Union Carbide Asia Pacific, and President of Union Carbide Philippines

MICHAEL G. REGINO, Non-Executive Director

Age: 59

Date of First Appointment: February 28, 2017

Academic Background:

Michael G. Regino graduated Cum Laude and Salutatorian from the Ateneo de Zamboanga University in 1981, with a degree of Bachelor of Science, Major in Economics. He later obtained his Master in Business Administration in 1985 from the Ateneo de Manila University.

Business and Professional Background/ Experience:

Mr. Regino was appointed last October 27, 2016 as Member of the Board of the Social Security Commission (SSC) and since February 28, 2017, a Director of Philex Mining Corporation. Last March 07, 2018, he was duly appointed as Director of Unionbank of the Philippines. Prior to these current positions, he engaged in multifarious activities which marked the significant milestones in his career.

He served as the President and member of the Board of Directors of San Agustin Services, Inc., Agata Mining Ventures, Inc. and Exploration Drilling Corp.; as the Senior Vice President and Chief Operating Officer of St. Augustine Gold and Copper Ltd.; and, as the Executive Director of TVI Resources Development Phils., Inc. He also became one of the members of the Board of Directors of Nationwide Development Corporation and KingKing Mining Corp., where he took charge of the Davao operations.

He also gained expertise in the field of real estate development and property management when he served as the President of Camella Homes, Golden Haven Memorial Parks, Inc., and MGS Group of Companies. He also once shared his competence in other industries such as Northern Foods, Corp., Kilusang Kabuhayan at Kaunlaran, and the Ateneo de Zamboanga University, where he served as Finance and Treasury Manager, Chief Financial Specialist, and Instructor in Economics, respectively.

ANITA B. QUITAIN, Non-Executive Director

Age: 74

Date of First Appointment: February 28, 2017

Academic Background:

Ms. Quitain has a Bachelor of Science Degree in Elementary Education from the University of Mindanao. She also completed two (2) years of Masters in Public Administration (37 units) for Career Civil Service Eligibility.

Business and Professional Background/ Experience:

Ms. Quitain is currently a Commissioner of the Social Security System (SSS). She previously held the following SSS positions: Section Head of Membership, Real Estate, Operations, Accounting, Membership Assistance Center and Sickness, Maternity and Disability in Region 9. She also headed the SSS Representative Office in Digos, Davao del Sur. Ms. Quitain officially retired from the SSS in 2009 after thirty-one (31) years of continuous and dedicated service.

JOSEPH H.P. NG Non-Executive Director

Age: 57

Date of First Appointment: January 30, 2019

Academic Background:

Mr. Ng received an MBA and a Professional Diploma in Accountancy from Hong Kong Polytechnic University. He is a member of the Hong Kong Institute of Certified Public Accountants, the Association of Chartered Certified Accountants and the Institute of Chartered Accountants in England and Wales.

Business and Professional Background/ Experience:

Mr. Ng. joined First Pacific in 1988 from PriceWaterhouse's audit and business advisory department in Hong Kong. He was appointed as Associate Director in April 2019. Prior to that, he was Executive Vice President of Group Finance and served in several senior positions within First Pacific Group ("the Group"), including as the Head of Finance of the Group's regional telecom division and a director of a number of the Group's telecom joint ventures in India, Indonesia and China. Mr. Ng is a Commissioner of PT Indofood Sukses Makmur Tbk and a Non-Executive Director of Philex Mining Corporation and PXP Energy Corporation, which are First Pacific Group subsidiary and associate.

RICHARD P.C. CHAN Non-Executive Director

Age: 50

Date of First Appointment: January 30, 2019

Academic Background:

Mr. Chan received a BBA (Hons) degree from Hong Kong Baptist University and an MBA from the Chinese University of Hong Kong. He is a Certified Public Accountant (Practising), a CFA Charterholder and a Fellow of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants. He has experience in auditing, accounting, finance and management spanning a diverse range of business activities. He serves as a Non-executive Director of Philex Mining Corporation since January 2019, which is First Pacific Group associate.

Business and Professional Background/ Experience:

Mr. Chan joined First Pacific in 1996 from KPMG. Prior to his appointment as Executive Vice President, Group Financial Controller in April 2019, Mr. Chan was Vice President, Group Financial Controller.

***BAI NORHATA DEMARUNSING MACATBAR ALONTO** Non-Executive Director

Age: 70

Date of First Appointment: February 24, 2021

Academic Background:

Ms. Alonto received an MA in Psychology at the University of the Philippines in 1976 and graduated AB Psychology at Philippine Women's University in 1970

Business and Professional Background/ Experience:

Ms. Alonto was appointed as a Commissioner at Social Security Commission at December 2019. She is a member of Information Technology & Collection and Coverage Committee and Executive Committee. She is a Director of Ionics Inc. Member, and Philam Life Tower. She was also Head Secretariat, All Moro Convention, Mindanao, November 2017. She was the Chief of Staff to the Chairman, Mindanao Development Authority from October 2017 to May 2019.

She worked in the Office of President from 2003 to 2004 as a member of the Board of Directors in ARMM Social Fund Board and Bataan Shipyard and Engineering Corporation and a Commissioner of Presidential Commission for Urban Poor from 2001-2002 and Presidential Assistant for Muslim Mindanao from 1999-2001.

She was a College Instructor, College of Arts and Sciences, Mindanao State University, 1972-1979 and Guidance Counselor, Preparatory High School, Mindanao State University, 1972-1979.

She is currently serving as President of Philippine Muslim Women Council, a Vice President of 16th President Cabinet Spouses Foundation and a Regional Governor of National Council of Women in the Philippines.

Directorships in Other Publicly-Listed Companies

Name	Listed Company	Type of Directorship
Manuel V. Pangilinan	PLDT, Inc. Metro Pacific Investments Corp. Roxas Holdings, Inc. Manila Electric Company PXP Energy Corp.	Executive Non-Executive Non-Executive Non-Executive Non-Executive
Michael G. Regino	Union Bank of the Philippines	Non-Executive
Wilfredo A. Paras	GT Capital Holdings, Inc.	Non-Executive
Barbara Anne C. Migallos	Mabuhay Vinyl Corp.	Non-Executive
Marilyn A. Victorio-Aquino	PXP Energy Corp. Lepanto Consolidated Mining Company	Non-Executive Non-Executive
Oscar J. Hilado	PHINMA Corp. Rockwell Land Corp. Roxas Holdings, Inc. A. Soriano Corp.	Non-Executive Independent Independent Independent
Eulalio B. Austin, Jr.	PXP Energy Corp.	Non-Executive
Diana Pardo Aguilar	Security Bank Corporation IONICS, Inc. PXP Energy Corp	Non-Executive Non-Executive Non-Executive

*Ms. Diana Pardo-Aguilar resigned February 19, 2021 and was replaced by Ms. Bai Norhata Demarunsing Macatbar Alonto on February 24, 2021

Executive Officers

The following persons are the present Executive Officers of the Company:

EULALIO B. AUSTIN, JR. – 59, Filipino citizen. Mr. Austin has been a Director of PMC and PGPI since June 29, 2011 and was re-elected on June 24, 2015. He became President and Chief Operating Officer on January 1, 2012 and President and Chief Executive Officer of the Company on April 3, 2013. He previously served the Company as its Senior Vice President for Operations and Padcal Resident Manager in 2011, Vice President & Resident Manager for Padcal Operations from 2004 to 2010, Mine Division Manager (Padcal) from 1999 to 2003, Engineering Group Manager in 1998 and Mine Engineering & Draw Control Department Manager from 1996 to 1998.

Mr. Austin concurrently serves as Director of PXP Energy Corporation and Silangan Mindanao Mining Co., Inc. Outside of Philex Mining, he is a member of the Chamber of Mines of the Philippines' Board of Trustees. Mr. Austin also sits as a member of the Executive Committee of the Board of Trustees and serves as the Chairman of the Membership Committee as well as the Towards Sustainable Mining Initiative Committee. Mr. Austin is a Competent Person on Mining. He was awarded Most Outstanding Engineer in Mine Management by the Philippine Society of Mining Engineers (PSEM) in 2016, aside from being the Founding President of PSEM's Philex Chapter. He was also recognized as the CEO of the Year on Mining by The Asset last December 14, 2015 in Hong Kong and was recently an Asia Pacific Entrepreneurship Awardee by the Enterprise Asia, awarded November 2016.

BARBARA ANNE C. MIGALLOS – 66, Filipino citizen. Ms. Migallos has been a Director of the Company and PGPI since June 26, 2013 and was re-elected on June 24, 2015. She is also the Company's Corporate Secretary since July 1998. Ms. Migallos is also Director and Corporate

Secretary of PXP Energy Corporation, and Corporate Secretary of Silangan Mindanao Mining Co., Inc. and Lascogon Mining Corporation. She is the Managing Partner of the Migallos & Luna Law Offices. Ms. Migallos has also been a Director of Mabuhay Vinyl Corporation since 2000 and the Philippine Resins Industries since 2001, and Corporate Secretary of Eastern Telecommunications Philippines, Inc. since 2005 and Nickel Asia Corporation since 2010. She is also a professorial lecturer in insurance law and securities regulation law at the De La Salle University College of Law. Ms. Migallos graduated cum laude from the University of the Philippines, with a Bachelor of Arts degree, and finished her Bachelor of Laws degree as cum laude (salutatorian) also at the University of the Philippines. She placed third in the 1979 Philippine Bar Examination.

ROMEO B. BACHOCO - 60, Filipino Citizen. Mr. Bachoco has been appointed as the Company's Senior Vice President for Finance, Chief Finance Officer and Treasurer since August 2019. He is a seasoned corporate professional with a diverse background in finance and commercial operations. He previously held the following senior management positions namely as Chief Operating Officer of XRC Mall Developer, Inc. (XentroMalls), Executive Vice-President and Head of Retail and Business Development of Seaoil Philippines, Inc., Executive Vice-President and Chief Operating Officer of Double Dragon Properties Corp., Executive Vice-President and Chief Finance Officer of Golden Arches Development Corp. (McDonalds Philippines) and Eastern Telecommunications Philippines. Mr. Bachoco graduated Cum Laude with a Bachelor of Science Degree in Business Administration, Major in Accounting, from the University of the Philippines Visayas and is a licensed Certified Public Accountant. He also obtained his Master in Business Administration from the Ateneo Graduate School of Business under the Ateneo-Regis Program. He is also a visiting professional lecturer in financial management at the Ateneo Graduate School of Business.

VICTOR A. FRANCISCO – 56, Filipino citizen. Mr. Francisco has been Vice President for Environment and Community Relations since January 2, 2009. He was previously Group Manager for Corporate Environment and Community Relations in 2007, Department Manager—Corporate Environment and Community Relations in 1999 and Assistant Manager—Corporate Environmental Affairs in 1997. Mr. Francisco completed a Bachelor of Science Degree in Community Development at the University of the Philippines in 1987. He also obtained a Master's in Environmental Science and Management degree at the University of the Philippines campus in Los Banos, Laguna in 1995.

VIC MORRIS A. YODONG - 66, Filipino citizen. Mr. Yodong was appointed and assumed the position of Vice President and Padcal Resident Manager on March 11, 2019. Mr. Yodong is licensed mining engineer with over forty years of industry experience from both local and international mining companies. He graduated with a Bachelor of Science in Mining Engineering Degree from Adamson University.

JONAS EMANUEL S. SANTOS, 43, Filipino citizen. Mr. Santos was appointed and assumed the position as Vice President and General Counsel of Philex Mining Corporation on April 01, 2019. Mr. Santos was formerly the Corporate Counsel of Chevron Philippines, Inc. and Senior Associate at Sycip Salazar Hernandez & Gatmaitan. He graduated with a Bachelor of Science in Management Engineering Degree from the Ateneo de Manila University and obtained his Bachelor of Laws from the University of the Philippines Diliman.

Mr. Michael T. Toledo served as the Company's Senior Vice President for Public and Regulatory Affairs up to December 30, 2020.

While all employees are expected to make a significant contribution to the Company, there is no one particular employee, not an executive officer, expected to make a significant contribution to the business of the Company on his own.

The Company is not aware of any adverse events or legal proceedings during the past five (5) years that are material to the evaluation of the ability or integrity of its directors or executive

officers. Note 32 of the Notes to the Consolidated Financial Statements of the Exhibits in Part V, Item 14 is also hereto incorporated by reference.

There are no family relationships up to the fourth civil degree of consanguinity among any of the directors and executive officers.

No director has resigned or declined to stand for re-election because of disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Item 10. Executive Compensation

There are no arrangements for additional compensation of directors other than that provided in the Company's By-Laws which provides compensation to the directors, at the Board's discretion to determine and apportion as it may deem proper, an amount up to 1.5% percent of the Company's net income before tax of the preceding year. No payment made in 2020 as the Company reported a net loss in 2019 which was the basis for the directors' compensation for 2020. Payments made in 2019, 2018 and 2017 amounted to Php1.3 million, Php16.3 million and Php16.9 million, respectively.

Effective March 2015, the Directors' per diem increased to Php40,000 per Board meeting attended and Php30,000 per Board committee participation, and are deductible from the annual directors' compensation provided under Section 7 of the Company's By-laws. Previously, the rate per attendance for both Board and Board committee meeting was at Php8,000. In the event that financial results warrant the payment of the annual directors' compensation under the Company's by-laws, such directors' compensation shall be inclusive of the annual total per diem paid to directors. The total amount of per diem paid in 2020, 2019, 2018 and 2017 were Php5.5 million, Php7.0 million, Php5.5 million and Php6.6 million, accordingly.

There is no executive officer with contracts or with compensatory plan or arrangement having terms or compensation significantly dissimilar to the regular compensation package, or separation benefits under the Company's group retirement plan, for the managerial employees of the Company.

The Stock Option Plan approved in June 2011 has expired in 2020 upon the expiration of the last outstanding option grant. The Plan covered a maximum of 246,334,118 shares equivalent to 5% of the Company's outstanding shares of 4,926,682,368 as of June 29, 2011. This plan was approved by the SEC in February 2013, which approval was received by the Company in March 2013. Note 29 of the Notes to Consolidated Financial Statements of the Exhibits in Part V, Item 14 on the Company's Stock Option Plan is hereby incorporated for reference.

The following table shows the summary compensation of the directors and officers for the past two completed fiscal years and estimated to be paid in the ensuing fiscal year. Starting 2008, stock option exercises of the Company's non-management directors, consisting of the difference between the market and exercise prices at the time of option exercise, are considered as director's fee for purposes of the table.

SUMMARY COMPENSATION TABLE

(in Php million)

a) Aggregate Compensation of All Directors

	Year	Director's Fee	Bonus	Others
All Directors as a Group (excluding Mr. Austin whose	2021 Estimate	Php7.300	-	

Director's Fees were reported under compensation of Executive Officers)	2020	Php5.090	
	2019	Php7.610	-
	2018	Php19.885	-

b) Chief Executive Officer and Four Most Highly Compensated Executive Officers

Name and Principal Position	Year	Salary	Bonus	Others
Eulalio B. Austin, Jr. Romeo B. Bachoco Victor A. Francisco Vic Morris A. Yodong Jonas Emanuel S. Santos	2021 Estimate	Php50.418	Php4.202	
Eulalio B. Austin, Jr. Romeo B. Bachoco Michael T. Toledo Victor A. Francisco Vic Morris A. Yodong Jonas Emanuel S. Santos <i>*All executive officers, comprising of 6, were included to avoid indirectly disclosing the salary of one officer if excluded</i>	2020	Php62.836	Php31.257	
	2019	Php56.444	Php9.815	
Eulalio B. Austin, Jr. Danny Y. Yu Michael T. Toledo Redempta P. Baluda Joan A. De Venecia-Fabul	2018	Php59.085	Php11.067	

c) Aggregate Compensation of All Executive Officers

	Year	Salary	Bonus	Others
All Executive Officers as a Group	2021 Estimate	Php50.418	Php4.202	
	2020	Php62.838	Php31.517	
	2019	Php56.444	Php9.815	
	2018	Php63.158	Php12.307	

d) Aggregate Compensation of all Directors and Executive Officers

	Year	Director's Fees and Salary	Bonus	Others
All Directors and Executive Officers	2021 Estimate	Php57.718	Php4.202	
	2020	Php67.926	Php31.517	
	2019	Php64.054	Php9.815	
	2018	Php83.403	Php12.307	

Individual Director Remuneration

In 2020, a total of Php5.530 million was paid to all executive and non-executive directors, details of which are as follows:

Name	Position	Amount <i>(Php Millions)</i>
Manuel V. Pangilinan	Chairman	0.280
Eulalio B. Austin, Jr.*	President & CEO	
Marilyn A. Victorio-Aquino	Non-Executive Director	0.620
Pin Cheung Chan	Non-Executive Director	0.380
Oscar J. Hilado	Independent Director	0.670
Barbara Anne C. Migallos	Executive Director	0.650
Joseph Ng	Non-Executive Director	0.670
Wilfredo A. Paras	Independent Director	0.530
Diana Pardo-Aguilar	Non-Executive Director	0.380
Michael G. Regino	Non-Executive Director	0.470
Anita B. Quitain	Non-Executive Director	0.440
Total		5.530

Item 11. Security Ownership of Certain Beneficial Owners and Management

Security Ownership of Certain Record and Beneficial Owners

The list of registered stockholders owning five (5%) percent or more of the Company's stock as of December 31, 2020 are as follows:

Title of Class	Name and Address of Record Owner and Relationship to Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares	%
Common	Asia Link B.V. Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands	Asia Link B.V. (See Note 1)	Non-Filipino	1,023,275,990	20.7
Common	Social Security System c/o Loans and Investment Office, 7/F SSS Building, Diliman, Quezon City	Social Security System (See Note 2)	Filipino	992,679,729	20.1
Common	PCD Nominee Corp. 37/F Tower 1, The Enterprise Center, 6766 Ayala Avenue, Makati City	(See Note 3)	Filipino/Non-Filipino	1,030,409,475	20.86
Common	Two Rivers Pacific Holdings Corp. 10/F Net One Center, 26 th Street corner 3 rd Avenue,	Two Rivers Pacific Holdings Corp. (See Note 4)	Filipino	738,871,510	15.0

	Bonifacio Global City, Taguig				
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- ¹ Asia Link B.V., is a wholly-owned subsidiary of First Pacific Company Limited (FPC).
- ² Total shares held by the Social Security System (SSS) is inclusive of 25,646,960 shares lodged under PCD Nominee Corporation as of December 31, 2020.
- ³ PCD Nominee Corporation (PCD) is a nominee of the Philippine Depository & Trust Corporation and the registered owner of the shares recorded in the books of the Company's stock transfer agent. A total of 1,030,409,475 shares as shown above as of December 31, 2020 are exclusive of the 25,646,960 shares owned by SSS which are included as part of the total shareholdings of SSS as indicated. PCD is private entity organized by major institutions actively participating in the Philippine capital markets to implement an automated book-entry system of handling securities transactions. Other than SSS whose shares lodged with PCD were excluded and presented separately, there are no participants under the PCD account owning more than 5% of the voting securities of the Company.
- ⁴ Two Rivers Pacific Holdings Corporation is a local entity represented by Ms. Marilyn A. Victorio-Aquino and Mr. Eulalio B. Austin, Jr. in its Board of Directors.

Security Ownership of Management

The beneficial ownership of the Company's directors and executive officers as of December 31, 2020 follows:

Title of Class	Beneficial Owner	Nature of Ownership	Citizenship	Number of Shares	%
Directors					
Common	Manuel V. Pangilinan	Direct	Filipino	4,655,000	0.09
Common	Eulalio B. Austin Jr.	Direct	Filipino	1,360,937	0.03
Common	Barbara Anne C. Migallos	Direct	Filipino	203,875	-
Common	Michael G. Regino	Direct	Filipino	1	-
Common	Diana Pardo Aguilar	Direct	Filipino	1	-
Common	Anita B. Quitain	Direct	Filipino	1	-
Common	Marilyn A. Victorio-Aquino	Direct	Filipino	500,100	0.01
Common	Oscar J. Hilado	Direct	Filipino	173	-
Common	Joseph Ng	Direct	British	1	-
Common	Ping Cheung "Richard" Chan	Direct	Chinese	1	-
Common	Wilfredo A. Paras	Direct	Filipino	1	-
Key Officers					
Common	Romeo B. Bachoco	Direct	Filipino	-	-
Common	Jonas Emanuel S. Santos	Direct	Filipino	-	-
Common	Vic Morris A. Yodong	Direct	Filipino	-	-
Common	Victor A. Francisco	Direct	Filipino	50,000	-
Directors and Key Officers as a Group				6,810,091	0.13

The above directors and executive officers have no indirectly owned shares other than the above.

Voting Trust/Changes in Control

There is no voting trust holder of 5% or more of the Company's stock. There are no arrangements which may result in a change in control of the Company.

Item 12. Certain Relationships and Related Transactions

The Company's significant related party transactions as of December 31, 2020, 2019, 2018 and 2017, which are under terms that are no less favorable than those arranged with third parties, and account balances are as follows:

a) Advances from PMC to SMMCI and SMECI

PMC, owning directly and indirectly 100% of SMMCI and SMECI, provides the funds to SMMCI, through SMECI since 2011 and directly thereafter, for the Silangan project's expenditures since the Company's acquisition of Anglo American's interest in the Silangan Project in 2009. These advances, which were intended to be converted into equity, amounted to Php2.327 billion, Php2.144 billion, Php1.654 billion and Php1.295 billion as of December 31, 2020, 2019, 2018 and 2017, respectively. In February 2015, the Company infused all outstanding advances amounting to Php7.208 billion as equity.

b) Advances from PMC to PXP Energy

PMC made cash advances to PXP Energy Corporation (PXP Energy) for its additional working capital requirements, and for the acquisition of equity in FEP, PERC and Pitkin. These advances were covered by a pledge agreement between PMC and PXP Energy wherein certain shares of stocks owned by PXP Energy were pledged to secure the advances. On October 26, 2018, PMC and PXP Energy signed a subscription agreement wherein PMC will subscribe to 260 million common shares of PXP Energy for a total consideration of Php3.081 billion. PXP Energy's proceeds from the subscription agreement will be utilized by PXP Energy for the repayment of its advances from PMC. On August 5, 2019, a deed of assignment was entered into by Brixton Energy and Mining Corporation (BEMC, a subsidiary of PXP Energy) transferring Brixton receivables from PMC to PXP Energy amounting to Php738 million. As of December 31, 2019, PXP Energy paid Php2.897 billion to PMC to settle all PXP Energy advances, including the Brixton receivables which reduced the advances to nil from Php1.387 billion as at end 2018 and Php2.169 billion as of December 31, 2017.

As of December 31, 2020, the Company has an outstanding subscription payable to PXP Energy amounting to Php121 million after settling Php2.960 billion of the total subscription of Php3.081 billion that brought PMC's interest in PXP Energy from 19.8% to 30.4%.

c) Issuance of Convertible Bonds to FPC and SSS by SMECI

In December 2014, SMECI and PMC, as the co-issuer, issued 8-year convertible bonds with a face value of Php7.2 billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share one year after the issue date. The carrying value of loans payable amounted to Php8.182 billion, Php7.743 billion, Php7.333 billion and Php6.950 billion as of December 31, 2020, 2019, 2018 and 2017, respectively.

Note 12 and 26 of the Notes to Consolidated Financial Statements of the Exhibits in Part V, Item 14 on Related Party Transactions, is incorporated hereto by reference.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

Philex Mining Corporation is principally committed to the highest standards of corporate governance and transparency in the conduct of its business. Through the years, the Company

has reinforced its governance framework by broadening its scope to include initiatives associated with social responsibility and environmental stewardship. To ensure constant improvement, PMC regularly benchmarks its procedures against internationally-recognized and globally-accepted best corporate practices. Since 2015, PMC has constantly maintained its top-tier standing among local peers in the annual ASEAN Corporate Governance Scorecard rankings. For 2018, the Company formalized new policies on Succession Planning, Board Diversity, Information Technology Governance and assessment forms for Key Officers to further strengthen its overall governance structure.

The Company has adopted a Manual of Corporate Governance and is generally compliant with the Code of Corporate Governance of the Securities and Exchange Commission and Corporate Governance Guidelines of the Philippine Stock Exchange, including all other pertinent regulations for publicly-listed entities.

The Company's 2019 Integrated Annual Corporate Governance Report will be submitted on or before July 30, 2020.

PART V - EXHIBITS AND SCHEDULES

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

Date	Subject of Report
February 27, 2020	Press Release: 2019 Results Notice of Cash Dividend Notice of Annual Stockholders Meeting Notice of Analysts and Investors Briefing
February 28, 2020	Philex Mining Audited Financial Statement
March 3, 2020	Padcal Remaining Mineral Resources as of Dec 31 2019 Padcal Remaining Proved Reserves as of Dec 31 2019
March 13, 2020	Report on the Risks, Mitigating Measures and Impact of the COVID-19 on Business Operations.
March 24, 2020	Update on the Dividends Payable March 27, 2020
April 13, 2020	Postponement of Philex Annual General Stockholders' Meeting to July 15, 2020
April 13, 2020	Notice of Philex Annual General Stockholders' Meeting
May 20, 2020	Press Release: Q1 2020
May 21, 2020	Joint Analysts and Investors Briefing
May 28, 2020	Amended Notice of AGM
June 15, 2020	Results of Organizational Meetings
June 30, 2020	Joint Analysts and Investors Briefing
June 30, 2020	Press Release: First Half of 2020
October 23, 2020	COVID Related Disclosure
October 27, 2020	COVID Related Disclosure
October 29, 2020	Notice of Joint Analysts and Investors Briefing – Q3 2020
October 29, 2020	Press Release Philex 9M2020
December 21, 2020	PSE Disclosure MPSA 149 renewal
December 29, 2020	PSE Disclosure Retirement of MTT
February 19, 2021	Change in Directors (Resignation of MS. Diana Pardo-Aguilar)
February 22, 2021	Remaining Mineral Reserves -Padcal Mine Remaining Mineral Resource of Padcal
February 24, 2021	Press Release on 2020 Results Notice of AGM Cash Dividend
February 26, 2021	Appointment of New Director- SSS Commissioner Alonto
March 2, 2021	Clarification on News Report

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Mandaluyong on April 28th 2021.


EULALIO B. AUSTIN, JR.
President & Chief Executive Officer


BARBARA ANNE C. MIGALLOS
Corporate Secretary


ROMEO B. BACHOCO
Chief Finance Officer


PARALUMAN M. NAVARRO
Assistant Vice-President
Corporate Finance

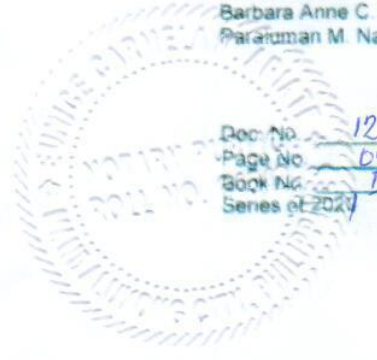
SUBSCRIBED AND SWORN TO before me this 26th day of April 2021 at Mandaluyong City.
Affiants exhibiting to me their Competent Evidence of Identity indicated opposite their names:

Name

Eulalio B. Austin, Jr.
Romeo B. Bachoco
Barbara Anne C. Migallos
Paraluman M. Navarro

Competent Evidence of Identity

Passport No. P9041046A; valid until October 04, 2028
Passport No. P0404617B; valid until January 24, 2029
Passport No. P7148981A; valid until May 10, 2028
Passport No. P1430237B; valid until April 10, 2029


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Series of 2021


EUNICE CARMELA M. ARIATE
NOTARY PUBLIC FOR AND IN THE CITY OF MANDALUYONG
APPOINTMENT NO. 9587-21 (2021-2022)
COMMISSION EXPIRES ON DECEMBER 31, 2022
2nd Floor, LaunchPad, Reliance St. cor. Sheridan St.,
Mandaluyong City, 1550
PTR No. 4579875 - 1/11/21 Mandaluyong City
IBP No. 153592 - 1/18/21 Pasig City; PPLM Chapter
Roll of Attorneys No. 64542



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

SECURITIES AND EXCHANGE COMMISSION

Roxas Boulevard, Pasay City

The management of Philex Mining Corporation is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended December 31, 2020, 2019 and 2018, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

MANUEL V. PANGILINAN
Chairman of the Board

EULALIO B. AUSTIN, JR.
President & CEO

ROMEO B. BACHOCO
Chief Finance Officer



Statement of Management's Responsibility for Financial Statements
Page 2

Subscribed and sworn to before me this APR 20 2021 at Mandaluyong City, affiants exhibiting to me their respective ID No. indicated opposite their names:

Name

Manuel V. Pangilinan
Eulalio B. Austin, Jr.
Romeo B. Bachoco

SSS No. 03-1881608-3
SSS No. 01-0618335-5
CRN-0003-7188232-6

Doc. No. 14
Page No. 4
Book No. 1
Series of 2021

Notary Public

A handwritten signature in blue ink, appearing to read "Eunice M. Ariate", is written over the printed name.

EUNICE CARMELA M. ARIATE
NOTARY PUBLIC FOR AND IN THE CITY OF MANDALUYONG
APPOINTMENT NO. 0587-21 (2021-2022)
COMMISSION EXPIRES ON DECEMBER 31, 2022
2nd Floor, LaunchPad, Reliance St. cor. Sheridan St.,
Mandaluyong City, 1550
PTR No. 4579875 - 1/11/21 Mandaluyong City
IBP No. 153592 - 1/18/21 Pasig City; PPLM Chapter
Roll of Attorneys No. 64542

COVER SHEET

for AUDITED FINANCIAL STATEMENTS

SEC Registration Number

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COMPANY NAME

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

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

2	n	d		f	l	o	o	r		L	a	u	n	c	h	P	a	d	,		R	e	l	i	a	n	c	e	
S	t	r	e	e	t		c	o	r	n	e	r		S	h	e	r	i	d	a	n		S	t	r	e	e	t	,
M	a	n	d	a	l	u	y	o	n	g		C	i	t	y	,		M	e	t	r	o		M	a	n	i	l	a

Form Type

1	7	-	A
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Department requiring the report

N	/	A	
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Secondary License Type, If Applicable

N	/	A	
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COMPANY INFORMATION

Company's Email Address

philex@philexmining.com.ph

Company's Telephone Number

(632) 8631-1381

Mobile Number

No. of Stockholders

43,976

Annual Meeting (Month / Day)

07/15

Fiscal Year (Month / Day)

12/31

CONTACT PERSON INFORMATION

The designated contact person MUST be an Officer of the Corporation

Name of Contact Person

Romeo B. Bachoco

Email Address

rbbachoco@philexmining.com.ph

Telephone Number/s

(632) 8631-1381

Mobile Number

CONTACT PERSON'S ADDRESS

2nd floor LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila

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

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



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Philex Mining Corporation
2nd floor LaunchPad,
Reliance Street corner Sheridan Street
Mandaluyong City, Metro Manila

Opinion

We have audited the consolidated financial statements of Philex Mining Corporation and its Subsidiaries (the Group) which comprise the consolidated statements of financial position as at December 31, 2020 and 2019, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2020, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2020, in accordance with accounting principles generally accepted in the Philippines applied on the basis described in Note 2 to the consolidated financial statements.

Basis for Opinion

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

Key Audit Matters

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



We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Recoverability of Deferred Exploration Costs

As at December 31, 2020, the carrying value of the Group's deferred exploration costs amounted to ₱27.37 billion. Under PFRS 6, Exploration for and Evaluation of Mineral Resources, these deferred exploration costs shall be assessed for impairment when facts and circumstances suggest that the carrying amounts exceeds the recoverable amounts. The ability of the Group to recover its deferred exploration costs would depend on the commercial viability of the reserves. We considered this as a key audit matter because of the materiality of the amount involved, and the significant management judgment required in assessing whether there is any indication of impairment.

The Group's disclosures about deferred exploration costs are included in Note 13 to the consolidated financial statements.

Audit response

We obtained management's assessment on whether there is any indication that deferred exploration costs may be impaired. We reviewed the summary of the status of each exploration project as of December 31, 2020. We reviewed the contracts and agreements, and the budget for exploration and development costs. We inspected the licenses/permits of each exploration project to determine that the period for which the Group has the right to explore in the specific area has not expired, will not expire in the near future, and will be renewed accordingly. We also inquired about the existing concession areas that are expected to be abandoned or any exploration activities that are planned to be discontinued in those areas.

Recoverability of the carrying value of property, plant and equipment

The carrying value of the Group's property, plant and equipment amounted to ₱3.04 billion after allowance for impairment loss amounting to ₱2.47 billion as of December 31, 2020. The impairment mainly relates to mine and mining properties. Under PAS 36, Impairment of Assets an entity is required to assess whether indicators for impairment exist and if they exist, an impairment test is required. We consider this as a key audit matter because the assessment of the recoverability of the carrying value of property, plant and equipment requires significant judgment and involves estimation and assumptions about future cash flows and discount rates.

The Group's disclosures about property, plant and equipment are included in Note 10 to the consolidated financial statements.



Audit response

We reviewed management's assessment of the recoverability of the carrying value of mine and mining properties by evaluating whether indicators for potential impairment exist. We compared the assumptions used in forecasting the future cash flows against the budget business plans, published forecasted metal prices, forecasted foreign exchange rates and historical production costs. We compared the forecasted production quantities against the estimated ore reserves declared by the competent person's report. We involved our internal specialist to assist us in testing the parameters used in the determination of the discount rate against market data.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020 but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020 are expected to be made available to us after the date of this auditor's report.

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

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

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the Philippines applied on the basis described in Note 2 to the consolidated financial statements, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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



Auditor's Responsibilities for the Audits of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.



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

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

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

The engagement partner on the audit resulting in this independent auditor's report is
Alexis Benjamin C. Zaragoza III.

SYCIP GORRES VELAYO & CO.



Alexis Benjamin C. Zaragoza III

Partner

CPA Certificate No. 109217

Accreditation No. 109217-SEC (Group A)

Valid to cover audit of 2019 to 2023

financial statements of SEC covered institutions

Tax Identification No. 246-663-780

BIR Accreditation No. 08-001998-129-2019,

November 27, 2019, valid until November 26, 2022

PTR No. 8534389, January 4, 2021, Makati City

February 24, 2021



PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Amounts in Thousands, Except Par Value Per Share)

	December 31	
	2020	2019
ASSETS		
Current Assets		
Cash and cash equivalents (Note 6)	₱1,191,479	₱795,709
Accounts receivable - net (Note 7)	369,898	416,154
Inventories - net (Note 8)	1,343,366	1,043,748
Other current assets - net (Note 9)	539,950	665,768
Total Current Assets	3,444,693	2,921,379
Noncurrent Assets		
Property, plant and equipment - net (Note 10)	3,042,982	3,185,283
Financial assets measured at FVOCI (Note 11)	113,973	120,898
Investment in associates - net (Notes 12 and 34)	4,161,328	4,208,339
Deferred exploration costs (Notes 1, 13, 20 and 32)	27,365,125	26,616,343
Pension asset - net (Note 21)	310,332	223,775
Other noncurrent assets (Note 14)	500,882	622,710
Total Noncurrent Assets	35,494,622	34,977,348
TOTAL ASSETS	₱38,939,315	₱37,898,727
LIABILITIES AND EQUITY		
Current Liabilities		
Loans payable (Note 15)	₱1,776,851	₱2,531,750
Accounts payable and accrued liabilities (Notes 16 and 32)	1,692,763	1,608,003
Subscription payable (Note 12)	123,345	186,531
Income tax payable	74,300	53,284
Dividends payable (Note 28)	553,610	549,632
Total Current Liabilities	4,220,869	4,929,200
Noncurrent Liabilities		
Loans and bonds payable (Note 15)	8,182,002	7,743,020
Deferred tax liabilities - net (Notes 3 and 27)	2,293,314	2,218,550
Provision for losses and mine rehabilitation costs (Notes 10 and 32)	16,911	39,029
Total Noncurrent Liabilities	10,492,227	10,000,599
Total Liabilities	14,713,096	14,929,799
Equity Attributable to Equity Holders of the Parent Company		
Capital stock - ₱1 par value (Note 28)	4,940,399	4,940,399
Additional paid-in capital	1,143,981	1,143,981
Retained earnings (Note 28)		
Unappropriated	4,734,469	3,471,281
Appropriated	10,500,000	10,500,000
Net unrealized gain on financial assets measured at FVOCI (Note 11)	31,859	37,745
Equity conversion option (Note 15)	1,225,518	1,225,518
Net revaluation surplus (Note 4)	1,572,385	1,572,385
Effect of transactions with non-controlling interests	77,892	77,892
	24,226,503	22,969,201
Non-controlling interests (Note 28)	(284)	(273)
Total Equity	24,226,219	22,968,928
TOTAL LIABILITIES AND EQUITY	₱38,939,315	₱37,898,727

See accompanying Notes to Consolidated Financial Statements.



PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(Amounts in Thousands, Except Earnings per Share)

	Years Ended December 31		
	2020	2019	2018
REVENUES (Note 17)	₱7,833,713	₱6,789,566	₱7,640,306
COSTS AND EXPENSES (Note 18)			
Production costs	4,215,573	4,387,787	4,407,889
Depletion, amortization and depreciation	1,252,204	1,814,331	1,600,521
Excise taxes and royalties	543,238	427,211	506,490
General and administrative expenses	287,133	287,334	305,631
	6,298,148	6,916,663	6,820,531
OTHER (CHARGES) INCOME			
Foreign exchange gain (losses) - net (Note 23)	99,115	93,072	(121,176)
Share in net losses of associates (Note 12)	(47,011)	(118,335)	(40,936)
Interest income (Note 6)	981	1,571	2,275
Provisions for impairment losses - net of reversal (Notes 8, 10, 12, and 26)	(1,900)	(848,560)	(67,033)
Others - net	(56,426)	(4,266)	91,160
	(5,241)	(876,518)	(135,710)
INCOME (LOSS) BEFORE INCOME TAX	1,530,324	(1,003,615)	684,065
PROVISION (BENEFIT FROM) FOR INCOME TAX (Note 27)			
Current	234,407	143,019	275,408
Deferred	67,620	(498,841)	(199,799)
	302,027	(355,822)	75,609
NET INCOME (LOSS)	₱1,228,297	(₱647,793)	₱608,456
Net Income (Loss) Attributable to:			
Equity holders of the Parent Company	₱1,228,308	(₱647,778)	₱608,456
Non-controlling interests (Note 28)	(11)	(15)	—
	₱1,228,297	(₱647,793)	₱608,456
Basic/Diluted (Loss) Earnings Per Share (Note 30)	₱0.249	(₱0.131)	₱0.123

See accompanying Notes to Consolidated Financial Statements.



PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousands)

	Years Ended December 31		
	2020	2019	2018
NET INCOME (LOSS)	₱1,228,297	(₱647,793)	₱608,456
OTHER COMPREHENSIVE INCOME (LOSS)			
<i>Items not to be reclassified to profit or loss in subsequent periods:</i>			
Remeasurement gains (losses) on pension obligation plans (Note 21)	120,406	(121,270)	9,946
Income tax effect	(36,122)	36,382	(9,073)
Unrealized loss on financial assets measured at FVOCI (Note 11)	(5,886)	2,404	40,872
	78,398	(82,484)	41,745
OTHER COMPREHENSIVE INCOME (LOSS)	78,398	(82,484)	41,745
TOTAL COMPREHENSIVE INCOME (LOSS)	₱1,306,695	(₱730,277)	₱650,201
Total Comprehensive Income (Loss) Attributable to:			
Equity holders of the Parent Company	₱1,306,706	(₱730,262)	₱650,201
Non-controlling interests (Note 28)	(11)	(15)	—
	₱1,306,695	(₱730,277)	₱650,201

See accompanying Notes to Consolidated Financial Statements.



PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Thousands)

Equity Attributable to Equity Holders of the Parent Company												
	Capital Stock (Note 28)	Additional Paid-In Capital	Retained Earnings (Note 28) Unappropriated	Appropriated	Net Unrealized Gain (Loss) on AFS Financial Assets (Note 11)	Net Unrealized Gain on financial asset measured at FVOCI	Equity Conversion Option (Note 15)	Net Revaluation Surplus (Note 4)	Effect of Transactions with Non-controlling Interests	Subtotal	Non-controlling Interests (Note 28)	Total
BALANCES AT DECEMBER 31, 2017	₱4,940,399	₱ 1,143,981	₱ 5,271,302	₱10,500,000	₱558	₱-	₱1,225,518	₱1,572,385	₱77,892	₱24,732,035	(₱258)	₱24,731,777
Effect of adoption of PFRS 9 - provision for expected credit losses	-	-	(1,312,243)	-	-	-	-	-	-	(1,312,243)	-	(1,312,243)
Reclassification of AFS financial assets to financial assets measured at FVOCI	-	-	-	-	(558)	558	-	-	-	-	-	-
Balances at January 1, 2018	4,940,399	1,143,981	3,959,059	10,500,000	-	558	1,225,518	1,572,385	77,892	23,419,792	(258)	23,419,534
Net income	-	-	608,456	-	-	-	-	-	-	608,456	-	608,456
<i>Items not to be reclassified to profit or loss in subsequent periods:</i>												
Remeasurements of pension obligation, net of tax (Note 21)	-	-	6,962	-	-	-	-	-	-	6,962	-	6,962
Unrealized gain on financial assets measured at FVOCI - net of related deferred income tax (Note 11)	-	-	-	-	-	34,783	-	-	-	34,783	-	34,783
Total comprehensive income	-	-	615,418	-	-	34,783	-	-	-	650,201	-	650,201
Declaration of dividends (Note 28)	-	-	(370,530)	-	-	-	-	-	-	(370,530)	-	(370,530)
BALANCES AT DECEMBER 31, 2018	₱4,940,399	₱1,143,981	₱4,203,947	₱10,500,000	₱-	₱35,341	₱1,225,518	₱1,572,385	₱77,892	₱23,699,463	(₱258)	₱23,699,205
Net loss	-	-	(647,778)	-	-	-	-	-	-	(647,778)	(15)	(647,793)
<i>Items not to be reclassified to profit or loss in subsequent periods:</i>												
Remeasurements of pension obligation, net of tax (Note 21)	-	-	(84,888)	-	-	-	-	-	-	(84,888)	-	(84,888)
Unrealized gain on financial assets measured at FVOCI - net of related deferred income tax (Note 11)	-	-	-	-	-	2,404	-	-	-	2,404	-	2,404
Total comprehensive loss	-	-	(732,666)	-	-	2,404	-	-	-	(730,262)	(15)	(730,277)
BALANCES AT DECEMBER 31, 2019	₱4,940,399	₱1,143,981	₱3,471,281	₱10,500,000	₱-	₱37,745	₱1,225,518	₱1,572,385	₱77,892	₱22,969,201	(₱273)	₱22,968,928



Equity Attributable to Equity Holders of the Parent Company													
	Capital Stock (Note 28)	Additional Paid-In Capital	Retained Earnings (Note 28)	Unappropriated	Appropriated	Net Unrealized Gain (Loss) on AFS Financial Assets (Note 11)	Net Unrealized Gain on financial asset measured at FVOCI (Note 11)	Equity Conversion Option (Note 15)	Net Revaluation Surplus (Note 4)	Effect of Transactions with Non-controlling Interests	Subtotal	Non-controlling Interests (Note 28)	Total
BALANCES AT DECEMBER 31, 2019	₱4,940,399	₱ 1,143,981	₱ 3,471,281	₱10,500,000	₱-	₱37,745	₱1,225,518	₱1,572,385	₱77,892	₱22,969,201	(₱273)	₱22,968,928	
Net income	-	-	1,228,308	-	-	-	-	-	-	-	1,228,308	(11)	1,228,297
Items not to be reclassified to profit or loss in subsequent periods:													
Remeasurements of pension obligation, net of tax (Note 21)	-	-	84,284	-	-	-	-	-	-	-	84,284	-	84,284
Unrealized loss on financial assets measured at FVOCI - net of related deferred income tax (Note 11)	-	-	-	-	-	(5,886)	-	-	-	-	(5,886)	-	(5,886)
Total comprehensive income	-	-	1,312,592	-	-	(5,886)	-	-	-	-	1,306,706	(11)	1,306,695
Declaration of dividends (Note 28)	-	-	(49,404)	-	-	-	-	-	-	-	(49,404)	-	(49,404)
BALANCES AT DECEMBER 31, 2020	₱4,940,399	₱1,143,981	₱4,734,469	₱10,500,000	₱-	₱31,859	₱1,225,518	₱1,572,385	₱77,892	₱24,226,503	(₱284)	₱24,226,219	

See accompanying Notes to Consolidated Financial Statements.

See accompanying Notes to Consolidated Financial Statements.



PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	Years Ended December 31		
	2020	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	₱1,530,324	(₱1,003,615)	₱684,065
Adjustments for:			
Depletion, amortization and depreciation (Note 20)	1,268,738	1,832,801	1,622,566
Unrealized foreign exchange (gains) losses and others - net	(145,143)	(133,433)	106,831
Share in net losses of associates (Note 12)	47,011	118,335	40,936
Movement in pension assets - net	33,017	14,842	13,961
Impairment losses on deferred exploration costs, property, plant and equipment and other assets - net (Notes 8, 10, 12, and 13)	1,900	1,586,375	1,379,276
Interest income (Note 6)	(981)	(1,571)	(2,275)
Gain on reversal of advances to a related party previously written off (Note 26)	—	(737,815)	—
Reversal of provision for expected credit losses on PXP receivables (Notes 2, 3, and 26)	—	—	(1,312,243)
Operating income before working capital changes	2,734,866	1,675,919	2,533,117
Decrease (increase) in:			
Inventories - net	(404,518)	93,833	379,516
Other current assets - net	125,818	91,524	249,708
Accounts receivable - net	46,256	(116,138)	690,588
Increase (decrease) in accounts payable and accrued liabilities	178,088	(182,936)	141,460
Cash generated from operations	2,680,510	1,562,202	3,994,389
Income taxes paid	(213,391)	(89,753)	(505,069)
Interest paid	(93,328)	(242,096)	(204,091)
Interest received	981	1,571	2,275
Net cash flows generated from operating activities	2,374,772	1,231,924	3,287,504
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to property, plant and equipment (Note 10)	(1,048,411)	(1,105,797)	(1,914,032)
Increase in deferred exploration costs and other noncurrent assets	(162,166)	(633,818)	(437,610)
Payment of subscription payable to PXP (Notes 12 and 26)	(63,186)	(2,126,450)	—
Payment of mine rehabilitation costs	(25,628)	(42,895)	(59,889)
Collections of advances to a related party (Note 26)	—	2,125,185	781,262
Decrease (increase) in financial assets measured at FVOCI	—	66	(1,125)
Additional investment in associate (Note 12)	—	—	(770,250)
Proceeds from sale of Property, plant and equipment	—	—	160,354
Net cash flows used in investing activities	(1,299,391)	(1,783,709)	(2,241,290)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from availment of short-term loans (Note 33)	304,960	3,681,384	1,033,790
Payments of:			
Short-term bank loans (Note 33)	(942,655)	(3,206,711)	(1,449,290)
Dividends (Note 28)	(45,426)	(1,363)	(348,371)
Net cash flows (used in) from financing activities	(683,121)	473,310	(763,871)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	3,510	3,217	5,086
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	395,770	(75,258)	287,429
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	795,709	870,967	583,538
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 6)	₱1,191,479	₱795,709	₱870,967

See accompanying Notes to Consolidated Financial Statements.



PHILEX MINING CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Amounts in Thousands, Except Amounts Per Unit, Share Price and Number of Shares)

1. Corporate Information, Business Operations and Authorization for Issuance of the Consolidated Financial Statements

Corporate Information

Philex Mining Corporation (PMC; the Ultimate Parent Company) was incorporated on July 19, 1955 in the Philippines and is listed in the Philippine Stock Exchange on November 23, 1956. Having reached the end of its 50 years corporate life, the Parent Company's Philippine Securities and Exchange Commission (SEC) registration was renewed on July 23, 2004. The Parent Company, Philex Gold Philippines, Inc. (PGPI, a wholly-owned subsidiary incorporated in the Philippines), Lascogon Mining Corporation (LMC, a subsidiary of PGPI and incorporated in the Philippines), and Silangan Mindanao Exploration Co., Inc. (SMECI, a wholly-owned subsidiary by the Parent Company and incorporated in the Philippines) and its subsidiary, Silangan Mindanao Mining Co. Inc. (SMMCI, a wholly-owned subsidiary by the Parent Company through SMECI, and incorporated in the Philippines) are all primarily engaged in large-scale exploration, development and utilization of mineral resources. The Parent Company operates the Padcal Mine in Benguet. PGPI operated the Bulawan mine in Negros Occidental until the second quarter of 2002. Because of low metal prices prevailing at the time, Bulawan mine was decommissioned and has since been kept under care and maintenance. LMC conducts exploration work in Taganaan, Surigao del Norte. SMMCI owns the Silangan Project covering the Boyongan and Bayugo deposits.

The Parent Company's registered business address is 2nd floor LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila.

Status of Business Operations

Padcal Mine Operations

The Parent Company has the Padcal Mine as its main source of revenue. The Padcal Mine produces copper concentrates containing gold, copper and silver.

The Parent Company continues to explore various globally-accepted mining practices and employ engineering interventions as well as operational efficiency improvements as the challenges of operating the mature Padcal Mine persist.

The Group continues to look for sources of funding to finance its exploration activities, pre-development and working capital requirements (see Note 15).

In light of the Coronavirus Disease 2019 (COVID-19) pandemic that started in March 2020, the Company's Padcal mine site, which is allowed to remain operational under all community quarantine categories, continues to function in strict compliance with the applicable government mandated operating guidelines to prevent the spread of the virus.

PMC was momentarily affected by the limited disruption in its supply chain during the first two weeks of the implementation of strict government community quarantine protocols in the National Capital Region (NCR) and Region IV-A, where most of the Company's supplies pass through. With the strong government support for export-oriented enterprises like PMC, the potential significant impact to the Company's business of the supply chain disruptions were mitigated and partially eliminated. Alternative supply chain sources were put in place to ensure continued and unhampered business operations of the Company.



The changes in the community quarantine category of the NCR, the latest category with a more relaxed quarantine guidelines allowed PMC employees at head office (HO) to start reporting to the office in Mandaluyong City. All HO employees were required to undergo a rapid antigen test prior to officially returning to work onsite for the first time, and another test after two (2) months to ensure reporting employees were free from the virus. The testing conducted showed no COVID-19 positive among the HO employees.

However, despite stringent observance of health and safety protocols at Padcal mine site and at the HO, some employees were infected by the virus. Few HO employees that later on turned positive whose cases were unrelated to each other were required to undergo the minimum 14-day quarantine before reporting to work.

In October 2020, an employee at Padcal mine site also reported positive which triggered the implementation of tracing for close contacts and subsequent testing in accordance with Inter Agency Task Force (IATF) - Department of Health (DOH) health protocols. As a result of the contact tracing and the Company's proactive program to immediately implement an expanded testing, the Company subjected its entire workforce at the camp to Reverse Transcription Polymerase Chain Reaction (RT-PCR) test, starting with the employees and contractors at the underground mine operations and subsequently to the mill operations. Other administrative and support departments were also tested. Operation at the underground area was temporarily suspended for a few days to allow the conduct and completion of the expanded testing. The underground operation resumed gradually from 50% at the later part of October 2020 to full operation in early November 2020.

The Company also identified and prepared quarantine facilities within the camp to isolate COVID-19 infected employees and prevent further spread of the virus. These facilities surpassed the minimum requirement set by the DOH and the Local Government Units (LGUs). The Company will continue to extend assistance in fighting the virus not only for the Company but also to lessen the risk exposure of communities in and near the LGUs where the mine operates.

PGPI

PGPI operated the Bulawan mine in Negros Occidental from 1996 to 2002, when it was decommissioned due to unfavorable metal prices. Exploration projects in the Vista Alegre area include the Nagtalay project and the Laburan/Skid 9 project. The geological modeling and preliminary resource estimation were completed and resulted to a Philippine Mineral Reporting Code (PMRC) compliant Measured and Indicated Mineral Resource Estimate of 12.1Mt @ 1.10g/t Au equivalent to 430,000 oz of contained Au in near surface mineralization. PGPI also developed the Sibutad Project in Zamboanga del Norte in 1997 to 1999 but the Project did not reach commercial production phase. The remaining mineral resource of Sibutad Project for its two gold deposits, Larayan and Lalab, is at 17Mt @ 0.81g/t Au equivalent to 460,000 oz of contained Au. PGPI currently holds 98.9% of LMC.

SMMCI

SMMCI finalized the definitive feasibility study (DFS) for an underground sub-level cave mining method for the Silangan Project. The DFS that was approved at the Group's Board meeting on July 31, 2019 cover 81 million tonnes (Mt) of ore reserves of the Boyongan deposit carrying high-quality copper and gold grades from a total mineral resource of 571 Mt. Financial advisers were engaged to secure funding for the project to proceed with its development plan.

Also, in July 2019, the Silangan Copper-Gold Project was granted an Environmental Compliance Certificate (ECC) for underground sub-level cave mining method. Following the grant of ECC, the Department of Environment and Natural Resources (DENR), through the Mines and Geosciences Bureau (MGB), in a letter dated September 26, 2019, has approved the underground sub-level cave mining method in connection with the previously issued Order dated April 10, 2015 approving the



Declaration of Mining Project Feasibility (DMPF) of the Silangan Copper-Gold Project under MPSA No. 149-99-XII.

The approval of the underground sub-level cave mining method under the DMPF included the ECC Three Year Development and/or Utilization Work (3YD/UWP) Program for years second-half (2H) of 2019 to first-half (1H) of 2020, the Environmental Protection and Enhancement Program (EPEP), Final Mine Rehabilitation and Decommissioning Plan (FMRDP) and Social Development and Management Program (SDMP). A revised 3YD/UWP covering three (3) years was submitted to MGB Central Office on December 27, 2020.

The search for investors for the Silangan Project continues and is faced with challenges in light of the global pandemic brought about by COVID-19.

On December 7, 2020, the Department of Environment and Natural Resources (DENR) approved the renewal for another 25-year term of Mineral Production Sharing Agreement (MPSA) No. 149-99-XIII. The additional 25-year term shall commence from December 29, 2024 subject to the same terms and conditions provided under MPSA No. 149-99-XIII and the applicable laws, rules and regulations that are existing or may be promulgated and the continuing compliance therewith from the date of the DENR's order up to the expiration of the initial term of MPSA No. 149-99-XIII.

Recovery of Deferred Exploration Costs

The Group's ability to realize its deferred exploration costs with carrying value amounting to ₱27,365,125 and ₱26,616,343 as at December 31, 2020 and 2019, respectively (see Note 13), depends on the success of exploration and development work in proving the viability of its mining properties to produce minerals in commercial quantities, and the success of converting the Group's Exploration Permits (EPs) or Application for Production Sharing Agreements to new mineral agreements, which cannot be determined at this time. The consolidated financial statements do not include any adjustment that might result from these uncertainties.

Authorization for Issuance of the Consolidated Financial Statements

The consolidated financial statements are authorized for issuance by the Parent Company's Board of Directors (BOD) on February 24, 2021.

2. Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Disclosures and Summary of Significant Accounting Policies and Financial Reporting Practices

Basis of Preparation

The consolidated financial statements of the Group have been prepared using the historical cost basis, except for mine products inventories that are measured at net realizable value (NRV), and for financial assets measured at fair value through other comprehensive income (FVOCI) and derivative financial instruments that are measured at fair value through profit or loss (FVTPL). The consolidated financial statements are presented in Philippine Peso, which is the Group's functional and presentation currency, rounded off to the nearest thousands, except when otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with accounting principles generally accepted in the Philippines. The Group prepared its consolidated financial statements in accordance with Philippine Financial Reporting Standards (PFRSs), except for the Parent Company's mine product inventories that are measured at NRV which was permitted by the Philippine SEC. The significant accounting policies followed by the Group are disclosed below.



Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective as at January 1, 2020. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have an impact on the consolidated financial statements of the Group:

- Amendments to PFRS 3, *Business Combinations, Definition of a Business*
- Amendments to PFRS 7, *Financial Instruments: Disclosures* and PFRS 9, *Financial Instruments, Interest Rate Benchmark Reform*
- Amendments to PAS 1, *Presentation of Financial Statements*, and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*
- Conceptual Framework for Financial Reporting issued on March 29, 2018
- Amendments to PFRS 16, *COVID-19-related Rent Concessions*

Future Changes in Accounting Policies

Pronouncements issued but not yet effective are listed below. The Parent Company intends to adopt the following pronouncements when they become effective. The adoption of these pronouncements is not expected to have a significant impact on the Parent Company's financial statements unless otherwise indicated.

Effective beginning on or after January 1, 2021

- Amendments to PFRS 9, PFRS 7, PFRS 4 and PFRS 16, *Interest Rate Benchmark Reform – Phase 2*

Effective beginning on or after January 1, 2022

- Amendments to PFRS 3, *Reference to the Conceptual Framework*
- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*
- Amendments to PAS 37, *Onerous Contracts - Costs of Fulfilling a Contract*
- *Annual Improvements to PFRSs 2018-2020 Cycle*
 - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*
 - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*
 - Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

Effective beginning on or after January 1, 2023

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- PFRS 17, *Insurance Contracts*

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

Summary of Significant Accounting Policies

Presentation of Consolidated Financial Statements

The Group has elected to present all items of recognized income and expenses in two statements: a statement displaying components of profit or loss in the consolidated statements of income and a second statement beginning with profit or loss and displaying components of other comprehensive income (OCI) in the consolidated statements of comprehensive income.



Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as at December 31, 2020 and 2019. The Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- Exposure or rights to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee,
- Rights arising from other contractual arrangements,
- The Group's voting rights and potential voting rights.

The Group reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of OCI are attributed to the equity holders of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Subsidiary

Subsidiary is an entity over which the Group has control.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary
- Derecognizes the carrying amount of any non-controlling interests
- Derecognizes the cumulative translation differences recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.



The Parent Company's subsidiaries and their respective natures of businesses are as follows:

Subsidiaries	Nature of Business
PGPI	Incorporated in the Philippines on August 9, 1996 as a wholly-owned subsidiary of PGI and became a wholly-owned subsidiary of PGHI on April 27, 2010. In 2015, PGPI was acquired and 100% owned by the Parent Company. PGPI was primarily engaged in the operation of the Bulawan mine and the development of the Sibutad Project both on care and maintenance status since 2002. PGPI currently owns 98.9% of the outstanding shares of LMC.
LMC	Incorporated in the Philippines on October 20, 2005 to engage in exploration, development and utilization of mineral resources, particularly the Lascogon Project in Surigao.
SMECI	Incorporated in the Philippines on October 12, 1999 primarily to engage in the business of large-scale exploration, development and utilization of mineral resources; currently the holding company of SMMCI.
SMMCI	Incorporated in the Philippines on January 4, 2000 primarily to engage in the business of large-scale exploration, development and utilization of mineral resources, principally the Silangan Project.
Fidelity Stock Transfers, Inc. (FSTI)	Incorporated in the Philippines on December 28, 1981 to act as a stock transfer agent and/or registrar of client corporations. The company is currently in dormant status.
Philex Land, Inc. (PLI)	Incorporated in the Philippines on February 26, 2007 to own, use, develop, subdivide, sell, exchange, lease, and hold for investment or otherwise, real estate of all kinds including buildings, houses, apartments and other structures. The company is currently in dormant status.
Philex Insurance Agency, Inc. (PIAI)	Incorporated in the Philippines on May 20, 1987 to act as a general agent for and in behalf of any domestic and/or foreign non-life insurance company or companies authorized to do business in the Philippines. On January 31, 2017, the Board of Directors approved to shorten the corporate term of PIAI to be until June 30, 2018.
Philex Gold Holdings, Inc. (PGHI)	Incorporated in the Philippines on August 28, 1996 to serve as an intermediary holding company through which its subsidiaries and the Parent Company conduct large-scale exploration, development and utilization of mineral resources. PGHI owned 100% of the outstanding shares of PGPI effective April 27, 2010. In 2015, PGHI sold 100% of its ownership in PGPI to the Parent Company.

The ownership of the Parent Company and subsidiaries over the foregoing companies in 2020 and 2019 are summarized as follows:

	Percentages of Ownership			
	2020		2019	
	Direct	Indirect	Direct	Indirect
PGHI	100.0	—	100.0	—
PGPI	100.0	—	100.0	—
LMC	—	98.9	—	98.9
SMECI	100.0	—	100.0	—
SMMCI	—	100.0	—	100.0
FSTI	100.0	—	100.0	—

(Forward)



	Percentages of Ownership			
	2020		2019	
	Direct	Indirect	Direct	Indirect
PLI	100.0	—	100.0	—
PXP	30.4	—	30.4	—

NCI

NCI represents the interest in a subsidiary that is not owned, directly or indirectly, by the Parent Company. Profit or loss and each component of OCI (loss) are attributed to the equity holders of the Parent Company and to the NCI. Total comprehensive income (loss) is attributed to the equity holders of the Parent Company and to the NCI even if this results in the NCI having a deficit balance.

NCI represents the portion of profit or loss and the net assets not held by the Group. Transactions with NCI are accounted for as an equity transaction.

Business Combination

Business combinations, except for business combinations between entities under common control, are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any NCI in the acquiree. For each business combination, the acquirer measures the NCI in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs incurred are expensed and included in general and administrative expenses.

When the Group acquires a business, it assesses the financial assets and financial liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date and any gain or loss on remeasurement is recognized in the consolidated statement of income.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognized in accordance with PFRS 9 either in the consolidated statement of income, or in the consolidated statement of comprehensive income. If the contingent consideration is classified as equity, it is not remeasured until it is finally settled within equity.

Foreign Currency Translation of Foreign Operations

The Group's consolidated financial statements are presented in Philippine Peso, which is also the Group's functional currency. Each subsidiary in the Group determines its own functional currency and items included in the consolidated financial statements of each subsidiary are measured using that functional currency. The Group has elected to recognize the translation adjustment that arises from the direct method of consolidation, which is the method the Group uses to complete its consolidation. Transactions in foreign currencies are initially recorded in the functional currency rate on the date of the transaction. Outstanding monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange at the end of the reporting period. All exchange differences are recognized in the consolidated statement of income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.



Cash and Cash Equivalents

Cash includes cash on hand and with 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 from dates of acquisition and that are subject to insignificant risk of change in value.

Financial Instruments - Initial Recognition and Subsequent Measurement

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, FVOCI, and FVTPL.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Embedded Derivatives

An embedded derivative in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the FVTPL category.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at FVTPL

Trade receivables subject to provisional pricing are measured at FVTPL, with subsequent changes in fair value recognized in the statements of income and other comprehensive income each period until final settlement.

Included under this category are the Group's trade receivables.



Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

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

The details of these conditions are outlined below:

Business model assessment

The Group determined the business model at the level that best reflects how the Group manages its financial assets to achieve business objective.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from original expectations, the Group do not change the classification of the remaining financial assets held in that business model but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The SPPI test

The Group assesses the contractual terms of financial assets to identify whether they meet the SPPI test.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group apply judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial assets is required to be measured at FVTPL.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost include cash in banks, short-term deposits and advances to a related party.

Hedging

The Group applied hedge accounting prospectively. All of the Group's existing hedging relationships were eligible to be treated as continuing hedging relationships. The Group designates only the spot element of forward contracts as hedging instrument. The forward element is recognized in OCI.

Gains and losses arising on cash flow hedges of forecast purchases of non-financial assets need to be incorporated into the initial carrying amounts of the non-financial assets.



Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

This category includes the Group's accounts payables and accrued liabilities.

Subsequent measurement

After initial recognition, payables are subsequently measured at amortized cost using the EIR method.

Impairment of Financial Assets

The Group recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For other receivables (not subject to provisional pricing) due in less than 12 months, the Group applies the simplified approach in calculating ECLs, as permitted by PFRS 9. Therefore, the Group does not track changes in credit risk, but instead, recognizes a loss allowance based on the financial asset's lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. For any other financial assets carried at amortized cost (which are due in more than 12 months), the ECL is based on the 12-month ECL. The 12-month ECL is the proportion of lifetime ECLs that results from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment including forward-looking information.

The Group considers a financial asset in default when contractual payments are 30 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows and usually occurs when past due for more than one year and not subject to enforcement activity.



At each reporting date, the Group assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

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 group of similar financial assets) is derecognized when:

- the rights to receive cash flows from the asset have expired;
- the Group 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 Group 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 risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Group’s continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay. Where continuing involvement takes the form of a written and/or purchased option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group’s continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option (including a cash-settled option or similar provision) on asset measured at fair value, the extent of the Group’s continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

Financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged, 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 the consolidated statements of income.

Debt Issuance Costs

Debt issuance costs are amortized using EIR method and unamortized debt issuance costs are included in the measurement of the related carrying value of the debt in the consolidated statements of financial position. When loan is repaid, the related unamortized debt issuance costs at the date of repayment are charged in the consolidated statements of income.

Offsetting of Financial Instruments

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



The Group assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Group and all of the counterparties.

“Day 1” Difference

Where the transaction price in a non-active market is different from the fair value from other observable current market in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a “Day 1” difference) in the statement of comprehensive income unless it qualifies for recognition as some other type of asset or liability.

Inventories

Mine products inventory, which consist of copper concentrates containing copper, gold and silver, are stated at NRV. Materials and supplies are valued at the lower of cost and NRV.

NRV for mine products and coal inventory is the selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale. In the case of materials and supplies, NRV is the value of the inventories when sold at their condition at the consolidated statements of financial position date.

Costs of materials and supplies comprise all costs of purchase and other costs incurred in bringing the materials and supplies to their present location and condition. The purchase cost is determined on a moving average basis.

Value-added Tax (VAT)

Revenues, expenses, and assets are recognized net of the amount of VAT, if applicable.

When VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the statement of financial position to the extent of the recoverable amount.

Tax Credit Certificates (TCCs)

TCCs are input VAT that can be utilized as payment for income taxes provided they are approved by the Bureau of Internal Revenue and properly supported by certificates of creditable withholding tax withheld at source subject to the rules in Philippine income taxation. TCCs are expected to be utilized as payment for income taxes within 12 months and are classified as current assets.

Deferred Input VAT

Deferred input VAT represents input VAT on purchase of capital goods exceeding one (1) million pesos. The related input VAT is recognized over five (5) years or the useful life of the capital goods, whichever is shorter.

Property, Plant and Equipment

Property, plant and equipment, except land, are stated at cost less accumulated depletion and depreciation and accumulated impairment in value, if any.

The initial cost of property, plant and equipment consists of its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use and any estimated cost of dismantling and removing the property, plant and equipment item and restoring the site on which it is located to the extent that the Group had recognized the obligation to that cost. Such



cost includes the cost of replacing part of the property, plant and equipment if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognizes such parts as individual assets with specific useful lives and depreciation. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the consolidated statements of income as incurred.

When assets are sold or retired, the cost and related accumulated depletion and depreciation, and accumulated impairment in value are removed from the accounts and any resulting gain or loss is recognized in the consolidated statements of income.

Depletion or amortization of mine and mining properties is calculated using the units-of-production method based on estimated recoverable reserves. Depreciation of other items of property, plant and equipment is computed using the straight-line method over the estimated useful lives of the assets or mine life whichever is shorter as follows:

	No. of Years
Buildings	10 to 40
Building improvements	5 to 10
Machinery and equipment	2 to 20
Surface structures	10

Depreciation or depletion of an item of property, plant and equipment begins when it becomes available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation or depletion ceases at the earlier of the date that the item is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, and the date the asset is derecognized.

The estimated recoverable reserves, useful lives, and depreciation and depletion methods are reviewed periodically to ensure that the estimated recoverable reserves, periods and methods of depletion and depreciation are consistent with the expected pattern of economic benefits from the items of property, plant and equipment.

Property, plant and equipment also include the estimated costs of rehabilitating the Parent Company's Padcal Mine for which the Group is constructively liable. These costs, included under land, buildings and improvements, are amortized using the units-of-production method based on the estimated recoverable mine reserves until the Group actually incurs these costs in the future.

Level and block development (included as part of mine and mining properties) and construction in progress are stated at cost, which includes the cost of construction, plant and equipment, other direct costs and borrowing costs, if any. Block development and construction in progress are not depleted nor amortized until such time as these are completed and become available for use.

Deferred Exploration Costs

Expenditures for exploration works on mining properties (i.e., acquisition of rights to explore, topographical, geological, geochemical and geophysical studies, exploratory drilling, trenching, sampling, and activities in relation to evaluating the technical feasibility and commercial viability of extracting mineral resource) are deferred as incurred and included under "Deferred exploration costs" account in the consolidated statements of financial position. If and when recoverable reserves are determined to be present in commercially producible quantities, the deferred exploration expenditures,



and subsequent mine development costs are capitalized as part of the mine and mining properties account classified under property, plant and equipment.

A valuation allowance is provided for unrecoverable deferred exploration costs based on the Group's assessment of the future prospects of the exploration project. Full provision is made for the impairment unless it is probable that such costs are expected to be recouped through successful exploration and development of the area of interest, or alternatively, by its sale. If the project does not prove to be viable or when the project is abandoned, the deferred exploration costs associated with the project and the related impairment provisions are written off. Exploration areas are considered permanently abandoned if the related permits of the exploration have expired and/or there are no definite plans for further exploration and/or development.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for intended use or sale are capitalized as part of the asset. Borrowing costs consist of interest on borrowed funds used to finance the construction of the asset and other financing costs that the Group incurs in connection with the borrowing of funds. The capitalization of borrowing costs: (i) commences when the activities to prepare the assets are in progress and expenditures and borrowing costs are being incurred; (ii) is suspended during the extended periods in which active development, improvement and construction of the assets are interrupted; and (iii) ceases when substantially all the activities necessary to prepare the assets are completed.

Other borrowing costs are recognized as an expense in the period in which they are incurred.

Impairment of Noncurrent Non-financial Assets

The Group's noncurrent non-financial assets include property, plant and equipment, investment in associate and other noncurrent assets. The Group assesses at each reporting date whether there is indication that a noncurrent non-financial asset or CGU may be impaired. If any indication exists, or when an annual impairment testing for such items is required, the Group makes an estimate of their recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use (VIU), and is determined for an individual item, unless such item does not generate cash inflows that are largely independent of those from other assets or group of assets or CGUs. When the carrying amount exceeds its recoverable amount, such item is considered impaired and is written down to its recoverable amount. In assessing VIU, the estimated future cash flows to be generated by such items are discounted to their present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the asset or CGU. Impairment losses of continuing operations are recognized in the consolidated statements of income in the expense categories consistent with the function of the impaired asset.

An assessment is made at least on each consolidated statements of financial position date as to whether there is indication that previously recognized impairment losses may no longer exist or may have decreased. If any indication exists, the recoverable amount is estimated, and a previously recognized impairment loss is reversed only if there has been a change in the estimate in the asset's or CGU's recoverable amount since the last impairment loss was recognized. If so, the carrying amount of the item is increased to its new recoverable amount which cannot exceed the impairment loss recognized in prior years. Such reversal is recognized in the consolidated statements of income unless the asset or CGU is carried at its revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal, the depreciation 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 estimated useful life.



Mine Rehabilitation Costs

The Group records the present value of estimated costs of legal and constructive obligations required to restore the mine site upon termination of the mine operations. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and settling ponds, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas. The obligation generally arises when the asset is constructed, or the ground or environment is disturbed at the mine site. When the liability is initially recognized, the present value of the estimated cost is capitalized as part of the carrying amount of the related mining assets.

Changes to estimated future costs are recognized in the consolidated statements of financial position by either increasing or decreasing the rehabilitation liability and asset to which it relates if the initial estimate was originally recognized as part of an asset measured in accordance with PAS 16, *Property, Plant and Equipment*. Any reduction in the rehabilitation liability and, therefore, any deduction from the asset to which it relates, may not exceed the carrying amount of that asset. If it does, any excess over the carrying value is taken immediately to consolidated profit or loss.

If the change in estimate results in an increase in the rehabilitation liability and, therefore, an addition to the carrying value of the asset, the Group considers whether this is an indication of impairment of the asset as a whole, and if so, tests for impairment in accordance with PAS 36. If, for mature mines, the estimate for the revised mine assets net of rehabilitation provisions exceeds the recoverable value, that portion of the increase is charged directly to expense.

For closed sites, changes to estimated costs are recognized immediately in consolidated profit or loss.

Capital Stock

Ordinary or common shares are classified as equity. The proceeds from the increase of ordinary or common shares are presented in equity as capital stock to the extent of the par value issued shares and any excess of the proceeds over the par value or shares issued less any incremental costs directly attributable to the issuance, net of tax, is presented in equity as additional paid-in capital.

Dividends on Common Shares

Cash and property dividends on common shares are recognized as a liability and deducted from equity when approved by the respective shareholders of the Parent Company. Stock dividends are treated as transfers from retained earnings to capital stock.

Retained Earnings

Retained earnings represent the cumulative balance of periodic net income or loss, dividend contributions, prior period adjustments, effect of changes in accounting policy and other capital adjustments. When the retained earnings account has a debit balance, it is called "deficit." A deficit is not an asset but a deduction from equity.

Unappropriated retained earnings represent that portion which is free and can be declared as dividends to stockholders. Appropriated retained earnings represent that portion which has been restricted and, therefore, not available for dividend declaration.

Revenue recognition

Revenue is recognized when control passes to the customer, which occurs at a point in time when the ore concentrates is physically transferred onto a shipping vessel. The revenue is measured at the amount to which the Group expects to be entitled, being estimate of the price expected using forward price, and a corresponding receivable is recognized.



Revenue from sale of mine products

Revenue from sale of mine products is measured based on shipment value price, which is based on quoted metal prices in the London Metals Exchange (LME) and London Bullion Metal Association (LBMA) and weight and assay content, as adjusted for smelting charges to reflect the NRV of mine products inventory at the end of the financial reporting period. Contract terms for the Group's sale of metals (i.e., gold, silver and copper) in concentrates and bullion allow for a price adjustment based on final assay results of the metal content by the customer.

Provisional pricing adjustments

The terms of metal in copper concentrates sales contracts with third parties contain provisional arrangements whereby the selling price for the metal is based on prevailing spot prices on a specified future date after shipment to the customer (the quotation period). These provisional arrangements are considered embedded derivatives. Mark-to-market adjustments to the sales price occur based on movements in quoted market prices up to the date of final settlement, and such adjustments are recorded as part of revenue. The period between provisional invoicing and final settlement can be between one (1) and three (3) months. Depending on the arrangement with the buyer, initial payment could be ninety percent (90%) or hundred percent (100%) of the provisional shipment value is collected within a week from shipment date, while the remaining balance is collected upon determination of the final shipment value on final weight and assay for metal content and prices during the applicable quotation period less deduction for smelting charges. Provisional price adjustments are mark-to-market adjustments and not part of revenue from contracts with customers but are presented as other revenues.

Smelting charges

Contract terms on the sale of copper, gold and silver includes smelting charges deducted on the invoice price. Smelting charges are deducted from revenue to arrive at revenue from contracts with customers since smelting charges are considered as consideration payable to a customer in order to transform the unprocessed ore concentrates into its marketable form.

Interest income

Interest income is recognized as the interest accrues, taking into account the effective yield of the asset.

Cost and Expense Recognition

Costs and expenses are recognized in the consolidated statements of income in the year they are incurred. The following specific cost and expense recognition criteria must also be met before costs and expenses are recognized:

Production costs

Production costs, which include all direct materials, power and labor costs, handling, hauling and storage, and other costs related to the mining and milling operations, and all direct expenses incurred for logistics and store room costs for mine and mining inventories, are expensed as incurred.

Excise taxes and royalties

Excise taxes pertain to the taxes paid or accrued by the Parent Company for its legal obligation arising from the production of copper concentrates. Also, the Parent Company is paying for royalties which are due to the claim owners of the land where the mine site operations were located. These excise taxes and royalties are expensed as incurred.

General and administrative expenses

General and administrative expenses constitute the costs of administering the business and are expensed as incurred.



Retirement Costs

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

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

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in consolidated profit or loss. Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to consolidated profit or loss in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies. Plan assets are not available to the creditors of the Parent Company, nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

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

Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either an entity's decision to terminate an employee's employment before the normal retirement date or an employee's decision to accept an offer of benefits in exchange for the termination of employment.

A liability and expense for a termination benefit is recognized at the earlier of when the entity can no longer withdraw the offer of those benefits and when the entity recognizes related restructuring costs.



Initial recognition and subsequent changes to termination benefits are measured in accordance with the nature of the employee benefit, as either post-employment benefits, short-term employee benefits, or other long-term employee benefits.

Employee leave entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before twelve months after the end of the annual reporting period is recognized for services rendered by employees up to the end of the reporting period.

Share-based Payments

Certain officers and employees of the Group receive additional remuneration in the form of share-based payments of the Parent Company, whereby equity instruments (or “equity-settled transactions”) are awarded in recognition of their services.

The cost of equity-settled transactions with employees is measured by reference to their fair value at the date they are granted, determined using the acceptable valuation techniques. Further details are given in Note 29.

The cost of equity-settled transactions, together with a corresponding increase in equity, is recognized over the period in which the performance and/or service conditions are fulfilled ending on the date on which the employees become fully entitled to the award (“vesting date”). The cumulative expense recognized for equity-settled transactions at each reporting date up to and until the vesting date reflects the extent to which the vesting period has expired, as well as the Group’s best estimate of the number of equity instruments that will ultimately vest. The consolidated statements of income charge or credit for the period represents the movement in cumulative expense recognized at the beginning and end of that period. No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which awards are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum, an expense is recognized as if the terms had not been modified. An additional expense is likewise recognized for any modification which increases the total fair value of the share-based payment arrangement or which is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. If a new award, however, is substituted for the cancelled awards and designated as a replacement award, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Foreign-Currency-Denominated Transactions and Translations

Transactions denominated in foreign currencies are recorded using the exchange rate at the date of the transaction. Outstanding monetary assets and monetary liabilities denominated in foreign currencies are restated using the rate of exchange at the consolidated statements of financial position date. Non-monetary items that are measured at fair value in a foreign currency shall be translated using the exchanges rates at the date when the fair value was determined.

When a gain or loss on a non-monetary item is recognized in other comprehensive income, any foreign exchange component of that gain or loss shall be recognized in the consolidated statements of comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognized in profit



or loss, any exchange component of that gain or loss shall be recognized in the consolidated statements of income.

Income Taxes

Current income tax

Current income 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 consolidated statements of financial position date.

Current income tax relating to items recognized directly in the statement of changes in equity is recognized in equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or 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; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits in the form of minimum corporate income tax (MCIT) and unused tax losses in the form of net operating loss carryover (NOLCO), to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, and the carryforward benefits of MCIT and NOLCO can be utilized, except:

- where the deferred tax asset relating to the deductible temporary difference 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 income nor taxable income or loss; and
- in respect of deductible temporary differences associated with investments in foreign subsidiaries and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable income will be available against which the temporary differences can be utilized.

In business combinations, the identifiable assets acquired and liabilities assumed are recognized at their fair values at acquisition date. Deferred tax liabilities are provided on temporary differences that arise when the tax bases of the identifiable assets acquired and liabilities assumed are not affected by the business combination or are affected differently.

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



and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

Provisions

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

Contingencies

Contingent liabilities are not recognized in the consolidated financial statements. These 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 in the notes to financial statements when an inflow of economic benefits is probable.

Basic Earnings Per Share

Basic earnings per share is computed by dividing the net income attributable to equity holders of the Parent Company 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.

Diluted Earnings Per Share

Diluted earnings per share amounts are calculated by dividing the net income attributable to equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all dilutive potential ordinary shares into ordinary shares.

Other Comprehensive Income

Other comprehensive income comprises items of income and expense (including items previously presented under the consolidated statements of changes in equity) that are not recognized in the consolidated statement of income for the year in accordance with PFRSs.

Events After the Reporting Period

Events after the consolidated statement of financial position date that provide additional information about the Group's position at the consolidated statement of financial position date (adjusting events) are reflected in the consolidated financial statements. Events after the consolidated statement of financial position date that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.



3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of the consolidated financial statements in accordance with accounting principles generally accepted in the Philippines requires the management of the Group to exercise judgment, make accounting estimates and use assumptions that affect the reported amounts of assets, liabilities, income and expenses, and disclosure of any contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the accounting estimates to change. The effects of any change in accounting estimates are reflected in the consolidated financial statements as they become reasonably determinable.

Accounting assumptions, estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

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

Determination of the Functional Currency

The Parent Company and most of its local subsidiaries based on the relevant economic substance of the underlying circumstances, have determined their functional currency to be the Philippine peso. It is the currency of the primary economic environment in which the Parent Company and most of its local subsidiaries primarily operates.

Recognition of Deferred Tax Assets

The Group reviews the carrying amounts at each end of reporting period and adjusts the balance of deferred income tax assets to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred income tax assets to be utilized. The sufficiency of future taxable profits requires the use of assumptions, judgments and estimates, including future prices of metals, volume of inventories produced and sold, and amount of costs and expenses that are subjectively determined like depreciation. As at December 31, 2020 and 2019, deferred income tax assets recognized in the consolidated statements of financial position amounted to ₱162,088 and ₱166,623, respectively (see Note 27). As at December 31, 2020 and 2019, no deferred income tax assets were recognized on deductible temporary differences amounting to about ₱3,407,661 and ₱3,376,191, respectively (see Note 27), because management believes that it is not probable that future taxable income will be available to allow all or part of the benefit of the deferred income tax assets to be utilized.

Accounting Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainties 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 year are as follows:

Measurement of Mine Products Revenue

Mine products revenue is provisionally priced until or unless these are settled at pre-agreed future or past dates referred to as "quotational period," the prevailing average prices at which time become the basis of the final price. Revenue on mine products is initially recognized based on shipment values calculated using the provisional metals prices, shipment weights and assays for metal content less deduction for insurance and smelting charges as marketing. The final shipment values are subsequently determined based on final weights and assays for metal content and prices during the applicable



quotational period. Total revenues amounted to ₱7,833,713, ₱6,789,566, and ₱7,640,306 in 2020, 2019 and 2018, respectively (see note 17).

Provision for expected credit losses on advances to a related party

The Group uses the general approach model in the calculation of its ECL. An assessment of the ECL relating to advances to a related party is undertaken upon initial recognition and each financial year by examining the financial position of the related party and the market in which the related party operates applying the general approach of the ECL impairment model of PFRS 9. The general approach of the ECL impairment model involves exercise of significant judgment. Key areas of judgment include: defining default; determining assumptions to be used in the ECL model such as timing and amounts of expected net recoveries from defaulted accounts; debtor's capacity to pay and incorporating forward-looking information in calculating ECL. Total carrying value of other receivables and advances to a related party amounted to ₱86,139 and ₱78,279 as of December 31, 2020 and 2019, respectively (see notes 7 and 26).

Valuation of Financial Instruments

The Group carries certain financial assets and financial liabilities (i.e., quoted and unquoted shares) at fair value, which requires the use of accounting estimates and judgment. While significant components of fair value measurement were determined using verifiable objective evidence (e.g., quoted equity prices), the amount of changes in fair value would differ if the Group utilized a different valuation methodology. Any change in fair value of these financial assets and financial liabilities is recognized in the consolidated statements of income and in the consolidated statements of comprehensive income.

The carrying values and corresponding fair values of financial assets and financial liabilities as well as the manner in which fair values were determined are discussed in Note 22.

Valuation of Financial Assets measured at FVOCI

Fair value measurement requires the use of accounting estimates and judgment. At initial recognition, the fair value of quoted financial assets measured at FVOCI is based on its quoted price in an active market, while the fair value of unquoted financial assets measured at FVOCI is based on the latest available transaction price. The amount of changes in fair value would differ if the Group utilized a different valuation methodology.

Changes in fair value of its financial assets measured at FVOCI is recognized in the consolidated statements of comprehensive income with no recycling to profit or loss, cumulative changes in the fair value of the financial asset is closed to retained earnings upon disposal. The Group has net cumulative unrealized gain or loss on its financial assets measured at FVOCI amounting to a gain of ₱31,859 and ₱37,745 in December 31, 2020 and 2019, respectively. The carrying value of the Group's financial assets measured at FVOCI amounted to ₱113,973 and ₱120,898 as at December 31, 2020 and 2019, respectively (see Note 11).

Measurement of NRV of Mine Products Inventory

The NRV of mine products inventory is the estimated sales value less costs to sell, which can be derived from such inventory based on its weight and assay for metal content, and the LME and LBMA for prices, which also represents an active market for the product. Changes in weight and assay for metal content as well as the applicable prices as the mine products inventory are eventually shipped and sold are accounted for and accordingly adjusted in revenue. The NRV of mine products inventory as at December 31, 2020 and 2019 amounted to ₱610,734 and ₱128,525, respectively, which were also reflected as part of mine products revenue for the years then ended (see Note 8).



Write-down of Carrying Values of Materials and Supplies Inventories

The Group carries material and supplies inventories at NRV when such value is lower than cost due to damage, physical deterioration, obsolescence or other causes. When it is evident that the NRV is lower than its cost based on physical appearance and condition of inventories, an allowance for inventory obsolescence is provided. The carrying value of materials and supplies inventories amounted to ₱732,632 and ₱915,223, net of provision for impairment loss of ₱104,900 and nil as at December 31, 2020 and 2019, respectively (see Note 8).

Impairment of Mine and Mining Properties

The Group assesses, at each reporting date, whether there is an indication that mine and mining properties may be impaired. If any indication exists, or when annual impairment testing for mine and mining properties is required, the Group estimates the mine and mining properties' recoverable amount. An asset's recoverable amount is the higher of asset's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Assessments require the use of estimates and assumptions such as future cash flows, discount rates, estimated ore reserves, forecasted metal prices, and production quantities. In assessing value in use, the estimated future cash flows are discounted to their present value using a suitable discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Reversal of impairment loss amounting to ₱103,000 was recognized in 2020 while impairment loss amounting to ₱1,457,381 was recognized in 2019. The carrying value of mine and mining properties amounted to ₱1,253,505 and ₱1,204,545 as at December 31, 2020 and 2019, respectively (see Note 10).

Estimation of Useful Lives of Property, Plant and Equipment

The Group estimates the useful lives of depreciable property, plant and equipment, except for mine and mining properties, based on internal technical evaluation and experience. These estimated useful lives are reviewed periodically and updated if expectations differ from previous estimates due to physical wear and tear, technical and commercial obsolescence, and other limits on the use of the assets. For mine and mining properties which were depreciated based on units-of-production, the Group estimates and periodically reviews the remaining recoverable reserves to ensure that remaining reserves are reflective of the current condition of the mine and mining properties. The estimated useful lives of the Group's property, plant and equipment are disclosed in Note 2 to the consolidated financial statements.

As at December 31, 2020 and 2019, carrying value of property, plant and equipment amounted to ₱3,042,982 and ₱3,185,283, net of accumulated depreciation, depletion and impairment amounting to ₱20,361,858 and ₱20,596,840, respectively (see Note 10).

Estimation of Ore Reserves

Ore reserves were determined using various factors such as market price of metals and production costs among others. These are economically mineable reserves based on the current market condition and concentration of mineral resource. Reserves are key inputs to depletion, amortization and decommissioning provisions. On June 30, 2011, the Padcal Mine life had been extended from 2017 to 2020. On March 20, 2015, the Padcal Mine life has been extended from 2020 to 2022. The extension of mine life is due to the additional reserves from the mineral resources delineated below the current mining level.



As at December 31, 2020 and 2019, the carrying value of the mine and mining properties of the Parent Company amounted to ₱1,253,505 and ₱1,204,545, net of related accumulated depletion and impairment amounting to ₱15,229,292 and ₱14,747,552, respectively (see Note 10).

Estimation of Provision for Mine Rehabilitation Costs

The Group recognized a liability relating to the estimated costs of mine rehabilitation. The Group assesses its mine rehabilitation provision annually. Significant estimates and assumptions are made in determining the provision for mine rehabilitation as there are numerous factors that will affect the ultimate liability. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases and changes in discount rates.

Those uncertainties may result in future actual expenditure differing from the amounts currently provided. The provision at each end of the reporting period represents management's best estimate of the present value of the future rehabilitation costs required. Changes to estimated future costs are recognized in the consolidated statements of financial position by adjusting the rehabilitation asset and liability. If the net rehabilitation provisions of revised mine assets for mature mines exceed the carrying value, that portion of the increase is charged directly to the consolidated statements of income. For closed sites, changes to estimated costs are recognized immediately in the consolidated statements of income. Provision for mine rehabilitation costs amounted to ₱14,569 and ₱36,687 as at December 31, 2020 and 2019, respectively (see Note 10).

Impairment of Deferred Exploration Costs

The Group reviews the carrying values of its deferred exploration costs whenever events or changes in circumstances indicate that their carrying values may exceed their estimated net recoverable amounts. The ability of the Group to recover its deferred exploration costs would depend on the commercial viability of the reserves.

An impairment loss is recognized when the carrying values of these assets are not recoverable and exceeds their fair value. Impairment loss ₱47,500 was recognized in 2018. The carrying value of deferred exploration costs amounted to ₱27,365,125 and ₱26,616,343, net of allowance of impairment loss amounting to ₱3,825,412 as at December 31, 2020 and 2019, respectively (see Note 13).

Impairment of Non-financial Assets

The Group's non-financial assets include input tax recoverable, property, plant and equipment, other noncurrent asset and investment in associates. The Group assesses whether there are indications of impairment on its current and noncurrent non-financial assets, at least on an annual basis. If there is objective evidence, an impairment testing is performed. This requires an estimation of the value in use of the CGUs to which the assets belong. Assessments require the use of estimates and assumptions such as VAT disallowance rate, long-term commodity prices, discount rates, future capital requirements, exploration potential and operating performance. In assessing value in use, the estimated future cash flows are discounted to their present value using a suitable discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses amounting to nil, ₱1,586,375 and ₱1,331,776 were recognized in 2020, 2019 and 2018, respectively. As at December 31, 2020 and 2019, the carrying value of non-financial assets amounted to ₱8,161,763 and ₱8,597,576, respectively (see Notes 9, 10, 12 and 14).

Convertible Bonds

The Group's convertible bonds, treated as a compound financial instrument, are separated into liability and equity components based on the terms of the contract. On issuance of the convertible bonds, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortized cost (net of transaction costs) until it is extinguished on conversion or redemption. The remainder of the proceeds



is allocated to the conversion option that is recognized and included in equity. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not remeasured in subsequent years. Transaction costs are apportioned between the liability and equity components of the convertible bonds based on the allocation of proceeds to the liability and equity components when the instruments are initially recognized (see Note 15).

Provisions for Losses

The Group 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 the said obligations. An estimate of the provision is based on known information at each end of the reporting period, net of any estimated amount that may be reimbursed to the Group. The amount of provision is being re-assessed at least on an annual basis to consider new relevant information (see Note 31).

Estimation of Retirement Costs

The Group's net retirement costs are actuarially computed using certain assumptions with respect to future annual salary increases and discount rates per annum, among others. The Parent Company's net excess retirement plan asset amounted to ₱315,042 and ₱227,165 as at December 31, 2020 and 2019, respectively (see Note 21). SMMCI's retirement liability amounted to ₱4,710 and ₱3,390 as at December 31, 2020 and 2019, respectively (see Note 21).

4. Business Combinations

Acquisition of SMECI and SMMCI

On February 6, 2009, the Parent Company acquired control over SMECI and SMMCI from Anglo American Exploration (Philippines), Inc. which qualified as a step acquisition. Accordingly, a revaluation surplus amounting to ₱1,572,385 was recognized.

5. Segment Information

The Group is organized into business units on their products and activities and had two reportable business segments: the mining and metals segment, and the energy and hydrocarbon segment until July 15, 2016, when the deconsolidation of the energy and hydrocarbon took place.

Core net income (loss) is presented because the Group believes it is an important measure of its performance. Core income is the performance of business segments based on a measure of recurring profit. This measurement basis is determined as profit attributable to equity holders of the Parent Company excluding the effects of non-recurring items, net of their tax effects. Non-recurring items represent (losses) gains that, through occurrence or size, are not considered usual operating items, such as foreign exchange (losses) gains, (losses) gains on derivative instruments, (losses) gains on disposal of investments, and other non-recurring (losses) gains.

Core net income (loss) is not a uniform or legally defined financial measure. The Group relies primarily on the results in accordance with PFRSs and uses core net income (loss) only as supplementary information.

Operating results of the Group is regularly reviewed by the Group's President and Chief Financial Officer (CFO), with the authority from the BOD, for the purpose of making decisions about resource allocation and performance assessment.



The following table shows the Group's core net income used for internal reporting purposes that is provided and reviewed by the Group's President and CFO for the years ended December 31, 2020, 2019, and 2018.

	2020	2019	2018
Revenues	₱7,833,713	₱6,789,566	₱7,640,306
Production costs	(4,215,573)	(4,387,787)	(4,407,889)
Depletion and depreciation	(1,252,204)	(1,814,331)	(1,600,521)
Mine products taxes and royalties	(543,238)	(427,211)	(506,490)
General and administrative expenses	(287,133)	(287,334)	(305,631)
Other recurring (expenses) income	(373,413)	282,722	(219,675)
Core net income	₱1,162,152	₱155,625	₱600,100

The following table shows the Group's reconciliation of core net income to the consolidated net income for the years ended December 31, 2020, 2019 and 2018:

	2020	2019	2018
Core net income	₱1,162,152	₱155,625	₱600,100
Non-recurring (losses) gains:			
Foreign exchange gains (losses) and others	99,115	93,072	(121,176)
Retrenchment costs	—	(17,590)	—
Share in Provision for impairment of PXP assets	(1,894)	(63,760)	—
Net tax effect of aforementioned adjustments	(29,165)	362,820	36,353
Provisions for impairment of assets - net	(1,900)	(1,177,945)	93,179
Net (loss) income attributable to equity holders of the Parent Company	1,228,308	(647,778)	608,456
Net income attributable to NCI (Note 28)	(11)	(15)	—
Consolidated net (loss) income	₱1,228,297	(₱647,793)	₱608,456

Core net income per share is computed as follows:

	2020	2019	2018
Core net income	₱1,162,152	₱155,625	₱600,100
Divided by weighted average number of common shares outstanding during year (Note 30)	4,940,399,068	4,940,399,068	4,940,399,068
Core net income per share	₱0.235	₱0.032	₱0.121

Sales of the Parent Company are made to Pan Pacific Copper Co., Ltd. (Pan Pacific), which is covered by a Sales Agreement (signed on March 11, 2004), and to IXM Pte. Ltd. (IXM and formerly known as Louis Dreyfuss Commodities Metals Suisse SA) for the remaining copper concentrates. In addition, the Parent Company entered into a Sales Agreement with Transamine Trading SA (Transamine) (signed on July 1, 2018), whereby Transamine agreed to buy copper concentrates starting November 2018.



Gross revenue, including provisional pricing adjustments, from Pan Pacific, IXM and Transamine for the years ended December 31, 2020, 2019 and 2018 are presented below:

	2020	2019	2018
IXM	₱6,509,276	₱4,019,407	₱5,230,121
Pan Pacific	1,457,901	1,393,017	2,052,282
Transamine	—	1,927,889	1,321,053
	₱7,967,177	₱7,340,313	₱8,603,456
Adjustments from smelting, changes in the NRV of mine products, and other related charges	(133,464)	(550,747)	(963,150)
Net revenues	₱7,833,713	₱6,789,566	₱7,640,306

6. Cash and Cash Equivalents

Cash and cash equivalents consist of:

	2020	2019
Cash on hand	₱1,646	₱1,453
Cash with banks	974,156	315,952
Short-term deposits	215,677	478,304
	₱1,191,479	₱795,709

Cash with banks and short-term deposits earn interest at bank deposit rates. Short-term deposits are made for varying periods, usually of up to three months depending on the cash requirements of the Group. Interest income arising from cash with banks and short-term deposits amounted to ₱981, ₱1,571 and ₱2,275 in 2020, 2019 and 2018, respectively.

7. Accounts Receivable - net

Accounts receivable consist of:

	2020	2019
Trade	₱283,759	₱337,875
Others, net of allowance for impairment losses amounting to ₱1,405 as at December 31, 2020 and 2019	86,139	78,279
	₱369,898	₱416,154

The Group's trade receivables carried at FVTPL consist of the Parent Company's trade receivables arising from shipments of copper concentrates to Pan Pacific, IXM and Transamine.

Pan Pacific and IXM trade receivables are initially paid based on 90% of their provisional value, currently within one week from shipment date. The 10% final balance does not bear any interest until final settlement, which usually takes around three months from shipment date for Pan Pacific and IXM. Transamine's trade receivables are paid based on 100% of their provisional value, within one week before shipment date. Transamine is a new customer contracted by the Group starting in 2018. The Group has US dollar (US\$) accounts receivable amounting to US\$5,909 and US\$6,673 as at December 31, 2020 and 2019, respectively (see Note 25).



Other receivables include advances to employees, and other non-trade receivables. These advances are noninterest-bearing cash advances for business-related expenditures that are subject to liquidation. Other non-trade receivables are noninterest-bearing and are generally collectible on demand.

As at December 31, 2020 and 2019, the Parent Company has embedded derivatives, which is represented by price exposure relative to its provisionally priced commodity sales contracts. Mark-to-market gains and losses from open or provisionally priced sales are recognized through adjustments to revenue in the consolidated statements of income and to trade receivables in the consolidated statements of financial position. The Parent Company determines mark-to-market prices using the forward price for quotational periods after the consolidated statements of financial position date stipulated in the contract. Open or provisionally priced commodity sales contract amounted to ₱2,237,702 and ₱3,244,778 as at December 31, 2020 and 2019, respectively. Fair value adjustments for these open or provisionally priced sales contract at yearend amounted to net gain of ₱81,440, ₱15,189, ₱20,014 in 2020, 2019 and 2018, respectively, which was included under revenue and adjusted against receivables.

8. Inventories - net

Inventories consist of:

	2020	2019
Mine products - at NRV	₱610,734	₱128,525
Materials and supplies:		
On hand - at cost	837,532	895,281
In transit - at cost	—	19,942
	1,448,266	1,043,748
Less allowance for inventory obsolescence	104,900	—
	₱1,343,366	₱1,043,748

As at December 31, 2020 and 2019, the NRV of materials and supplies inventories amounted to ₱732,632 and ₱915,223 respectively.

Provision for inventory losses amounting to ₱104,900 were recognized in 2020 and included in “provisions for impairment losses - net of reversal” in the consolidated statements of income.

Materials and supplies recognized as expense amounted to ₱1,710,025, ₱1,841,857 and ₱1,846,050 in 2020, 2019 and 2018, respectively (see Note 18).

9. Other Current Assets - net

Other current assets consist of:

	2020	2019
Input tax recoverable - net	₱456,571	₱581,244
Prepaid expenses and others	83,379	84,524
	₱539,950	₱665,768

Allowance for impairment losses on input tax amounted to ₱9,045 as at December 31, 2020 and 2019.



10. Property, Plant and Equipment - net

Property, plant and equipment consist of:

	December 31, 2020					
	Mine, and Mining Properties	Land, Buildings and Improvements	Machinery and Equipment	Surface Structures	Construction in Progress	Total
Cost:						
January 1	₱15,952,097	₱794,996	₱6,749,228	₱149,419	₱136,383	₱23,782,123
Additions	522,253	—	326,546	—	199,612	1,048,411
Disposals	—	(57,547)	(1,337,632)	(30,515)	—	(1,425,694)
Reclassifications	8,447	—	30,700	—	(39,147)	—
December 31	16,482,797	737,449	5,768,842	118,904	296,848	23,404,840
Accumulated Depletion and Depreciation:						
January 1	14,747,552	409,346	5,303,431	136,511	—	20,596,840
Depletion and depreciation for the year (Note 20)	584,740	53,134	651,392	4,446	—	1,293,712
Reversal of Impairment	(103,000)	—	—	—	—	(103,000)
Disposals	—	(57,547)	(1,337,632)	(30,515)	—	(1,425,694)
December 31	15,229,292	404,933	4,617,191	110,442	—	20,361,858
Net Book Values	₱1,253,505	₱332,516	₱1,151,651	₱8,462	₱296,848	₱3,042,982
	December 31, 2019					
	Mine, And Mining Properties	Land, Buildings and Improvements	Machinery And Equipment	Surface Structures	Construction in Progress	Total
Cost:						
January 1	₱15,390,811	₱831,403	₱8,576,084	₱162,741	₱262,756	₱25,223,795
Additions	551,727	—	321,701	—	232,369	1,105,797
Disposals	(204,623)	(36,407)	(2,285,183)	(21,256)	—	(2,547,469)
Reclassifications	214,182	—	136,626	7,934	(358,742)	—
December 31	15,952,097	794,996	6,749,228	149,419	136,383	23,782,123
Accumulated Depletion and Depreciation:						
January 1	12,569,395	395,400	6,705,628	149,323	—	19,819,746
Depletion and depreciation for the year (Note 20)	925,398	50,353	881,149	8,444	—	1,865,344
Impairment	1,457,381	—	—	—	—	1,457,381
Disposals	(204,622)	(36,407)	(2,283,346)	(21,256)	—	(2,545,631)
December 31	14,747,552	409,346	5,303,431	136,511	—	20,596,840
Net Book Values	₱1,204,545	₱385,650	₱1,445,797	₱12,908	₱136,383	₱3,185,283

Mine and mining properties as at December 31, 2020 and 2019 include mine development costs of the 908 Meter Level, 798 Meter Level, 782 Meter Level and 760 Meter Level project amounting to ₱9,112,328 and ₱8,717,374, respectively. In 2015, with the discovery of additional resources, the estimated mine life of the Padcal Mine was extended until 2022, or an additional five years from the original estimated mine life of up until 2017. Correspondingly, the extensions in mine life were considered as a change in estimate and the effect on the amortization of the depletion costs was taken up prospectively.

The impairment loss and reversal is presented under “Provision for impairment losses - net of reversal” in the consolidated statements of income. The Parent Company recognized a reversal of impairment loss amounting to ₱103,000 in 2020 due to more favorable metal prices. Impairment loss on Padcal mine and mining properties of ₱1,457,381 was recognized in 2019 due to adverse effect of decline in ore grades.

Total depreciation cost of machinery and equipment used in exploration projects amounting to ₱24,974, ₱32,543 and ₱116,309 in 2020, 2019 and 2018, respectively, are capitalized under deferred exploration costs, which relate to projects that are currently ongoing for PMC, SMMCI and PGPI (see Note 20).



Land, buildings and improvements include the estimated costs of rehabilitating the Parent Company's Padcal Mine from 2023 up to 2030, discounted at a rate of 2.79%. Accretion of interest amounting to ₱3,510, ₱3,217 and ₱3,510 were recorded in 2020, 2019 and 2018, respectively.

The Group's provision for mine rehabilitation costs amounted to ₱14,569 and ₱36,687 as at December 31, 2020 and 2019, respectively.

11. Financial assets measured at FVOCI

The Group's financial assets measured at FVOCI as of December 31, 2020 and 2019 consist of quoted and unquoted investment in share of stock as follows:

	2020	2019
Investments in quoted shares	₱60,938	₱67,863
Investments in unquoted shares of stock	53,035	53,035
	₱113,973	₱120,898

The cumulative change in value of financial assets measured at FVOCI amounted to a ₱31,859 and ₱37,745 in December 31, 2020 and 2019, respectively. These changes in fair values have been recognized and shown as "Net unrealized gain on financial assets measured at FVOCI" account in the equity section of the consolidated statements of financial position and are also shown in the consolidated statements of comprehensive income.

The following table shows the movement of the "Net unrealized gain on financial assets measured at FVOCI as follows:

	2020	2019
January 1	₱37,745	35,341
Increase in fair value of financial assets measured at FVOCI	(5,886)	2,404
December 31	₱31,859	₱37,745

12. Investment in Associates - net

Investment in associates consist of:

	2020	2019
Acquisition cost	₱4,814,941	₱4,814,941
Accumulated equity in net losses:		
Balances at January 1	₱257,315	₱138,980
Equity in net losses	47,011	118,335
Total	304,326	257,315
Balances at the end of the year	4,510,615	4,557,626
Less allowance for impairment loss	349,287	349,287
Investment in associates - net	₱4,161,328	₱4,208,339



The following table is a rollforward analysis of the allowance for impairment losses recognized on investment in associates:

	2020	2019
January 1	₱349,287	₱220,293
Provision during the year	—	128,994
December 31	₱349,287	₱349,287

Lepanto

The Parent Company entered into a Joint Voting Agreement (the Agreement) with another Lepanto shareholder to jointly vote their share on all matters affecting their right on Lepanto. By virtue of the Agreement, the shareholding and board representation of the combined interest of PMC and the other Lepanto shareholder resulted in significant influence over Lepanto.

Lepanto is involved on the exploration and mining of gold, silver, copper, lead, zinc and all kinds of ores, metals, minerals, oil, gas and coal and their related by products. Lepanto is listed on the Philippine Stock Exchange (PSE). The Group's interest in Lepanto is accounted for using the equity method on the consolidated financial statements.

Allowance for impairment loss on investment in Lepanto amounted to ₱349,287 as at December 31, 2020 and 2019. Provision for impairment losses amounting to nil, ₱128,994 and nil in 2020, 2019 and 2018, respectively, are included under "Provision for impairment losses - net of reversal" in the consolidated statements of income.

The following table summarizes the financial information of Lepanto:

	2020*	2019
Current assets	₱1,932,321	₱1,841,208
Non-current assets	14,613,742	14,714,371
Current liabilities	(2,525,496)	(1,990,896)
Non-current liabilities	(7,731,686)	(7,729,338)
Equity	₱6,288,881	₱6,835,345

**Balances are based on unaudited September 30, 2020 interim financial statements submitted by Lepanto to PSE.*

	2020*	2019	2018
Revenue	₱1,090,043	₱2,047,384	₱2,120,642
Cost and expenses	(1,643,225)	(3,040,249)	(2,810,737)
Finance costs	(8,191)	(99,378)	(107,731)
Other income	13,824	35,503	11,115
Loss before income tax	(547,549)	(1,056,740)	(786,711)
Income tax benefit	1,083	29,376	11,741
Loss for the year	₱546,466	1,027,364	₱774,970

Total comprehensive loss	₱546,466	₱1,046,278	₱422,928
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Group's share of loss for the year (annualized)	₱23,825	₱27,980	₱22,300
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**Balances are based on unaudited September 30, 2020 interim financial statements submitted by Lepanto to PSE.*



PXP

The Parent Company declared its shares of stock in PXP as property dividends to its shareholders on March 15, 2016 record date at a ratio of 17 shares for every 100 shares held. The dividend declaration was approved by the Philippine Securities and Exchange Commission (SEC) on June 22, 2016. The Group ceased to have control over PXP on July 15, 2016 (see Note 26).

On October 26, 2018, PXP, PMC and Dennison Holdings Corp. (DHC), signed a subscription agreement wherein the PMC and DHC will subscribe to 260 million and 340 million common shares of PXP, for a total consideration of ₱3,081,000 and ₱4,029,000, respectively.

On December 27, 2018, PMC paid the 25% downpayment of ₱770,250 million. As a result of the transaction, PMC's total ownership interest in PXP increased from 19.76% to 30.40% as at December 31, 2018. The 75% balance of subscription payable to PXP amounting to ₱2,310,750 is included in the subscription payable of the Group totaling ₱2,312,981 as at December 31, 2018.

On January 7, 2019, DHC paid an initial downpayment of ₱40,290, with the remaining balance due on March 31, 2019. However, DHC failed to pay the remaining balance, thereby forfeiting its downpayment in favor of PXP.

In 2019, PMC paid subscription payable to PXP amounting to ₱1,386,450 and ₱740,000 on February 11, 2019 and December 31, 2019, respectively. The outstanding balance of subscription payable with PXP after the series of payments amounted to ₱184,300 as at December 31, 2019.

In 2020, PMC paid subscription payable to PXP amounting to ₱19,700, ₱21,864, and ₱21,622 on July 29, 2020, October 31, 2020, and December 17, 2020, respectively. The outstanding balance of subscription payable with PXP after the series of payments amounted to ₱121,114 as at December 31, 2020.

The following table illustrates the summarized financial information of the Group's investment in PXP:

	2020	2019
Current assets	₱195,339	₱302,571
Non-current assets	6,560,249	6,562,708
Current liabilities	(24,853)	(74,615)
Non-current liabilities	(1,261,782)	(1,274,103)
Equity	₱5,468,953	₱5,516,561

	2020	2019	2018
Revenue	₱30,250	₱72,499	₱107,924
Cost and expenses	(98,663)	(190,596)	(221,390)
Other (expenses) income	(16,649)	(180,279)	21,405
Loss before income tax	(85,062)	(298,376)	(92,061)
Income tax benefit (expense)	8,792	1,156	(4,370)
Loss for the year	(₱76,270)	(₱297,220)	(₱96,431)
Total comprehensive loss	(₱76,270)	(₱297,220)	₱10,052
Group's share of loss for the year	₱23,186	₱90,355	₱18,636



13. Deferred Exploration Costs - net

Deferred exploration costs consist of:

	2020	2019
Deferred exploration costs	₱31,190,537	₱30,441,755
Less allowance for impairment losses	3,825,412	3,825,412
	₱27,365,125	₱26,616,343

Deferred exploration costs attributable to the Group's Silangan Project amounted to ₱25,066,827 and ₱24,384,637 as of December 31, 2020 and 2019, respectively.

Deferred exploration costs relate to projects that are ongoing. The recovery of these costs depends upon the success of exploration activities and future development of the corresponding mining properties. Allowances have been provided for those deferred costs that are specifically identified to be unrecoverable. Impairment recognized are included under "Provision for impairment losses - net" in the consolidated statements of income amounting to nil, nil, and ₱47,500 in 2020, 2019, and 2018, respectively.

14. Other Noncurrent Assets

Other noncurrent assets consist of:

	2020	2019
Input tax - noncurrent portion	₱434,279	₱433,429
Others	66,603	189,281
	₱500,882	₱622,710

Noncurrent portion of input VAT pertains to SMMCI's input VAT that cannot be realized within twelve (12) months after the date of the reporting period.

Others include bank accounts that the Parent Company and PGPI maintain with Land Bank of the Philippines to establish their respective Mine Rehabilitation Funds (MRF), pursuant to the requirements of Republic Act (RA) No. 7942, otherwise known as "The Philippine Mining Act of 1995." The MRF shall be used for the physical and social rehabilitation of areas and communities affected by the Padcal, Bulawan and Sibutad Mines, and for research in the social, technical and preventive aspects of their rehabilitation.

15. Loans and Bonds Payable

	2020	2019
Current Loans:		
Bank loans:		
Philippine National Bank	₱912,437	₱1,316,510
Banco de Oro (BDO)	384,184	708,890
Bank of the Philippine Islands	480,230	506,350
	1,776,851	2,531,750
Noncurrent Loans:		
Bonds payable	8,182,002	7,743,020
	₱9,958,853	₱10,274,770



Bank Loans

The Group obtains short-term, unsecured loans from various local banks. These loans have terms of ninety (90) days to one hundred eighty (180) days until maturity and are renewable subject to monthly repricing of interest. Interest rates of these short-term loans ranges from 3.50% to 4.50%.

Bonds Payable

On December 18, 2014, SMECI, with PMC as the co-issuer, issued 8-year convertible bonds with a face value of ₱7,200,000 at 1.5% coupon rate p.a. payable semi-annually to Asia Link B.V. and Social Security System (SSS) wherein the former holds 20% ownership of PMC. The bonds are convertible into 400,000 common shares of SMECI at ₱18 per share 12 months after the issue date ("Standstill Period"). On the last day of the Standstill Period, the Issuer shall have a one-time right to redeem the bonds from the holders in whole or in part. After the Standstill Period, the noteholders may exercise the conversion right, in whole but not in parts, at any time but no later than the maturity date. At redemption/maturity date, the bonds can be redeemed together with the principal or face value of the bonds at a premium, payable at a rate of 3% per annum compounded semi-annually based on the face value of the bonds and unpaid accrued interest (if there be any). The proceeds of the bonds were used to repay the SMECI's advances from PMC and fund further exploration works of SMMCI.

At the date of issuance, the carrying amount of the bonds payable and equity conversion options amounted to ₱5,974,482 and ₱1,225,518, respectively. The carrying value of convertible bonds payable amounted to ₱8,182,002 and ₱7,743,020, including accrued interest payable amounting to ₱2,207,520 and ₱1,768,538 as at December 31, 2020 and 2019, respectively.

Interest amortization amounted to ₱438,982 and ₱409,924 in 2020 and 2019, respectively. Bonds amortization is calculated on the effective interest basis by applying EIR rate of 6.97% per annum (compounded semi-annually) for an equivalent nonconvertible bonds at the date of issue of the convertible bond to the liability component of the convertible bonds.

Finance expense pertaining to the convertible bonds amounting to ₱560,101 and ₱531,168 in 2020 and 2019, respectively, was capitalized as deferred exploration costs. The rate used to determine the amount of borrowing costs eligible for capitalization was 5.61%.

The Group's loans and bonds payable has no covenants imposed by banks and creditors as of December 31, 2020 and 2019.

16. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities consist of:

	2020	2019
Trade	₱797,623	₱869,429
Accrued expenses	361,596	332,491
Provisions (Note 32)	151,479	151,713
Accrued royalties and excise taxes	135,523	112,955
Withholding taxes	23,759	17,364
Other nontrade liabilities	222,783	124,051
	₱1,692,763	₱1,608,003

Trade payables are noninterest-bearing and are generally settled within 30 to 120 day terms. Accrued expenses consist of accrued operating and administrative expenses are settled monthly, while



contracted and outside services are settled within the terms of their respective contracts. Other nontrade liabilities include payroll-related liabilities.

Accrued royalties are due to the claim owners of the land where the mine site operations were located while excise taxes pertain to the taxes paid or accrued by the Parent Company for its legal obligation arising from the production of copper concentrates. These excise taxes and royalties are expensed as incurred. Royalties are paid monthly while obligation to pay excise taxes are made quarterly.

Withholding taxes pertain to statutory deductions and withheld taxes by the Group from its employees for compensation and suppliers for expanded withholding taxes that are to be remitted to the BIR fourteen days following the end of month.

17. Revenues

	2020			2019			2018		
	Revenue from contracts with customers*	Other Revenue - Provisional pricing adjustment	Total revenue	Revenue from contracts with customers*	Provisional pricing adjustment	Total revenue	Revenue from contracts with customers*	Provisional pricing adjustment	Total revenue
Gold	₱4,675,766	(₱16,302)	₱4,659,464	₱3,628,958	₱7,527	₱3,636,485	₱4,125,531	(₱16,434)	₱4,109,097
Copper	3,099,063	7,025	3,106,088	3,018,588	75,166	3,093,754	3,540,981	(65,485)	3,475,496
Silver	68,753	(592)	68,161	58,226	1,101	59,327	59,538	(3,825)	55,713
			₱7,833,713			₱6,789,566			₱7,640,306

*net of smelting charges amounting to ₱616,086, ₱609,629, and ₱674,107 in 2020, 2019, and 2018, respectively.

All revenue from sale of gold, copper and silver are recognized at a point in time when control transfers.

18. Costs and Expenses

Costs and expenses include the following:

	2020	2019	2018
Production costs			
Materials and supplies (Note 8)	₱1,710,025	₱1,841,857	₱1,846,050
Communications, light and water	1,127,212	1,202,927	1,249,876
Personnel (Note 19)	903,129	874,003	908,115
Contracted services	244,876	273,232	216,388
Others	230,331	195,768	187,460
	₱4,215,573	₱4,387,787	₱4,407,889
Depletion, amortization and depreciation (Note 10 and 20)			
Depreciation	₱667,464	₱888,933	₱738,926
Depletion and amortization	584,740	925,398	861,595
	₱1,252,204	₱1,814,331	₱1,600,521



	2020	2019	2018
Excise taxes and royalties			
Royalties	₱320,323	₱155,954	₱204,373
Excise taxes	222,915	271,257	302,117
	₱543,238	₱427,211	₱506,490
General and administrative expenses			
Personnel (Note 19)	₱184,937	₱184,804	₱185,434
Contracted services	16,585	17,795	20,015
Depreciation (Notes 10 and 20)	16,534	18,470	22,045
Taxes and licenses	9,582	16,693	5,162
Repairs and maintenance	8,471	2,033	2,412
Communications, light and water	5,299	7,820	8,641
Travel and transportation	2,897	5,315	9,681
Office supplies	240	2,073	3,366
Others	42,588	32,331	48,875
	₱287,133	₱287,334	₱305,631

Other general and administrative expenses include security, janitorial and other outside services, and general miscellaneous expenses.

19. Personnel Cost

Details of personnel costs are as follows:

	2020	2019	2018
Production costs (Note 18)			
Salaries and wages	₱589,632	₱635,329	₱634,076
Employee benefits	285,102	226,563	254,566
Retirement costs (Note 21)	28,395	12,111	19,473
	₱903,129	₱874,003	₱908,115
General and administrative expenses (Note 18)			
Salaries and wages	₱116,057	₱128,853	₱135,501
Employee benefits	64,258	53,980	46,764
Retirement costs (Note 21)	4,622	1,971	3,169
	184,937	184,804	185,434
	₱1,088,066	₱1,058,807	₱1,093,549

The Parent Company recognized retirement costs amounting to ₱33,017, ₱14,082 and ₱22,641 in 2020, 2019 and 2018, respectively (see Note 21).



20. Depletion, Amortization and Depreciation

Details of depletion and depreciation expense are as follows:

	2020	2019	2018
Production costs (Note 18)	₱1,252,204	₱1,814,331	₱1,600,521
General and administrative (Note 18)	16,534	18,470	22,045
	₱1,268,738	₱1,832,801	₱1,622,566

Total depreciation cost of machinery and equipment used in exploration projects amounting to ₱24,974, ₱32,543 and ₱116,309 in 2020, 2019 and 2018, respectively, is capitalized under deferred exploration costs, which relate to projects that are currently ongoing for PMC, SMMCI and PGPI (see Note 10).

21. Pension asset - net

Under the existing regulatory framework, Republic Act 7641 requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided, however, that the employees retirement benefit under the collective bargaining and other agreements shall not be less than provided under the law. The law does not require minimum funding of the plan.

Parent Company Retirement Fund

The Parent Company has a funded, noncontributory, defined benefits retirement plan covering all of its regular employees. The pension funds are being administered and managed through the Retirement Gratuity Plan of Philex Mining Corporation, under trust accounts with BDO and Union Bank of the Philippines. The retirement plan provides for retirement, separation, disability and death benefits to its members.



The fair value of net plan assets of the Parent Company by each class as at the end of the reporting period are as follows:

	2020	2019
Assets		
Cash and cash equivalents	₱14,781	₱22,072
Receivables	5,274	16,247
Investment in debt securities	562,785	582,344
Investment in equity securities	367,712	353,753
Other investments	154,973	127,018
	1,105,525	1,101,434
Liabilities		
Accrued trust fees payables	696	535
	₱1,104,829	₱1,100,899

The cost of defined benefit pension plans, as well as the present value of the pension obligation is determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension and post-employment medical benefit obligations for the defined benefit plans are shown below:

Actuarial valuation assumptions	2020	2019
Discount rate	1.71%	4.52%
Future salary increases	5.00%	5.00%
Expected rate of return on plan assets	5.00%	5.00%

The overall expected rate of return of assets is determined based on market expectation prevailing on that date, applicable to the period over which the obligation is expected to be settled.

The sensitivity analysis below has been determined based on reasonable possible changes of each significant assumption of the defined benefit obligation as of the reporting period, assuming all other assumptions were held constant:

	Increase (decrease)	Effect on defined benefit obligation
Discount rates	1.00% (1.00%)	(₱12,793) 13,159
Future salary increases	1.00% (1.00%)	₱13,601 (13,487)

Shown below is the maturity analysis of the Company's undiscounted benefit payments:

	Expected benefit payments
Less than one year	₱155,841
One to less than five years	717,900

The average duration of the defined benefit obligation at the end of the reporting period is 0.82 years.

The Parent Company's actuarial funding requirement in 2020 and 2019 is nil, however, the intention is to continue regular contributions to the fund.



Pension expense from the defined benefit retirement plan is actuarially determined using the projected unit credit method. The latest actuarial valuation report was made as at December 31, 2020.

SMMCI Retirement Fund

SMMCI has unfunded, noncontributory defined benefit retirement plan covering its regular and full-time employees. The Company also provides additional post employment healthcare benefits to certain senior employees in the Philippines.

The cost of defined benefit pension plans and other post-employment medical benefits as well as the present value of the pension obligation is determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension and post-employment medical benefit obligations for the defined benefit plans are shown below:

Actuarial valuation assumptions	2020	2019
Discount rates	3.92%	4.97%
Future salary increases	4.00%	4.00%

Changes in the defined benefit liability of SMMCI are as follows:

	2020	2019	2018
January 1	₱3,390	₱2,302	₱3,184
Current service cost	664	592	1,083
Past service cost	—	—	—
Interest cost	168	169	183
	832	761	1,266
Remeasurements in other comprehensive income			
Experience adjustments	25	(358)	(1,200)
Actuarial changes from changes in demographic assumptions	—	—	(570)
Actuarial changes from changes in financial assumptions	463	685	(378)
	488	327	(2,148)
December 31	₱4,710	₱3,390	₱2,302

Retirement expense amounting to nil, ₱761, and ₱1,266 in 2020, 2019, and 2018, respectively, were capitalized as part of the deferred exploration costs.

The sensitivity analysis below has been determined based on reasonable possible changes of each significant assumption on the defined benefit obligation as of the end of the reporting period, assuming if all other assumptions were held constant:

	Increase (decrease)	Effect on defined benefit obligation
Discount rates	1.00%	(₱442)
	(1.00%)	523
Future salary increases	1.00%	₱542
	(1.00%)	(466)



Shown below is the maturity analysis of the undiscounted benefit payments:

	2020	2019
Less than 1 year	₱223	₱—
More than 1 year to 5 years	2,896	1,835
More than 5 years to 10 years	1,321	2,654
More than 10 years to 15 years	2,568	2,560
More than 15 years to 20 years	10,179	3,673
More than 20 years	6,300	12,239

The average duration of the defined benefit obligation at the end of the reporting period is 17.19 years.

22. Financial Instruments

The table below summarizes management's evaluation of business model and subsequent measurement for each financial assets and liabilities of the Group:

Financial Assets	Business Model	Subsequent Measurement	Remarks
Cash with banks and short-term deposits	Hold to collect	Amortized cost	NA
Trade receivable	NA	FVTPL	NA
Advances to related parties	Hold to collect	Amortized cost	Conditional fair value option not elected.
Quoted equity investments	NA	FVOCI (no recycling)	Not held for trading and FVTPL not opted.
Unquoted equity investments	NA	FVOCI (no recycling)	Not held for trading and FVTPL not opted.

Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. However, the Group is not exposed to credit risk from its operating activities (primarily trade receivables) since the historical default rate of its customers is 0%.

Trade Receivables from Sale of Concentrates

As of December 31, 2020, the Group has current outstanding trade receivables from its customers amounting to ₱283,759 arising from revenue from contracts with three (3) customers, namely Pan Pacific, IXM, and Transamine. These contracts are within the scope of PFRS 15.

Based on historical transactions with the customers, there has been no instance that these customers have defaulted on their payments (historical default rate of 0%). PPC is a customer since start of commercial operations in the 1950s, IXM is a customer since year 2007, and Transamine is a new customer that always pays in full. Moreover, the Group's trade receivables have a credit period of three months, indicating that the time value of money is immaterial. With these facts, ECL is not material.



23. Financial Risk Management Objectives and Policies and Hedging Activities

Financial Risk Management Objectives and Policies

The Group's principal financial instruments, other than derivatives, comprise mainly of cash and cash equivalents, accounts receivable, financial assets measured at FVOCI, short-term bank loan and accounts payable and accrued liabilities. The main purpose of these financial instruments is to provide financing for the Group's operations and capital-intensive projects.

The BOD is mainly responsible for the overall risk management and approval of the risk strategies and principles of the Group. The BOD has approved its formalized hedging policy in relation to entering into commodity derivatives in order to manage its financial performance.

Financial Risks

The main risks arising from the Group's financial instruments are credit and concentration risks, liquidity risk and market risk. The market risk exposure of the Group can be further classified to foreign currency risk, interest rate risk, equity price risk and commodity price risk. The BOD reviews and approves the policies for managing these risks and they are summarized as follows:

Credit and Concentration Risks

Credit risk is the risk where the Group could incur a loss if its counterparties fail to discharge their contractual obligations. To avoid such losses, the Group's primary credit risk management strategy is to trade only with recognized, creditworthy third parties. At present, 72% of the Parent Company's annual production of concentrates is sold to Pan Pacific. The balance of the Parent Company's annual production of concentrates is contracted with IXM up to March 2021.

Credit risk may also arise from the Group's other financial assets, which comprise of cash and cash equivalents. The Group's exposure to credit risk could arise from default of the counterparty, having a maximum exposure equal to the carrying amount of these instruments.

The table below summarizes the Group's exposure to credit risk for the components of the consolidated statements of financial position as of December 31, 2020 and 2019:

	2020	2019
Cash and cash equivalents		
Cash with banks	₱974,156	₱315,952
Short-term deposits	215,677	478,304
Accounts receivable		
Trade	283,759	337,875
Others	83,904	73,365
Advances to a related party	—	—
Financial asset measured at FVOCI		
Quoted equity investments	60,938	67,863
Unquoted equity investments	53,035	53,035
Gross maximum credit risk exposure	₱1,671,469	₱1,326,394



The following tables show the credit quality of the Group's financial assets by class as at December 31, 2020 and 2019 based on the Group's credit evaluation process:

December 31, 2020				
	Neither Past Due nor Impaired High-Grade	Standard	Past Due and Individually Impaired	Total
Cash and cash equivalents				
Cash with banks	₱974,156	₱–	₱–	₱974,156
Short-term deposits	215,677	–	–	215,677
Accounts receivable				
Trade	283,759	–	–	283,759
Others	82,499	–	1,405	83,904
Financial asset measured at FVOCI				
Quoted equity investments	60,938	–	–	60,938
Unquoted equity investments	53,035	–	–	53,035
Total	₱1,670,064	₱–	₱1,405	₱1,671,469

December 31, 2019				
	Neither Past Due nor Impaired High-Grade	Standard	Past Due and Individually Impaired	Total
Cash and cash equivalents				
Cash with banks	₱315,952	₱–	₱–	₱315,952
Short-term deposits	481,652	–	–	481,652
Accounts receivable				
Trade	337,875	–	–	337,875
Others	71,960	–	1,405	73,365
Financial asset measured at FVOCI				
Quoted equity investments	67,863	–	–	67,863
Unquoted equity investments	53,035	–	–	53,035
Total	₱1,328,337	₱–	₱1,405	₱1,329,742

Credit quality of cash and cash equivalents and accounts receivable are based on the nature of the counterparty and the Group's evaluation process.

High-grade credit quality financial assets pertain to financial assets with insignificant risk of default based on historical experience.

Liquidity Risk

Liquidity risk is the risk where the Group becomes unable to meet its obligations when they fall due under normal and stress circumstances. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans. The Group addresses liquidity concerns primarily through cash flows from operations and short-term borrowings, if necessary.



The tables below summarize the maturity profile of the Group's financial assets that can be used by the Group to manage its liquidity risk and the maturity profile of the Group's financial liabilities, based on contracted undiscounted repayment obligations (including interest) as at December 31, 2020 and 2019, respectively:

December 31, 2020				
	On Demand	Within 1 Year	More than 1 Year	Total
Other financial liabilities				
Short-term loans				
Principal	₱—	₱1,776,851	₱—	₱1,776,851
Interest	—	2,843	—	2,843
Long-term loans				
Principal	—	—	7,200,000	7,200,000
Interest	—	—	540,000	540,000
Accounts payables and accrued liabilities	—	1,382,014	—	1,382,014
Dividends payable	553,610	—	—	553,610
Total undiscounted financial liabilities	₱553,610	₱3,161,708	₱7,740,000	₱11,455,318

December 31, 2020				
	On Demand	Within 1 Year	More than 1 Year	Total
Loans and receivables				
Cash and cash equivalents	₱1,191,479	₱—	₱—	₱1,191,479
Accounts receivable				
Trade	—	283,759	—	283,759
Others	—	82,499	—	82,499
Financial assets measured at FVOCI				
Quoted equity investments	67,863	—	—	67,863
Unquoted equity investments	53,035	—	—	53,035
Total undiscounted financial assets	₱1,312,377	₱366,258	₱—	₱1,678,635

December 31, 2019				
	On Demand	Within 1 Year	More than 1 Year	Total
Other financial liabilities				
Short-term loans				
Principal	₱—	₱2,531,750	₱—	₱2,531,750
Interest	—	3,042	—	3,042
Long-term loans				
Principal	—	—	7,200,000	7,200,000
Interest	—	—	540,000	540,000
Accounts payables and accrued liabilities	—	1,325,983	—	1,325,983
Dividends payable	549,632	—	—	549,632
Total undiscounted financial liabilities	₱549,632	₱3,860,775	₱7,740,000	₱12,150,407

Forward



	December 31, 2019			Total
	On Demand	Within 1 Year	More than 1 Year	
Loans and receivables				
Cash and cash equivalents	₱795,709	₱—	₱—	₱795,709
Accounts receivable				
Trade	—	337,875	—	337,875
Others	—	71,960	—	71,960
Financial assets measured at FVOCI				
Quoted equity investments	67,863	—	—	67,863
Unquoted equity investments	53,035	—	—	53,035
Total undiscounted financial assets	₱916,607	₱409,835	₱—	₱1,326,442

Market Risks

Foreign Currency Risk

Foreign currency risk is the risk where the value of the Group's financial instruments diminishes due to unfavorable changes in foreign exchange rates. The Parent Company's transactional currency exposures arise from sales in currencies other than its functional currency. All of the Parent Company's sales are denominated in US dollar. Also, the Parent Company is exposed to foreign exchange risk arising from its US dollar-denominated cash and cash equivalents, trade receivables and loans payable. The Group recognized net foreign exchange gain of ₱99,115 for the year ended December 31, 2020, net foreign exchange gain of ₱93,072 for December 31, 2019 and net foreign exchange loss of ₱121,176 for December 31, 2018, arising from the translation of these foreign currency-denominated financial instruments.

As the need arises, the Group enters into structured currency derivatives to cushion the effect of foreign currency fluctuations.

The following tables summarize the impact on income before income tax of reasonable possible changes in the exchange rates of US dollar against the Peso. The reasonable movement in exchange rates was determined using 1-year historical data.

Year Ended December 31, 2020		
US\$ Appreciate (Depreciate)	Effect on Income before Income Tax	
29%		(₱172,496)
-29%		172,496
Year Ended December 31, 2019		
US\$ Appreciate (Depreciate)	Effect on Income before Income Tax	
5%		(₱78,335)
-5%		78,335

There were no outstanding currency derivatives as of December 31, 2020 and 2019.

Equity Price Risk

Equity price risk is the risk where the fair values of investments in quoted equity securities could increase or decrease as a result of changes in the levels of equity indices and in the value of individual stocks. Management monitors the movement of the share prices pertaining to the Group's investments. The Group is exposed to equity securities price risk because of investments held by the Parent Company, which are classified in the consolidated statements of financial position as financial assets measured at FVOCI (see Note 11). Investment in quoted shares totaling ₱60,938 and ₱67,863 represent 0.01% of the total assets of the Group as at December 31, 2020 and 2019, respectively. Reasonable possible changes were based on an evaluation of data statistics using 1-year historical stock price data.



The effect on equity, as a result of a possible change in the fair value of the Group's quoted equity instruments held as financial assets measured at FVOCI as at December 31, 2020 and 2019 that could be brought by changes in equity indices with all other variables held constant is as follows:

December 31, 2020		
Currency	Change in Quoted Prices of Investments Carried at Fair Value	Effect on Equity
Peso	Increase by 2%	₱61.05
	Decrease by 2%	(61.05)
December 31, 2019		
Currency	Change in Quoted Prices of Investments Carried at Fair Value	Effect on Equity
Peso	Increase by 1%	₱30.53
	Decrease by 1%	(30.53)

Commodity Price Risk

The Parent Company's mine products revenues are valued based on international commodity quotations (e.g., primarily on the LME and LBMA quotes) over which the Parent Company has no significant influence or control. This exposes the Group's results of operations to commodity price volatilities that may significantly impact its cash inflows. The Parent Company enters into derivative transactions as a means to mitigate the risk of fluctuations in the market prices of its mine products.

The following table shows the effect on income before income tax should the change in the prices of copper and gold occur based on the inventory of the Parent Company as at December 31, 2020 and 2019. The change in metal prices is based on 1-year historical price movements.

December 31, 2020		
Change in Metal Prices	Effect on Income before Income Tax	
Gold		
Increase by 19%		₱910,923
Decrease by 19%		(910,923)
Copper		
Increase by 23%		₱823,055
Decrease by 23%		(823,055)
December 31, 2019		
Change in Metal Prices	Effect on Income before Income Tax	
Gold		
Increase by 12%		₱448,817
Decrease by 12%		(448,817)
Copper		
Increase by 28%		₱1,005,688
Decrease by 28%		(1,005,688)

Derivative Financial Instruments

Gold Derivatives

In September 2017, the Parent Company entered into gold collar hedging contracts covering 2,300 ounces of monthly gold production from September to December 2017 at a strike price of US\$1,300 per ounce for the put options and US\$1,395 per ounce for the call options. This contract was also designated as cash flow hedge.



In January 2018, the Parent Company entered into gold collar hedging contracts covering 2,200 ounces of monthly gold production from January to June 2018 at a strike price of US\$1,300 per ounce for the put options and US\$1,350 per ounce for the call options. Further in April 2018, the Company entered into gold collar hedging contracts covering 3,000 ounces of monthly production from July to September 2018 at a strike price of US\$1,330 per ounce for the put options and US\$1,400 per ounce for the call options. These contracts were also designated as cash flow hedges.

In February 2019, the Parent Company entered into gold collar hedging contracts covering 2,000 ounces of monthly gold production from February to April 2019 at a strike price of US\$1,300 per ounce for the put options and US\$1,327 per ounce for the call options. Further in June 2019, the Company entered into gold collar hedging contract covering 2,000 ounces of monthly production from July to December 2019 at a strike price of US\$1,330 per ounce for the put options and US\$1,390 per ounce for the call options.

In January 2020, the Parent Company entered into gold put option contract covering 1,500 ounces of monthly gold production from January to June 2020 at a strike price of US\$1,450 per ounce. Premium paid amounted to US\$4.20 per ounce or a total of US\$37,800 put option premium. Premium is amortized over the term of the contract.

In May 2020, the Parent Company entered into gold collar hedging contracts covering 1,900 ounces of monthly gold production from July to December 2020 at a strike price of US\$1,650 per ounce for the put options and US\$1,855 per ounce for the call options.

Realized net loss from put and gold collar in 2020 amounted to ₱24,146 consisting of ₱1,917 put premium paid and ₱22,229 net loss from gold collar hedging contracts. Realized net loss from gold collar hedging contracts in 2019 amounted to ₱52,679.

There were no outstanding gold derivatives as at December 31, 2020 and 2019.

Copper Derivatives

In January 2018, the Parent Company entered into a copper collar hedging contract covering 360 metric tonnes per month for the month of February and July 2018 at a strike price of US\$7,650 per metric tonne for the call options and US\$6,615 per metric tonne for the put options.

In May 2020, the Parent Company entered into a copper collar hedging contract covering 450 metric tonnes per month for the months of July to September 2020 at a strike price of US\$5,725 per metric tonne for the call options and US\$4,630 per metric tonne for the put options

The effect of the fair value adjustments arising from the outstanding copper derivatives as at December 31, 2020 amounted to nil. There were no outstanding copper derivatives as at December 31, 2020 and 2019.

Realized net loss from copper collar amounted to ₱51,712 and nil in 2020 and 2019, respectively.

24. Capital Management

The Group maintains a capital base to cover risks inherent in the business. The primary objective of the Group's capital management is to optimize the use and earnings potential of the Group's resources, ensuring that the Group complies with externally imposed capital requirements, if any, and considering changes in economic conditions and the risk characteristics of the Group's activities. No significant changes have been made in the objectives, policies and processes of the Group from the previous years.



The following table summarizes the total capital considered by the Group:

	2020	2019
Capital stock	₱4,940,399	₱4,940,399
Additional paid-in capital	1,143,981	1,143,981
Retained earnings		
Unappropriated	4,734,469	3,471,281
Appropriated	10,500,000	10,500,000
	₱21,318,849	₱20,055,661

25. Foreign-Currency-Denominated Monetary Assets and Liabilities

The Group's foreign-currency-denominated monetary assets and liabilities as at December 31, 2020 and 2019 are as follows:

	2020		2019	
	US\$	Peso Equivalent	US\$	Peso Equivalent
Assets				
Cash and cash equivalents	\$18,705	₱898,292	\$12,386	₱627,165
Trade receivables	5,909	283,759	6,673	337,887
	\$24,614	₱1,182,051	\$19,059	₱965,052
	2020		2019	
	US\$	Peso Equivalent	US\$	Peso Equivalent
Liabilities				
Accounts payable	\$–	₱–	\$–	₱–
Bank loans	37,000	1,776,851	50,000	2,531,750
	37,000	1,776,851	50,000	2,531,750
Liabilities - net	(\$12,386)	(₱594,800)	(\$30,941)	(₱1,566,698)

The exchange rates of Peso to US dollar were ₱48.023 to US\$1 as at December 31, 2020 and ₱50.635 to US\$1 as at December 31, 2019.

26. Related Party Transactions

Related party relationships exist when the party has the ability to control, directly or indirectly, through one or more intermediaries, or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting entity and its key management personnel, directors or stockholders. In considering each possible related party relationship, attention is directed to the substance of the relationships, and not merely to the legal form.

Companies within the Group in the regular conduct of business, enter into transactions with related parties which consists of advances, loans, reimbursement of expenses, regular banking transactions, leases and management and administrative service agreements.



Intercompany transactions are eliminated in the consolidated financial statements.

PXP

On July 15, 2016, PMC ceases to have control over PXP (Notes 12). Previously, advances to PXP are eliminated in the consolidated financial statements.

On August 17, 2015, the PMC and PXP entered into a pledge agreement to secure the advances against certain shares of stocks owned by PXP.

Upon the adoption of PFRS 9, the Group recognized impairment on the Group's advances to PXP amounting to ₱1,312,243 which was charged directly to retained earnings as at January 1, 2018. Such amount represents the difference between the carrying value of the advances which carries an on-demand feature, and the fair value of the pledged shares.

On October 26, 2018, PXP, PMC and Dennison Holdings Corp. (DHC), signed a subscription agreement wherein PMC and DHC will subscribe to 260 million and 340 million common shares of PXP, respectively, for a total consideration of ₱3,081,000 and ₱4,029,000, respectively.

Each share is valued at ₱11.85, which represents a 20% discount to the 90-day volume weighted average price (VWAP) of PXP shares. The agreement was approved by the Board of Directors on October 25, 2018.

On December 27, 2018, PMC paid the 25% downpayment of ₱770,250 million. As a result of the transaction, PMC's total ownership interest in PXP increased from 19.76% to 30.40% as at December 31, 2018.

PXP's proceeds from the subscription agreement will be utilized for the repayment of its advances from the Parent Company. In December 2018, PXP made payments to PMC amounting to ₱781,262 while in 2019, PXP fully paid the cash advances from PMC. As a result, the related pledge was extinguished.

The subscription agreement in October 2018 and subsequent payments made by PXP to PMC resulted in enhancement of credit quality of the advances to PXP. As a result, the provision for expected credit losses on advances to a related party amounting to ₱1,312,243 was reversed in 2018. The reversal is included in the "Provision for impairment losses - net of reversal" in the consolidated statements of income.

On January 7, 2019, DHC paid an initial downpayment of ₱40,290, with the remaining balance due on March 31, 2019. However, DHC failed to pay the remaining balance, thereby forfeiting its downpayment in favor of PXP.

PMC paid subscription payable to PXP amounting to ₱1,386,450 and ₱740,000 on February 11, 2019 and December 31, 2019, respectively. The balance of subscription payable in relation to the subscription agreement with PXP amounted to ₱184,300 as at December 31, 2019.

On August 5, 2019, a Deed of Assignment was entered into by Brixton Energy & Mining Corporation (BEMC; a subsidiary of PXP) and PXP transferring BEMC's advances from PMC to PXP amounting to ₱737,815. Upon assignment, PMC reversed its previously written-off advances to BEMC. The reversal is included in the "Provision for impairment losses - net of reversal" in the consolidated statements of income. The transferred advances were then paid by PXP to PMC on December 19, 2019.



In 2020, PMC paid subscription payable to PXP amounting to ₱19,700, ₱21,864, and ₱21,622 on July 29, 2020, October 31, 2020, and December 17, 2020, respectively. The outstanding balance of subscription payable with PXP after the series of payments amounted to ₱121,114 as at December 31, 2020.

SMECI

On December 18, 2014, SMECI, with PMC as the co-issuer, issued 8-year convertible bonds with a face value of ₱7,200,000 at 1.5% coupon rate p.a. payable semi-annually to Asia Link B.V. and Social Security System (SSS) wherein the former holds 20% ownership of PMC (see Note 15).

Compensations of Key Management Personnel

Compensations of the members of key management personnel are as follows:

	2020	2019	2018
Short-term employee benefits	₱94,093	₱85,430	₱75,465
Pension costs	6,052	6,847	4,988
	₱100,145	92,277	₱80,453

27. Income Taxes

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

	2020	2019	2018
Current	₱234,407	₱143,019	₱275,408
Deferred	67,620	(498,841)	(199,799)
	₱302,027	(₱355,822)	₱75,609

The Group is subject to regular corporate income tax (RCIT) or MCIT, whichever is higher. The provision for current income tax in 2020, 2019, and 2018 represent RCIT.

- b. The components of the Group's net deferred tax assets (liabilities) are as follows:

	2020	2019
Deferred tax assets on:		
Provision for losses and others	₱90,336	₱90,336
Unrealized foreign exchange losses - net	42,774	73,625
Materials and supplies obsolescence	31,470	—
Accumulated accretion of interest on provision for mine rehabilitation costs	(1,028)	2,107
Unamortized past service costs	(1,464)	555
Total deferred tax assets	₱162,088	166,623

Deferred tax liabilities on:

Difference in fair value and carrying value of the net assets of subsidiary acquired	(1,665,513)	(1,665,513)
Accelerated deduction	(595,724)	(622,678)
Net retirement plan assets	(94,542)	(68,149)
Mine inventory at year-end	(73,056)	(6,782)
Unrealized foreign exchange gain	(8,557)	(9,080)

Forward



	2020	2019
OCI portion of retirement liability	(12,466)	(6,882)
Changes in FV of financial assets measured at FVOCI	(5,544)	(6,089)
Total deferred tax liabilities	(2,455,402)	(2,385,173)
Net deferred tax liabilities	(P2,293,314)	(P2,218,550)

- c. The reconciliation of the Group's provision for income tax computed at the statutory income tax rates based on income before income tax is as follows:

	2020	2019	2018
Provision (Benefit from) income tax at statutory income tax rate of 30%	P459,097	(P301,085)	P205,220
Additions to (reductions in) income tax resulting from:			
Nondeductible expenses and non-taxable income - net	(P158,461)	P362,268	(P687)
Unrecognized DTA, NOLCO and excess MCIT	1,576	2,238	32,197
Interest income already subjected to final tax	(185)	(579)	(679)
Reversal of temporary difference on impairment of Padcal mine and mining properties	—	(418,664)	(160,442)
	P302,027	(P355,822)	P75,609

- d. As at December 31, 2020 and 2019, no deferred tax assets were recognized on deductible temporary differences amounting to P3,407,661 and P3,376,191, respectively.
- e. On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of "Bayanihan to Recover as One Act" which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As at December 31, 2020, significant NOLCO and MCIT of the Parent Company's subsidiaries for which no deferred income taxes were recognized are as follows:

SMMCI

As at December 31, 2020, SMMCI has incurred NOLCO before taxable year 2020 and excess MCIT during taxable year 2020 that can be claimed as deduction from regular taxable income for the next three (3) consecutive years:

Year Incurred	Available Until	NOLCO		Excess MCIT
		Amount	Tax Effect	
2018	2021	P107,648	P32,294	P18
2019	2022	4,072	1,222	70
2020	2023	—	—	76
		P111,720	P33,516	P164



As at December 31, 2020, SMMCI has incurred NOLCO in taxable year 2020 which can be claimed from regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover As One Act.

Year Incurred	Available Until	NOLCO	
		Amount	Tax Effect
2020	2025	₱2,696	₱809

The following are the movements of the SMMCI's NOLCO and excess MCIT for the years ended December 31:

	NOLCO		Excess MCIT	
	2020	2019	2020	2019
At January 1	₱111,720	₱119,618	₱255	₱185
Additions	2,696	4,072	76	70
Expirations	—	(11,970)	(167)	—
At December 31	₱114,416	₱111,720	₱164	₱255

PGPI

As at December 31, 2020, PGPI has incurred NOLCO in taxable year 2020 which can be claimed from regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover As One Act.

Year Incurred	Available Until	NOLCO	
		Amount	Tax Effect
2020	2025	₱4,624	₱1,387

The following are the movements in NOLCO and excess MCIT for the years ended December 31:

	NOLCO		Excess MCIT	
	2020	2019	2020	2019
At January 1	₱7,090	₱—	₱—	₱—
Additions	4,624	—	—	—
Applications	—	7,090	—	—
Expirations	—	—	—	—
At December 31	₱11,714	₱7,090	₱—	₱—

f. *CREATE Bill*

On February 3, 2021, the Senate and House of Representatives ratified the bicameral conference committee report on the Corporate Recovery and Tax Incentives for Enterprises Act (CREATE) bill, which seeks to gradually reduce the corporate income tax while modernizing incentives and making it “performance-based, targeted, time-bound, and transparent” for companies. The CREATE bill is awaiting approval from the President of the Philippines to be formally enacted into law.

The bill, if enacted on or before April 15, 2021, will have a retroactive effect on the Group's current income taxes as a result of the reduction in the applicable rate from 30% to 25% effective July 1, 2020.



28. Equity

Capital Stock

The details of the Parent Company's capital stock follow:

	Number of Shares	
	2020	2019
Authorized common stock - ₱1 par value	8,000,000,000	8,000,000,000
Issued, outstanding and fully paid:		
As at the beginning and end of the year	4,940,399,068	4,940,399,068

Below is a summary of the capital stock movement of the Parent Company:

Year	Date of Approval	Change in Number of Authorized Capital Stock	New Subscriptions/ Issuances***
1956	November 26, 1956	60,000,000	20,590,250
1957			30,539,750
1958			107,035
1959			1,442,500
1960	September 12, 1960	30,000,000	10,997,397
1961			1,238,500
1962			9,737,294
1963			103,258,378
1964	December 16, 1993 March 6, 1964	90,000,000* 220,000,000	65,339,520
1965			61,546,755
1966			60,959,182
1969			182,878,280
1970	September 22, 1969	600,000,000	274,317,420
1971			411,476,131
1973			2,623,160,332
1974			1,543,035,476
1978	August 20, 1971	4,000,000,000****	540,062,420
1981			1,485,171,655
1983			742,006,977
1985			815,707,473
1986	August 4, 1981	5,000,000,000	3,923,841,215
1987			3,867,787,326
1989			5,028,123,524
1990			(20,549,744,536)
1991	August 14, 1987	9,000,000,000	375,852,233
1992			162,869,258
1993			179,156,183
1995			403,849
1997	July 11, 1989	20,000,000,000	985,928,483
1999			—
2007			10,781,250
2008			912,279,662
2009	June 27, 1990	(38,000,000,000)**	1,019,753,789

Forward



Year	Date of Approval	Change in Number of Authorized Capital Stock	New Subscriptions/ Issuances***
2010			21,525,999
2011			7,619,783
2012			3,276,075
2013			3,969,250
2014			3,403,000
2015 - 2020			—
		8,000,000,000	4,940,399,068

*This is the result of the change in par value from ₱0.10 to ₱0.05.

**This is the result of the change in par value from ₱0.05 to ₱1.00.

***Information on issue/offer price on public offering not available or information not applicable since the shares were not issued in relation to a public offering.

****Information on date of approval not available.

As at December 31, 2020 and 2019, the Parent Company's total stockholders is 43,976 and 43,992, respectively.

Retained Earnings

Retained earnings consists of the following:

	2020	2019
Retained earnings:		
Unappropriated	₱4,504,698	₱3,325,794
Cumulative actuarial gains	229,771	145,487
Total unappropriated	4,734,469	3,471,281
Appropriated	10,500,000	10,500,000
Ending balance	₱15,234,469	₱13,971,281

On February 29, 2016, the Parent Company declared its shares of stock in PXP as property dividends to its shareholders on March 15, 2016 record date at a ratio of 17 shares for every 100 shares held. The dividend declaration was approved by the Philippine Securities and Exchange Commission (SEC) on June 22, 2016. The Parent Company ceases to have control over PXP on July 15, 2016.

On February 28, 2017, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.04 per share as regular dividend to all stockholders at record date of March 14, 2017.

On February 28, 2017, the Parent Company's BOD approved further appropriation of ₱500,000 of the unappropriated retained earnings for purposes of mine and development and construction of the Group's ongoing Silangan Project, thereby increasing total appropriation to ₱10,500,000.

On November 7, 2017, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.04 per share as regular dividend to all stockholders at record date of November 24, 2017.

On February 27, 2018, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.04 per share as regular dividends to all stockholders at record date of March 13, 2018.

On July 25, 2018, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.035 per share as regular dividends to all stockholders at record date of August 8, 2018.

On February 27, 2020, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.01 per share as regular dividends to all stockholders at record date of March 13, 2020.



On February 24, 2021, the BOD of the Parent Company approved the declaration of cash dividend of ₱0.059 per share as regular dividends to all stockholders at record date of March 12, 2021.

The Parent Company's retained earnings available for dividend distribution amounted to ₱6,799,734 and ₱5,907,185 as at December 31, 2020 and 2019, respectively.

As at December 31, 2020 and 2019, dividends payable amounted to ₱553,610 and ₱549,632, respectively.

<u>NCI</u>	2020	2019
Percentage of ownership	1.1%	1.1%
Amount	₱284	₱273

Transactions with NCI are disclosed in Note 2.

29. Share-based Payments

2011 Parent Company Stock Option Plan (SOP)

On April 27, 2011, the BOD approved the 2011 SOP of the Company, which was concurrently approved by the shareholders on June 29, 2011. Among the salient terms and features of the stock option plan are as follows:

- i) Option grant date is the date on which option is awarded under the Parent Company 2011 SOP, provided such award is subsequently accepted by eligible participant;
- ii) The vesting percentage and vesting schedule of the options granted under the 2011 Parent Company SOP shall be determined by the Compensation Committee of the Board;
- iii) The 246,334,118 shares representing 5% of the Parent Company's outstanding capital stock shall be initially reserve for exercise of options to be granted.
- iv) The exercise price for the options granted under the 2011 Parent Company SOP shall be determined by the Compensation Committee of the Board but shall not be lower than the highest of: (i) the closing price of the shares on PSE on the Option Grant Date, (ii) the average closing price of the shares on the PSE for the 5 business days on which dealings in the shares are made immediately preceding the Option Grant Date; and (iii) the par value of shares; and
- v) Any amendments to the 2011 Parent Company SOP shall be deemed adopted and made effective upon approval by shareholders owning at least two-thirds of the outstanding capital stock of the Parent Company and, to the extent legally necessary, by the SEC.

On March 5, 2013, the Parent Company received the SEC resolution approving the 2011 SOP.

The Parent Company granted 40,410,000 options under the 2011 SOP.



The Parent Company uses the Customized Binomial Lattice Model to compute for the fair value of the options together with the following assumptions:

Spot price per share	₱17.50
Exercise price per share	₱24.05
Time to maturity	7 years
Risk-free rate	3.3435%
Volatility*	49.8731%
Dividend yield	1.0031%

**Volatility is calculated using historical stock prices and their corresponding logarithmic returns.*

The following table shows the movements in 2020 of the 2011 SOP of the Parent Company:

	Number of Options	Weighted Average Exercise Price
	2020	2020
January 1	16,460,000	₱22.34
Forfeited	16,460,000	22.34
December 31	—	₱—

The following table shows the movements in 2019 of the 2011 SOP of the Parent Company:

	Number of Options	Weighted Average Exercise Price
	2019	2019
January 1	18,020,000	₱22.49
Forfeited	1,560,000	24.05
December 31	16,460,000	₱22.34

The number of unexercised vested stock options totaled to nil and 16,460,000 in 2020 and 2019 respectively. The stock options outstanding are anti-dilutive. The effect of the conversion options of the convertible bonds is anti-dilutive as at December 31, 2020 and 2019.

The total share-based compensation expense for the 2011 SOP amounted to nil in 2020, 2019 and 2018. The corresponding share-based option reserve included under Additional Paid-in Capital as at December 31, 2020 and 2019 amounted to ₱353,170.



30. Basic/Diluted (Loss) Earnings Per Share

Basic (loss) earnings per share are computed as follows:

	2020	2019	2018
Net (loss) income attributable to equity holders of the Parent Company	₱1,228,308	(₱647,778)	₱608,456
Divided by weighted average number of common shares outstanding during the year	4,940,399,068	4,940,399,068	4,940,399,068
Basic (loss) earnings per share	₱0.249	(₱0.131)	₱0.123

Diluted (loss) earnings per share amounts are calculated as follows:

	2020	2019	2018
Net income attributable to equity holders of the Parent Company	₱1,228,308	(₱647,778)	₱608,456
Divided by weighted average number of common shares adjusted for the effect of exercise of stock options	4,940,399,068	4,940,399,068	4,940,399,068
Diluted (loss) earnings per share	₱0.249	(₱0.131)	₱0.123
Weighted average number of common shares adjusted for the effect of exercise of stock options	4,940,399,068	4,940,399,068	4,940,399,068

The effect of the conversion options of the convertible bonds is anti-dilutive as at December 31, 2020 and 2019.

31. Farm-in Agreement with Manila Mining Corporation (MMC)

On May 11, 2011, the Parent Company entered into a farm-in agreement with MMC to acquire up to 60% of the outstanding capital stock of Kalayaan Copper Gold Resources, Inc. (Kalayaan), a wholly owned subsidiary of MMC. The Parent Company purchased from MMC 125,000 shares of Kalayaan representing 5% of the outstanding capital stock for US\$25,000 or ₱1,071,521. Further, the Parent Company will subscribe to additional 3,437,500 shares of Kalayaan, representing 55% of outstanding capital stock, subject to the condition that the Parent Company will fulfill the subscription services within the earlier of three (3) years following the execution of the agreement or expiry of the term of the exploration permit.

Upon acquisition of 5% stake over Kalayaan, MMC, under the Operating Agreement, grants the Parent Company exclusive, irrevocable and unconditional rights:

- To conduct exploration and pre-development;
- To perform all activities necessary to complete a final feasibility study for the project; and,
- To possess and/or exercise all of Kalayaan's surface rights, to exercise, utilize and enjoy all the rights, benefits, privileges, and perform all the obligations of Kalayaan under and in relation to the



exploration permit and the mineral rights, provided that Kalayaan shall remain liable for all accrued obligations under the exploration permit as at the date of the agreement.

The transaction was recorded by allocating the US\$25,000 to Investment in financial assets measured at FVOCI pertaining to the 5% interest in Kalayaan and to the exploration rights acquired. The acquisition cost is then allocated by valuing the investment in FVOCI at ₱100 and the deferred exploration cost at ₱1,071,421.

On April 19, 2017, MMC and Kalayaan agreed to extend the term of the Earn-In Period for another two (2) years and on January 24, 2019, for another two (2) years. New earn-in period will now be ten (10) years following the execution of the Farm-In Agreement and will expire on May 10, 2021.

On December 17, 2020, the new earn-in period has been extended further for 2 years. New Earn-In period will now be 12 years following the execution of the Farm-In Agreement and will expire on May 10, 2022.

32. Other Matters

- a. The Group is currently involved in certain legal, contractual and regulatory matters that require the recognition of provisions for related probable claims against the Group. Management and the Group's legal counsel reassess their estimates on an annual basis to consider new relevant information. The disclosure of additional details beyond the present disclosures may seriously prejudice the Group's position and negotiation strategies with respect to these matters. Thus, as allowed by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, only a general description is provided.

DENR Issues on Mining Operations

On February 17, 2017, SMMCI and PGPI received show cause letters (Letters) from the Department of Environment and Natural Resources (DENR) directing SMMCI and PGPI, respectively, to explain why the following MPSAs should not be cancelled for being located within watershed areas:

MPSA No.	Location	Company
MPSA No. 149-99-XIII	Mainit and Placer, Surigao del Norte	SMMCI
MPSA No. 148-99-XIII	Surigao City, Sison and Placer	LMC/PGPI
MPSA No. 344-2010-XIII	Liang and Barobo, Surigao del Sur	PGPI
MPSA No. 063-97-IX	Sibutad, Dapitan City and Rizal,	PGPI
	Zamboanga del Norte	
MPSA No. 096-97-VI	Hinobaan, Negros Occidental	PGPI

On February 24, 2017, SMMCI and PGPI responded to the Letters stating that there is no legal nor factual basis for the cancellation of the MPSAs since the contract areas covered by the MPSAs are not located within proclaimed watershed forest reserves where mining is prohibited, and that in any case, DENR has not observed due process. SMMCI and PGPI reserve all rights to take appropriate legal action and exhaust all remedies to protect their rightful claims under contract and the law.



33. Notes to Consolidated Statements of Cash Flows

The following table summarizes the changes in liabilities arising from financing activities in 2020 and 2019:

	January 1, 2020	Dividend Declaration	Availments	Payments	Accretion of interest	Effect of changes in foreign currency exchange rates	December 31, 2020
Current Liabilities:							
Bank loans	₱2,531,750	₱—	₱304,960	(₱942,655)	₱—	(₱117,204)	₱1,776,851
Dividend	549,632	49,404	—	(45,426)	—	—	553,610
Noncurrent Liability:							
Bonds payable	7,743,020	—	—	—	438,982	—	8,182,002
	₱10,824,402	₱49,404	₱304,960	(₱988,081)	₱438,982	(₱117,204)	₱10,512,463

	January 1, 2019	Dividend Declaration	Availments	Payments	Accretion of interest	Effect of changes in foreign currency exchange rates	December 31, 2019
Current Liabilities:							
Bank loans	₱2,155,780	₱—	₱3,681,384	(₱3,206,711)	₱—	(₱98,703)	₱2,531,750
Dividend	550,995	—	—	(1,363)	—	—	549,632
Noncurrent Liability:							
Bonds payable	7,333,096	—	—	—	409,924	—	7,743,020
	₱10,039,871	₱—	₱3,681,384	(₱3,208,074)	₱409,924	(₱98,703)	₱10,824,402



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Philex Mining Corporation
2nd floor LaunchPad,
Reliance Street corner Sheridan Street
Mandaluyong City, Metro Manila

We have examined the accompanying consolidated financial statements of Philex Mining Corporation and its subsidiaries (the Group) as at and for the year ended December 31, 2020, on which we have rendered the attached report dated February 24, 2021.

In compliance with Revised Securities Regulation Code Rule 68, we are stating that the said Company has a total number of thirty-six thousand four hundred thirty-five (36,435) stockholders owning one hundred (100) or more shares each.

SYCIP GORRES VELAYO & CO.



Alexis Benjamin C. Zaragoza III
Partner
CPA Certificate No. 109217
Accreditation No. 109217-SEC (Group A)
Valid to cover audit of 2019 to 2023
financial statements of SEC covered institutions
Tax Identification No. 246-663-780
BIR Accreditation No. 08-001998-129-2019,
November 27, 2019, valid until November 26, 2022
PTR No. 8534389, January 4, 2021, Makati City

February 24, 2021



INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Philex Mining Corporation
2nd floor LaunchPad,
Reliance Street corner Sheridan Street
Mandaluyong City, Metro Manila

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Philex Mining Corporation and its subsidiaries (the Group) as at December 31, 2020 and 2019, and each of the three years in the period ended December 31, 2020 included in this Form 17-A and have issued our report thereon dated February 24, 2021. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The schedules listed in the Index to the Consolidated Financial Statements and Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with Revised Securities Regulation Code Rule 68 and are not part of the basic consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated 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 consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Alexis Benjamin C. Zaragoza III
Partner
CPA Certificate No. 109217
Accreditation No. 109217-SEC (Group A)
Valid to cover audit of 2019 to 2023
financial statements of SEC covered institutions
Tax Identification No. 246-663-780
BIR Accreditation No. 08-001998-129-2019,
November 27, 2019, valid until November 26, 2022
PTR No. 8534389, January 4, 2021, Makati City

February 24, 2021



INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Stockholders and the Board of Directors
Philex Mining Corporation
2nd floor LaunchPad,
Reliance Street corner Sheridan Street
Mandaluyong City, Metro Manila

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Philex Mining Corporation and its subsidiaries (the Group) as at December 31, 2020 and for each of the three years in the period ended December 31, 2020, 2019 and 2018, and have issued our report thereon dated February 24, 2021. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRSs) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic financial statements prepared in accordance with PFRSs. The components of these financial soundness indicators have been traced to the Group's financial statements as at December 31, 2020 and for each of the three years in the period ended December 31, 2020, 2019 and 2018 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.



Alexis Benjamin C. Zaragoza III
Partner
CPA Certificate No. 109217
Accreditation No. 109217-SEC (Group A)
Valid to cover audit of 2019 to 2023
financial statements of SEC covered institutions
Tax Identification No. 246-663-780
BIR Accreditation No. 08-001998-129-2019,
November 27, 2019, valid until November 26, 2022
PTR No. 8534389, January 4, 2021, Makati City

February 24, 2021



PHILEX MINING CORPORATION AND SUBSIDIARIES

SUPPLEMENTARY SCHEDULES

FOR THE YEAR ENDED DECEMBER 31, 2020

	<u>Schedule</u>
Reconciliation of Retained Earnings Available for Dividend Declaration	I
Schedule of Financial Soundness Indicators	II
Chart Showing Ownership and Relationship between the Parent Company and its Subsidiaries	III
Schedules as Required by SRC Rule 68, As Amended	IV
A. Financial Assets	
B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than related Parties)	
C. Amounts Receivable from Related Parties which are eliminated during the consolidation of financial statements	
D. Intangible Assets - Other Assets	
E. Long Term Debt	
F. Indebtedness to Related Parties (Long-term Loans from Related Companies)	
G. Guarantees of Securities of Other Issuers	
H. Capital Stock	

SCHEDULE I
RECONCILIATION OF RETAINED EARNINGS
AVAILABLE FOR DIVIDEND DECLARATION
As of December 31, 2020

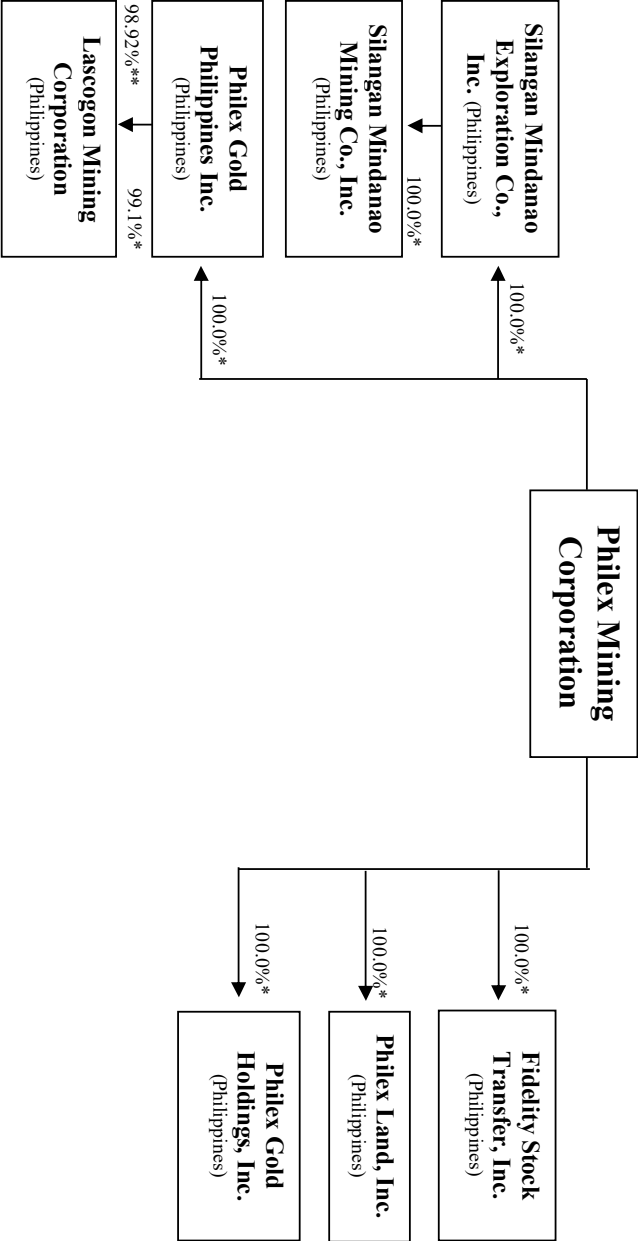
PHILEX MINING CORPORATION
2nd Floor, Launch Pad Building, Reliance St., Mandaluyong City
(Amounts in Thousands)

Unappropriated retained earnings, <i>as adjusted to available for dividend distribution</i>, December 31, 2019		₱5,907,185
Net (loss) income during the period closed to retained earnings	₱1,161,780	
Less: Recognized deferred tax asset that increased net income	3,174	
Equity in net income (loss) of an associate	47,011	
Unrealized foreign exchange gains, except those attributable to cash and cash equivalent	(115,815)	
Other realized gains (loss) or adjustments to the retained earnings as a result of certain transactions accounted under the PFRSs	(154,197)	
	941,953	
Net income actually earned during the period		6,849,138
Less: Dividend declared during the year		(49,404)
Appropriation of Retained Earnings during the year		—
Unappropriated retained earnings as at December 31, 2020, as adjusted		₱6,799,734

SCHEDULE II
PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE SHOWING FINANCIAL SOUNDNESS
PURSUANT TO SRC RULE 68, AS AMENDED
DECEMBER 31, 2020

	2020	2019	2018
Current/Liquidity ratios			
Current ratio	0.82	0.59	0.65
Quick ratio	0.37	0.25	0.17
Solvency ratios and debt to equity ratio			
Debt-to-equity ratio	0.61	0.65	0.72
Solvency ratio	0.17	0.08	0.13
Financial leverage ratios			
Asset-to-equity ratio	1.61	1.65	1.72
Interest rate coverage ratio	—	—	—
Profitability ratios			
Return on assets	3.20%	-1.65%	1.51%
Return on equity	5.21%	-2.78%	2.51%
Net profit margin	15.68%	-9.54%	7.96%

SCHEDULE III
PHILEX MINING CORPORATION AND SUBSIDIARIES
CHART SHOWING OWNERSHIP AND RELATIONSHIP BETWEEN THE PARENT COMPANY
AND ITS SUBSIDIARIES
PURSUANT TO SRC RULE 68, AS AMENDED
DECEMBER 31, 2020



*Interest of immediate parent
**Effective interest of Philex Mining Corporation

SCHEDULE IV
PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE A
FINANCIAL ASSETS
(Amounts in Thousands, Except Number of Shares)

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	Income received and accrued
Investments in quoted shares:			
The Philodrill Corporation	277,500,000	₱3,053	₱—
Wack Wack Golf and Country Club	1	35,750	
Manila Polo Club	1	21,250	
Valle Verde Country Club	3	885	
		60,938	
Investments in unquoted shares:			
Pacific Global One Aviation	1	37,500	—
Philippine Associated Smelting and Refining Corporation	14,047,247	14,055	—
Others	Various	1,480	—
		53,035	—
		₱113,973	₱—

The Group elected to classify irrevocably its equity investments as financial assets measured at FVOCI as it intends to hold these investments for the foreseeable future. Financial assets measured at FVOCI are valued based on market quotation as of December 31, 2020. Financial assets measured at FVOCI are carried at fair value with cumulative changes in fair values presented as a separate account in equity.

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE B
AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES AND PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)
December 31, 2020

Name and Designation of debtor	Balance at beginning of period	Additions	Amounts collected (P-)	Amounts written off	Current	Not Current	Balance at end of period
PXP Energy Corporation	P-	P-	(P-)	P-	P-	P-	P-

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE C
AMOUNTS RECEIVABLE FROM RELATED PARTIES WHICH ARE ELIMINATED
DURING CONSOLIDATION
December 31, 2020
(Amounts in Thousands)

Name and Designation of Debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written off	Current	Not Current	Balance at end of period
Subsidiary: (Advances)							
Silangan Mindanao Exploration Co., Inc.	P425,532	P183,098	(P-)	(P-)	P608,630	P-	P608,630
Silangan Mindanao Mining Co., Inc.	1,718,505	-	-	-	1,718,505	-	1,718,505
	P2,144,037	P183,098	(P-)	(P-)	P2,327,135	P-	P2,327,135

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE D
INTANGIBLE ASSETS - OTHER ASSETS
December 31, 2020
(Amounts in Thousands)

Description	Beginning balance	Additions at Cost	Charged to cost and expenses	Charged to other accounts	Other changes additions (deductions)	Ending balance
i) Intangible Asset	P_	P_	P_	P_	P_	P_
Goodwill						
ii) Other Assets						
Deferred exploration costs	30,441,755	748,782	-	-	-	31,190,537
Allowance for impairment	(3,825,412)	-	-	-	-	(3,825,412)
	26,616,343	748,782	-	-	-	27,365,125
Input tax – noncurrent portion	433,429	850	-	-	-	434,279
Others	189,281	-	(122,678)	-	-	66,603
Allowance for write down	-	-	-	-	-	-
	622,710	850	(122,678)	-	-	500,882
	P27,239,053	P749,632	(P122,678)	P_	P_	P27,866,007

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE E
LONG TERM DEBT
December 31, 2020

Title of Issue and type of obligation	Amount authorized by indenture	Amount shown under caption "Current portion of long-term debt"	Amount shown caption "Long-term Debt"
Convertible Bonds	₱7,200,000	₱—	₱8,182,002 ¹

Note:

- On December 18, 2014, SMECI, with PMC as the co-issuer, issued 8-year convertible bonds with a face value of ₱7,200,000 at 1.5% per annum payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at ₱18 per share 12 months after the issue date ("Standstill Period"). At redemption/maturity date, the bonds can be redeemed together with the principal or face value of the bonds at a premium, payable at a rate of 3% per annum compounded semi-annually based on the face value of the bonds and unpaid accrued interest (if there be any). Bonds amortization is calculated on the effective interest basis by applying EIR of 6.97% per annum (compounded semi-annually) for an equivalent non-convertible bond at the date of issue of the convertible bond to the liability component of the convertible bonds.

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE F
INDEBTEDNESS TO RELATED PARTIES (LONG - TERM LOANS FROM RELATED COMPANIES)
December 31, 2020

Name of the Related Party	Balance at beginning of period	Balance at end of period
NOT APPLICABLE		

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE G
GUARANTEES OF SECURITIES OF OTHER ISSUERS
December 31, 2020

Name of the issuing entity of securities guaranteed by the company for which the statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owned by person for which statement is lifted	Nature of guarantee
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NOT APPLICABLE

PHILEX MINING CORPORATION AND SUBSIDIARIES
SCHEDULE H
CAPITAL STOCK
December 31, 2020

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	8,000,000,000	4,940,399,068	—	—	6,770,091	—

Annex A: Sustainability Report Disclosures

Company Details

Name of Organization	Philex Mining Corporation
Location of Headquarters	2 nd Floor Launchpad, Reliance Street corner Sheridan Street, Mandaluyong City 1550, Philippines
Location of Operations	<ul style="list-style-type: none"> • Padcal Mine: Padcal, Tuba, Benguet • Silangan Project: Surigao del Norte • Bulawan Project (<i>under care and maintenance status</i>): Sipalay City, Negros Occidental • Sibutad Project (<i>under care and maintenance status</i>): Municipalities of Rizal and Sibutad, Zamboanga del Norte
Report Boundary: Legal entities (e.g. subsidiaries) included in this report*	This report discloses information only the material projects over which Philex Mining Corporation (PMC) has direct or joint management control.
Business Model, including Primary Activities, Brands, Products, and Services	<p>PMC is primarily engaged in large-scale exploration, development and utilization of mineral resources. PMC was incorporated in the Philippines in 1955 and was listed in the Philippine Stock Exchange on November 23, 1956.</p> <p>For the past 63 years, the Company has operated the Sto. Tomas II deposit (Padcal Mine) in Padcal, Tuba, Benguet Province – the first underground block caving operation in the Far East. Padcal Mine produces copper concentrates, containing copper, gold and silver.</p> <ul style="list-style-type: none"> • Mining Business (wholly owned subsidiaries): <ul style="list-style-type: none"> ○ Philex Gold Philippines, Inc. (PGPI): operated the Bulawan gold mine in Sipalay, Negros Occidental until its decommissioning in 2002; also developed the mine sites in Sibutad, Zamboanga del Norte and Lascogon, Surigao del Norte ○ Silangan Mindanao Exploration Co., Inc. (SMECI): completed the acquisition of the Silangan Copper and Gold Project (Silangan Project) in Surigao del Norte, Northeastern Mindanao in 2010. ○ Silangan Mindanao Mining Co., Inc. (SMMCI): potential development of the

	<p>Silangan Mega Copper and Gold Project in Surigao del Norte, Northeastern Mindanao starting in 2022.</p> <ul style="list-style-type: none"> • <i>Energy and Hydro-Carbon Business (affiliate):</i> <ul style="list-style-type: none"> ○ PXP Energy Corporation (PXP Energy, formerly Philex Petroleum Corporation): upstream oil and gas production
Reporting Period	January 1 to December 31, 2020
Highest Ranking Person responsible for this report	Mr. Eulalio B. Austin Jr. President and CEO Philex Mining Corporation

Materiality Process

For the purpose of this report, PMC uses the definition of materiality under the Global Reporting Initiative (GRI): “Those topics and indicators that reflect the organization’s significant economic, environmental, and social impacts or that would substantially influence the assessments and decisions of stakeholders.”

PMC started the process of identifying the most material topics to its business operations and to its stakeholders in 2015. It continues to assess these topics every year along with tracking its performance. To determine the risks, opportunities, and other factors that materially impact its ability to create long-term sustainable value, PMC undergoes this materiality process:

1. **Identification:** The Company performs risk assessments to ensure that it is able to address them expeditiously and in the most efficient way. It undergoes risk management processes, review of internal performance and its impacts on the external environment, and robust engagement with both internal and external stakeholders.
2. **Analysis:** Material matters are evaluated according to the significance of their potential effects to the Company and its key stakeholders.
3. **Prioritization:** The material topics are built into PMC’s corporate strategy, governance frameworks, risk management systems, and operational management processes.
4. **Reporting:** The Company reports the information to stakeholders through the annual publication of our Sustainability Report that expands on its financial reporting.
5. **Engagement:** Most material matters relating to sustainability are determined through continuous engagement with internal and external stakeholders, such as employees, contractors, affected people in our host communities and government representatives. The information obtained from these engagements is analyzed and collated into material topics most representative of the sentiments of all stakeholder groups.

The table below shows the material topics organized into key focus areas:

FOCUS AREAS	MATERIAL TOPICS	STAKEHOLDERS AFFECTED	RELEVANCE
Financial Returns	Revenue Payments Local employment Share value (stocks) Fluctuation in metal prices (world market) Mining exploration	Company Shareholders Business partners, lenders Employees Contractors, suppliers	Consistent earning power and steady financial growth help ensure the Company's sustainability as an enterprise.
Corporate Governance	Leadership in corporate governance Internal process management	Company Shareholders Business partners, lenders, suppliers	Good governance in the form of obeying company codes of conduct, avoiding bribes, adhering to procurement rules, among other things helps the Company realize long-term benefits, including reducing risks, attracting new investors and shareholders, and increasing its equity.
Legal Compliance	Compliance with regulatory requirements	Regulators Lenders	Adhering to strict regulatory guidelines and policies enables the Company to protect its reputation as well as its relationships with its stakeholders.
Labor Practices	Strikes, lockouts Freedom of association Recruitment and employment Employee relations	Company Employees	PMC considers its workforce as its most valuable asset, and believes that sound labor practices and relationships are key to the long-term sustainability of its enterprise.
Environmental Conservation	Energy Management <ul style="list-style-type: none"> Electricity generation and consumption Energy efficiency in operations Fuel consumption Water Management <ul style="list-style-type: none"> Impact on water sources and of water pollution 	Company Regulators Local communities Civil society	Reducing or minimizing the environmental impact of the Company's operations is paramount to the creation of its sustainable value and reputation.

	<ul style="list-style-type: none"> • Water quality and discharge • Tailings pond management • Efficiency in water consumption • Water recycling <p>Waste/Chemicals Management</p> <ul style="list-style-type: none"> • Oil spill management • Reagents management • Solid waste management <p>Land Resource Management</p> <ul style="list-style-type: none"> • Land rehabilitation and reforestation • Biodiversity and Ecosystem Management • Geologic risk assessments <p>Air Quality Management</p> <ul style="list-style-type: none"> • Ambient air quality monitoring • Dust and noise pollution 		
Community Development	Diseases and illnesses Risks and conflicts with local communities and indigenous peoples Information, consultation, and participation mechanisms	Stakeholders in the communities where we operate	PMC provides Social Development and Management Programs to demonstrate its corporate social responsibility and long-term commitment to the sustainability of its host communities.
Health and Safety	Education and training Safety procedures in the facility Safety performance monitoring	Employees, workers Contractors	Strict enforcement of safety standards and protocols, and safeguarding the health and well-being of its employees and workers are essential to the Company's sustainable practices.

Facility Protection	Emergency preparedness License to operate Supplier screening Security of site	Company Employees, workers Contractors	Ensuring the protection of its facility is critical to PMC's local operations and the creation of long-term value.
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ECONOMIC PERFORMANCE

Direct Economic Value Generated and Distributed

Disclosure	Amount in Php	Details
Direct economic value generated (revenue)	7,833,713,000	Consolidated Statements of Income (2020 Audited Financial Statements)
Direct economic value distributed:		
a. Operating costs	6,298,148,000	Consolidated Statements of Income (2020 Audited Financial Statements)
b. Interest payments on all forms of debt and borrowings	214,470,000	Consist of interest on local bank loans (P93,129,000) and interest on CN (P121,341,000)
c. Employee wages and benefits*	1,088,066,000	Note 19 of 2020 Audited Financial Statements
d. Dividends given to stockholders	49,404,000	Consolidated Statements of Income (2020 Audited Financial Statements)
e. Taxes given to government	868,463,000	All taxes and fees paid, including income tax
f. Investments to community	107,539,997.82 (includes project expenses carried over from 2018-2019)	2020 Annual Social Development and Management Program (SDMP) Accomplishment Report submitted to the Mines and GeoSciences Bureau (MGB)
g. Donations	2,247,687.73	Excluding SMDP

Discussions

Identification of Impact	Stakeholders Affected	Management Approach, Risks & Opportunities
1. Revenues from Mining Operations		
<p>Tons milled totaled 7,837,536 in 2020, lower by 3% than in 2019.</p> <p>Despite the COVID-19 temporary shutdown, the Company produced a total of 56,000 ounces of gold and 26.379 million pounds of copper. Both were higher than 53,064 ounces of gold and 25.737 million pounds of copper in 2019. Gold and copper production was on an upward trend in the first three quarters of 2020 but slightly declined in 4Q2020 as a result of lower tonnage milled.</p> <p>With favorable metal prices coupled with higher metal output, total operating revenues, net of smelting charges, reached Php7.834 billion, a 15% jump from 2019 operating revenues of Php6.790 billion.</p> <p><i>For more information on the Company's results of operations and financial conditions, please refer to the 2020 Audited Consolidated Financial Statements and accompanying Notes to the Consolidated Financial Statements contained in its SEC Form 17-A.</i></p>	<p>Company Shareholders Business partners, lenders</p>	<p>As an export oriented business, the Company was one of the several export-oriented companies that was allowed by the local and national government agencies to continue its operations during the Enhanced Community Quarantine.</p> <p>The favorable and continuing positive trend of the prices of Gold and Copper provide the backdrop for the Company to take advantage of this favorable business environment, operate profitably and pursue its mission for the benefit of its stakeholders.</p>
2. Operating Costs		
<p>The Company's full-year operating cost and expenses declined by 9% to Php6.298 billion in 2020 from Php6.917 billion in 2019.</p> <p><i>For more information on the Company's results of operations and financial conditions, please refer to the 2020 Audited Consolidated Financial Statements and accompanying Notes to the Consolidated Financial Statements contained in its SEC Form 17-A.</i></p>	<p>Company Shareholders Business partners, lenders</p>	<p>The continued implementation of efficient operating practices and prudent cost management contributed to the overall positive results for 2020.</p> <p>The Parent Company also continue to generate positive cash flow from its operations and implemented a debt reduction program to lower its short-term debts to \$31 million as of December 31, 2020, from \$46 million as of December 31, 2019.</p>
3. Employee Wages and Benefits		
<p>The Company continued to keep its General and Administrative Expenses (G&A) under control for the past three</p>	<p>Company Shareholders Employees</p>	<p>PMC is determined to manage costs and expenses to stay competitive in the face of global</p>

years. In 2020, G&A amounted to P287 million, same as 2019 and lower than 2018's P306 million.		market volatility and the declining ore grade from Padcal Mine. In 2020, it continued the implementation of cost management programs.
4. Taxes Paid to the Government		
<p>Higher net revenues consequently led to higher excise taxes and royalties. In 2020, the Company paid total taxes to the government which amounted to P868 million higher than P742 million in 2019.</p> <p><i>For more information on the Company's results of operations and financial conditions, please refer to the 2020 Audited Consolidated Financial Statements and accompanying Notes to the Consolidated Financial Statements contained in its SEC Form 17-A.</i></p>	Company Government	The Company has been dutifully paying royalties and other taxes to the government as part of its compliance as well as corporate governance mandate.
5. Investments to Community		
<p>The Company invested P107.5 million in its Social Development and Management Program (SDMP). Pursuant to Republic Act 7942 and DAO's 2010-21, the amount allocated to the SDMP should be 1.5% of the company's total operating cost.</p> <p><i>More information on the Company's SDMP can be found under the Social Performance section of this report.</i></p>	Stakeholders in host and neighboring communities	<p>PMC's 2020 SDMP has helped its host and neighboring communities through its Health, Education, Livelihood, Public Infrastructure, and Socio-cultural programs or (HELPS). Under this program, the Company is able to:</p> <ul style="list-style-type: none"> • Bring quality health services closer to its host and neighboring communities; • Implement educational programs (including scholarships) that gave wider access to quality education; • Create livelihood opportunities and assistance that led to better agroforestry production and increased household incomes; • Help build needed infrastructure and provide various farm equipment, resulting in increased household savings;

		<ul style="list-style-type: none"> • Develop and improve water systems that ensure water supply availability for the community's household and farms.
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Climate-Related Risks and Opportunities

Impact: Given the nature of its business, PMC is inherently exposed to climate-related and other environmental risks. Natural disasters such as earthquakes, floods and landslides could potentially damage Company facilities and surrounding infrastructure, block access to its mining assets, cause injuries to workers, and result in the suspension of its operations. Rising temperatures can also result in the scarcity of water, which is a critical resource to PMC's operations. All these could materially and adversely affect the Company's business, financial condition, results of operations, and business outlook.

Strategy: PMC has been investing in climate change adaptation in and around its mine sites to manage the risks that climate change poses. Such investments also help to build the adaptive capacities of the local communities that host its mine sites.

Risk Management: To manage climate-related risks, the Company puts a great amount of effort and invests a substantial amount of resources into environmental protection and rehabilitation through its Environmental Protection and Enhancement Program. This is in addition to ensuring compliance with all applicable environmental laws and regulations.

Metrics	Initiatives / Targets
Governance on Climate-Related Risks	The Company has adopted an environmental policy statement, which is consistent with ISO 14001 Certification on Environmental Management Systems.
Risk Management and Mitigation	<p>The Company is covered by a comprehensive insurance policy, with a business interruption clause, to respond to climate-risk eventualities and other forms of disruptions.</p> <p>In addition, PMC is also currently negotiating for pollution liability insurance coverage to mitigate the impact of environmental pollution-related events.</p> <p>To avoid a repeat of the forest fire incidents that occurred in 2019, the Company conducted fireline (grass-cutting) activities, covering a total of 338,628 sq.m. It also reforested an additional 50 hectares of forest plantation. We continue to maintain and protect the 180 hectares of existing plantation.</p>

Procurement Practices

Proportion of spending on local suppliers

Disclosure	Amount	Unit
Procurement budget used for significant locations of operations that is spent on local suppliers	1,450,000,000	Php
Proportion of procurement budget used for significant locations of operations that is spent on local suppliers	70	%
Specify the geographical definition of 'local'	Manila, Baguio, Benguet, Panagasinan, other provinces inside the Philippines	
Specify locations of overseas suppliers	Australia, Canada, China, Sweden, United Kingdom	
Total no. of suppliers (local and overseas)	473	
Total no. of local suppliers	400	
Total no. of overseas suppliers	73	
Percentage of local suppliers out of total suppliers	85	%

Discussions

Identification of Impact	Stakeholders Affected	Management Approach, Risks & Opportunities
Greening the Supply Chain		
PMC takes into account the environmental impact of a product or service when making purchasing decisions. This demonstrates the Company's serious commitment to being a responsible miner.	Company Suppliers	<p>Under the Company's Integrated Management System (IMS) is the integrated Risk Register where environmental and social risks along the supply chain are identified, monitored, and acted upon. PMC reviews these risks yearly and makes quarterly updates.</p> <p>PMC implements Green Purchasing (SCM.PRO.14.00) in which chemical compositions and product testing of materials delivered are required.</p> <p>PMC also has a Supply Chain Manual (SCM.PRO.14.00) in which</p>

		<p>the following policies in dealing with all suppliers are enforced:</p> <ul style="list-style-type: none"> • Supply Chain (SC) Process Compliance and Audit • SCM.PCA.01.00 - Vendor Accreditation • SCM.PCA.02.00 - Vendor Database Maintenance • SCM.PCA.03.00 - Vendor Performance Evaluation • SCM.PCA.04.00 - Vendor Relations Management • SCM.PCA.05.00 - Records and File Maintenance <p>In addition, supplier accreditation also takes into account the environmental performance of the supplier, the use of forced or child labor, observance of human rights, anti-bribery and corruption policies with the supplier's organization.</p>
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Anti-Corruption

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#
Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

Training on Anti-Corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	100	%

Discussions

Identification of Impact	Stakeholders Affected	Management Approach, Risks & Opportunities
Code of Business Conduct		
PMC has a Code of Business Conduct and Ethics which upholds professionalism and ethics in business dealings and transactions. This includes policies on vendor relations and on gifts, entertainment, and sponsored travel.	Company Employees Suppliers/vendors	<p>Under the Company's Gifts, Entertainment, and Sponsored Travel Policy, directors, employees, and consultants shall refrain from putting themselves in situations or acting in a manner that could significantly affect the objective, independent, or effective performance of their duties and responsibilities in the Company. Directors, employees, and consultants who have received gifts, entertainment, and sponsored travel from any third party, with whom the Company does business or proposes to do business, whether directly or indirectly, shall inform their donor that these were received in behalf of the Company and shall be handled in accordance with Company policy (P4,000.00 limit). Sponsored travel from third parties requires disclosure and prior approval from the superior, and this approval shall conform to the terms of this policy. In 2020, the Company did not receive any reports of violations of this policy.</p> <p>PMC has also been enforcing a Supply Chain Management Conduct Policy since 2012 to avoid impropriety in the conduct of purchasing supplies and services. The policy also contains provisions to avoid conflict of interest where an employee has an interest in another company dealing with the PMC, among others. A Vendor Relations Policy puts emphasis on the decorum required when dealing with suppliers.</p>

ENVIRONMENTAL PERFORMANCE

Resource Management

Energy Consumption within the Organization

Within the Organization	Quantity	Units
Electricity (including consumption of Head Office)	267,559,217	kwh
Gasoline	7,681.4	liters
LPG	Not utilized in the operation	GJ
Diesel	3,473,543.95	liters
Per Load Center		
Mill	172,273,337	kWh
Mine	61,289,338	kWh
Banget Compressor	19,445,087	kWh
Residential, School buildings	7,689,709	kWh
Padcal Compressor	3,366,003	kWh
Domestic Water	1,924,178	kWh
Assay	625,272	kWh
Surface Shops and Offices	764,955	kWh
Total	267,377,880	kWh

Reduction of Energy Consumption

Disclosure	Quantity	Units
Energy reduction (gasoline)	<i>Data not provided in 2019 report</i>	GJ
Energy reduction (LPG)	<i>Not applicable</i>	GJ
Energy reduction (diesel)	<i>Data not provided in 2019 report</i>	GJ
Energy reduction (electricity)	3,774	GJ
Percentage of energy reduction (vs. 2019)	11.997%*	%

*Attributable to lower domestic consumption with the continuous implementation of Power Load Shedding Program in the residential areas as well as the cancellation of physical classes in school buildings. Reduction in energy consumption for domestic use is 11% more than the savings in 2019 (see discussions below).

Discussions

Identification of Impact	Stakeholders Affected	Management Approach, Risks & Opportunities
Energy Efficiency		
Energy is a critical input factor for PMC's production and represents a significant cost. Thus the Company strives to achieve energy efficiency to secure necessary supply while reducing its carbon footprint.	Company	<p>The Company strictly monitors and manages its energy consumption through the following:</p> <ul style="list-style-type: none"> • An Energy Conservation Program is integrated in the IMS Manual Vol. 2 (ENV-STD-007 Energy Conservation) that ensures that processes are developed, implemented, and maintained by the Company for the efficient use of natural resources, energy, and high-value materials in areas of its operation. • Since 2014, PMC has been implementing a Power Load Shedding (PLS) Program that aims to reduce electricity supply in the residential areas in Padcal by up to 5 hours a day. • PMC substations have a Certificate of Electrical Inspection from the Mines and Geosciences Bureau-Cordillera Administrative Region, which is renewed annually.

Water Consumption within the Organization

Disclosure	Quantity	Units
Water withdrawal	8,846,999	Cubic meters
Water consumption	17,336,241*	Cubic meters

Water recycled and reused	8,489,242	Cubic meters
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**Sum of total withdrawn, total recycled, domestic consumption, and Head Office consumption*

Materials Used by the Organization

Disclosure	Quantity	Units
<i>Materials used by weight or volume</i>		
• Renewable water	8,489,242	Cubic meter
• Non-renewable (Reagents)		kg
• Collectors	271,000	kg
• Frother	50,000	kg
• Lime	2,796,000	kg
Percentage of recycled input materials used to manufacture the organization's primary products and services (water)	51*	%

**Total recycled water divided by total water consumed for operation (fresh water withdrawn from the operation and recycled water)*

Ecosystems and Biodiversity (whether in upland/watershed or coastal/marine)

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	None	
Habitats protected or restored (<i>see details below</i>)	4,479.43	ha
IUCN ¹ Red List species and national conservation list species with habitats in areas affected by operations	44 plant species 38 animal species*	#

**Source: "Biodiversity and Ecology in Tuba and Itogon, Benguet: A Science-Based Assessment for Sustainable and Resilient Mountain Ecosystem" prepared by the researchers of the University of the Philippines-Los Baños*

Details on Habitats Protected or Restored

Name of Project	Area disturbed (hectares)	Project Status	Area reforested (hectares)	Type of reforestation	Type of species planted
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¹ International Union for Conservation of Nature

PMC - Padcal Mine	580	MPSA-276 Operation	3,220	Forest Plantation/ Agroforestry	Calliandra, Benguet Pine, Gmelina, Kupang, Alnus, Antsoan Dilau, Eucalyptus, Agoho, Narra, Teak, Balete, Bishop Tree, Ficus nota, Oak tree, Dapdap, Falcata, Accacia Mangium, Molave, Banaba, Coffee, Mango, Avocado, Lanzones, Rambutan, Cacao, Bamboo, Guava, Jackfruit, etc.
PGPI- Bulawan	146	MLC-MRD510 Care & Maintenance	826.86*	Agroforestry/ Forest Plantation	Mangium, Auri, Mahogany, Gmelina, Rain tree Coffee
PGPI- Sibutad	38	MPSA-063 Care & Maintenance	189.17	Forest Plantation	Mangium and Auri, falcata, coffee, cacao, bamboo
			39.16	Mangrove Plantation	Bakauan (Rhizophora Mucrunata)
PMC-LMC Surigao	37	MPSA-148 Exploration	10	Forest and Agroforestry	Falcata, narra, mangium, coffee, mahogany, fruit trees
SMMCI	24.91	MPSA-149	185.24	Agroforestry	Mahogany, Mangium, Falcata, Narra, Cacao, Coffee, Palawan Cherry, Lanzones, Marang, Rambutan, etc.
Kalayaan, Surigao	14		9	Agroforestry	Falcata, coffee
Total	839.91		4,479.43		

* Areas on Assisted Natural Regeneration (ANR) are included

Environmental Impact Management

Air Emissions

GHG

Disclosure	Quantity	Units
Direct (Scope 1) GHG Emissions	No carbon audit conducted in 2020	Tonnes CO ₂ e
Energy indirect (Scope 2) GHG Emissions		Tonnes CO ₂ e
Emissions of ozone-depleting substances (ODS)		Tonnes

Gas Concentration*

Maximum Allowable Concentration**	Oxygen O2 (%)	Nitrogen Monoxide (CO) (PPM)	Carbon Monoxide (CO) (PPM)
	Min.= 19.5% Max.= 23.5%	5 PPM	100 PPM
2020 Average	20.47	0.06	13.19

* Based on the results of the Quarterly Gas Concentration Measurement conducted at selected areas underground.

** Despite the acceptable reading of gas concentration, workers were still advised to maintain the use of the prescribed Personnel Protective Equipment (PPE), such as respirators, at underground work areas

Air Pollutants

Disclosure	Quantity	Units
NO _x	The Company monitors air quality through the Air Quality Monitoring equipment (EBAM) PM 2.5. The results range from good to fair.	kg
SO _x		kg
Persistent organic pollutants (POPs)		kg
Volatile organic compounds (VOCs)		kg
Hazardous air pollutants (HAPs)		kg
Particulate matter (PM)		kg

Air Pollutants	Location	Daily Average** (µg/m3)				Maximum Permissible Limit* (µg/m3)
		Q1	Q2	Q3	Q4	
PM2.5*	Mill Plant	28	27.50	25.67	33.75	50
	Outside Mill Plant	25.33	21.00	18.00	17.60	

* Pursuant to DENR Administrative Order (DAO) 2013-13 which provides national ambient air quality guideline values for Particulate Matter 2.5 (PM2.5)

** Based on the results of the conducted air quality monitoring, the levels of the air pollutant were below the maximum permissible limit set by the DENR as per DAO 2013-13 in accordance with R.A. 8749 or the Clean Air Act of the Philippines.

*** No conducted air quality monitoring for Q4 due to the calibration/maintenance of equipment.

Solid and Hazardous Wastes

Hazardous Waste

Disclosure	Unit	Quantity	Disposal Method
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Sulfuric Waste	Tonne	0.00888	Neutralization with naOH/lime and disposed of in the tailings Storage Facility (TSF)
Hydrochloric Acid	Tonne	0.8125	
Nitric Acid	Tonne	0.6905	
Ammonium Hydroxide	Tonne	0.0500	Neutralization with acid and disposed of in the tailings Storage Facility (TSF)
Lime Slurry	Tonne	2,795.03	Neutralization with volume of water and disposed of in the TSF
Lead Compounds (Pre-mixed Fire Assay Flux)		5.72	Treated by DoloMatrix Philippines, Inc.
Lead Compounds (Used Lead-acid Batteries)	Tonne	5.48	
Mercury and Mercury Compounds (Busted Fluorescent Lamps)	Tonne	0.615	Treated by Envirocare Management Precisions, Inc.
Other Waste with Inorganic Chemicals (Fixer Solutions)	Tonne	0.24675	Treated by Joechem Environmental Corp.
Other Waste with Inorganic Chemicals (Mine Tailings)	Tonne	7,779,435.00	Disposed to the Tailings Storage Facility 3 (TSF3)
Explosive and Unstable Chemicals (Sodium Isobutyl Xanthate)	Tonne	270.29	Disposed to the Tailings Storage Facility 3 (TSF3)
Used Industrial Oil including Sludge	Tonne	35.76	Treated by DoloMatrix Philippines, Inc.
Oil-contaminated Materials	Tonne	36.786	
Wastes Electrical and Electronic Equipment (WEEE)	Tonne	0.49325	Treated by Envirocare Management Precisions, Inc.
		7,782,586.98	

Note: Changed Ton to Tonne since Padcal is using the conversion of 1 = 1000 kg

Effluents

Disclosure	Quantity	Units
Total volume of water discharges	37,938,162,800	Cubic meters
Percent of wastewater recycled	None	%

Environmental Compliance

Non-Compliance with Environmental Laws and Regulations

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	PhP
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	#
No. of cases resolved through dispute resolution mechanism	0	#

Discussions

PMC strives to ensure that the environmental impact of its business operations is mitigated and/or minimized and that it strictly abides by regulatory standards and policies. Below are details of its initiatives on environmental management:

Identification of Impact	Stakeholders Affected	Management Approach, Risks & Opportunities
Managing Air Quality		
	Host communities	<p>The Company implements the following initiatives to efficiently manage air quality:</p> <ul style="list-style-type: none"> • Regular monitoring of ambient air quality, both in the industrial and administrative areas of Padcal Mine and around the vicinity of its host and neighboring communities. The air quality index has been rated 'Good' to 'Fair'. • Running a ventilation system in the underground to ensure that good air quality is circulating in working areas. Driving of ventilation drifts/raises and maintenance of all existing blowers were also undertaken. • Requiring workers to use respirators in various working areas. • Maintaining dust collectors of the secondary crushing plant in the mill plant. • Maintaining the fume heads at the secondary heads at the secondary crushing plant. • Requiring workers assigned in the areas to wear Personal Protective Equipment (dust masks/respirators). • Undergoing an annual smoke emission testing for its vehicles and equipment of Philex, as mandated by law. Emission test certificates of Company vehicles and equipment are submitted to the Land Transportation Office during annual registrations. • Implementing a 5-minute warmup of cold engines to minimize unburnt gases. • Strictly implementing preventive maintenance of all surface equipment.
Managing Water Use		

Water is a valuable resource to the Company's Mill Plant operations. PMC's mill obtains its raw water from three sources: the Sal-angan river, CYM tunnel, and Smith Tunnel water reservoir overflow. Sal-angan river is the main source of raw water for the mill year-round while CYM and Smith tunnels provide water during rainy seasons. Water supply poses a major challenge for the processing plant during the dry season (February to May) so PMC promotes efficient water management to ensure continuous operations. In 2020, a total volume of 8,302,509 cubic meters of raw water was pumped from Sal-angan river.	Host communities	<ul style="list-style-type: none"> The Company observes the efficient use of water resources under its Water Management Plan, which is integrated in the IMS Manual Vol. 2 (ENV-STD-006 Water Management). This ensures that processes are developed, implemented, and maintained to comply with the applicable regulations of RA 9275 (Clean Water Act).
Managing Solid Waste		
PMC practices ecological solid waste management as part of being a responsible miner and in accordance with the requirements under its Environmental Compliance Certificate issued by the Environmental Management Bureau of the DENR.		<ul style="list-style-type: none"> The Company operates a sanitary landfill at the Tailings Storage Facility (TSF) No. 2 for residual waste and segregation at source is strictly enforced. It also recycles materials, which are sorted and then sold to DENR-accredited recycling companies. A Waste Management Plan is integrated in its IMS Manual Vol. 2 (ENV-STD-002 Waste Management), ensuring that processes are developed, implemented, and maintained in the proper identification, treatment, storage, and disposal of waste. Strict compliance with Republic Act 9003 (Ecological Solid Waste Management Act), RA 6969 (Hazardous Materials Management), as well as the Department of Health's and the DENR's Joint Order # 2, Series of 2005 on Policies and Guidelines on Effective and Proper Handling, Collection, Transport, Treatment, Storage and Disposal of Health Care Waste. In 2019, PMC installed gas vents and created sampling pond/leach pond in its TSF #2 Sanitary Landfill.
Managing Waste Water		
Water is a shared resource between the Company and its host and neighboring	Company	<ul style="list-style-type: none"> Strict enforcement of Water Quality Guidelines and General Effluent

communities. Thus, PMC recognizes its responsibility to prudently manage its water consumption and monitor the water quality in its areas of operation, both for surface water and drinking water sources.	Host communities	<p>Standards under DAO No. 2016-08, which calls for regular monitoring of water effluents.</p> <ul style="list-style-type: none"> • Regular effluent monitoring and analysis is conducted at strategic sampling points within and outside the Padcal Mine. All safety measures and maintenance works are undertaken to ensure smooth operations of tailings conveyance to TSF #3 reservoir. • Philex Mill operates two megastructure tailings thickeners, which re-circulate back the water to the plant as process water while feeding the underflow into the tailings storage pond (Tailings Storage Facility or TSF) through a 2.7-km long pipeline. PMC also installed a tailings cyclone to increase the percentage of water recovery. These thickeners play an important role in the milling process and significantly reduced PMC's dependence on fresh/raw water. • A detailed Tailings Management Framework (ENV-STD-001 Tailings Management) is included in the Company's IMS Manual, containing policy and commitment, planning, good practices, implementation, and management review for continuous improvement.
Managing Land Resource and Protecting Biodiversity		
PMC promotes the progressive rehabilitation of its land resources as part of its land resource management. Protection of habitats and biodiversity is also part of its commitment to its host communities.	Host communities	<ul style="list-style-type: none"> • Rehabilitation of decommissioned mine sites in Sibutad, Zamboanga del Norte and Bulawan, Negros Occidental. The Company is also continuing its progressive rehabilitation initiatives in Padcal mine site while still operational. • The results of the Biodiversity Assessment Study conducted by the researchers of the University of the Philippines Los Banos has been shared with respective local government units and appropriate government agencies thru an Information, Education, Communication (IEC) activity on January 2020.

		<ul style="list-style-type: none"> • Most of the recommendations of the study were considered in the planning and budgeting activity for 2021. The study will also serve as the baseline and basis for the Biodiversity Management and Conservation Plan of the company. • Maintain a forest nursery to supply the reforestation activities of the company and to donate to individuals/groups to support tree planting and livelihood activities. • Maintain a bamboo plantation with a target of producing 3,000 bamboo propagules to support the government's initiative of promoting the planting and use of bamboo.
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SOCIAL PERFORMANCE

Employee Management

Employee Hiring

Disclosure	Quantity	Units
Total number of employees ²	1,894	#
a. Number of female employees	135	#
b. Number of male employees	1759	#
Attrition rate ³	-3.21%	%
Ratio of lowest paid employee against minimum wage	1.81:1	ratio

Employee Benefits

List of Benefits	Y/N	% of female employees who availed for the year	% of male employees who availed for the year
SSS	Y	100	100
Philhealth	Y	100	100
Pag-ibig	Y	100	100
Parental Leaves	Y	4	4
Vacation Leaves	Y	100	100
Sick Leaves	Y	44	60

² Employees are individuals who are in an employment relationship with the organization, according to national law or its application ([GRI Standards 2016 Glossary](#))

³ Attrition are = (no. of new hires – no. of turnover)/(average of total no. of employees of previous year and total no. of employees of current year)

Medical Benefits aside from Philhealth	Y	100	48
Housing Assistance (aside from Pag-IBIG)*	Y	100*	
Retirement Fund (aside from SSS)	Y	5.93	3
Educational Support**	Y	52**	
Company Stock Options			
Telecommuting (Work from Home)***		100	
Flexible Working Hours			
Others			

*Free housing in Padcal – 100% of Padcal site employees are availing of the free housing

**For Head Office – educational support/free elementary and subsidized high school education for Padcal Mine employees

*** For Head Office employees only

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees	7,265.50	hours
a. Female employees	488.50	hours
b. Male employees	6,777	hours
Average training hours provided to employees		
a. Female employees	4	hours/employee
b. Male employees	4	hours/employee

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	90	%
Number of consultations conducted with employees concerning employee-related policies	9	#

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	7	%
% of male workers in the workforce	93	%
Number of employees from indigenous communities and/or vulnerable sector*	752	#

*Vulnerable sector includes, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours	6,535,497	Man-hours
No. of work-related injuries	21	#
No. of work-related fatalities	1	#
No. of work related ill-health	0	#
No. of safety trainings	44	#

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallows violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor	Y	The Company does not practice forced labor and ensures the individual's right to personal dignity. This policy is contained in PMC's Corporate Social Responsibility Manual, ISO 26000.
Child labor	Y	The Company is compliant with labor standards setting the age of qualified applicants to 18 years old for those in surface operations and 21 years old for underground operations. This is part of the hiring policy of PMC.
Human Rights	Y	PMC is committed to conducting its business with respect for all internationally recognized human rights, and is dedicated to doing so consistently. This policy is contained in PMC's Corporate Social Responsibility Manual, ISO 26000.

Supply Chain Management

Do you have a supplier accreditation policy? (Please see attached policy.)

The Company has a Supply Chain Manual that lays down the policies in dealing with suppliers under the Supply Chain (SC) Process Compliance and Audit:

SCM.PCA.01.00 - Vendor Accreditation
 SCM.PCA.02.00 - Vendor Database Maintenance
 SCM.PCA.03.00 - Vendor Performance Evaluation
 SCM.PCA.04.00 - Vendor Relations Management
 SCM.PCA.05.00 - Records and File Maintenance

Do you consider the following sustainability topics when accrediting suppliers?

Topic	Y/N	If Yes, cite reference in the supplier policy
Environmental performance	Y	Under PMC's Supply Chain Manual (SCM.PRO.14.00), the life cycle environmental impact is considered in all purchasing decisions, when appropriate. The Company implements Green Purchasing (SCM.PRO.14.00) in which it requires chemical compositions and product testing of materials delivered.
Forced labor	N	<i>To be considered in the succeeding report</i>
Child labor	N	<i>To be considered in the succeeding report</i>
Human rights	N	<i>To be considered in the succeeding report</i>
Bribery and corruption	Y	PMC's Code of Business Conduct and Ethics governs the professional behavior and ethics in all business dealings and transactions of PMC employees. The Company also has a Vendor Relations Policy and Policy on Gifts, Entertainment and Sponsored Travel to avoid conflict of interest when dealing with suppliers and vendors. The policy is in PMC's website: http://www.philexmining.com.ph/Our-policies/

Relationship with Community

Significant Impacts on Local Communities

Operations with significant (positive or negative) impacts on local communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable groups (if applicable)*	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if positive)
Mining operations	Camp 3, Tuba, Benguet and Ampucao, Itogon, Benguet	Individuals living in ancestral lands (Children and youth, elderly, persons with disabilities , poor)	Y	1. Water for household and farming. 2. Continuation of mining operation and its social development programs.	Water systems for households, farms, and schools have been installed. Various health, education, livelihood, socio-cultural and infrastructure projects have been implemented

					<p>under Philex's social development and management program. These are developed and implemented together with host communities, barangay and municipal government units. These programs are designed to sustain community welfare and development even the life of mind comes to an end.</p>
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**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational

Certificates	Quantity	Units
FPIC process is still undergoing	0	#
CP secured	1*	#

**Certification Precondition for MPSA 276*

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction	PMC strives to be attentive and responsive to the concerns of the buyers of its products and services. These concerns are actively discussed and resolved	N

	through constant communication via emails and or telephone calls to ensure customer satisfaction.	
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Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety*	N/A	#
No. of complaints addressed	N/A	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

Marketing and Labelling

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling*	0	#
No. of complaints addressed	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

Customer Privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy*	0	#
No. of complaints addressed	N/A	#
No. of customers, users and account holders whose information is used for secondary purposes	N/A	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*








Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#


UN Sustainable Development Goals

Product or Service Contribution to UN SDGs




UN SDGs	Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
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      	<p>Social Development and Management Program (SMDP) Pursuant to Republic Act 7942 (Implementing Rules and Regulations, DAO 2010-21 Sec.134), mining companies must set aside at least 1.5% of their total operating costs for the development of host and neighboring communities, Information Education Communication (IEC), and Development of Mining Technology and Geo-Sciences.</p> <p>In 2020, the Company spent Php107.5 million for its mandated SDMP.</p> <p>Due to the COVID-19 pandemic, Philex subsidiary SMMCI was financially constrained to fully implement its 2020 CSR Plan. It was able to utilize 72% of its CSR budget, with some redirected to COVID-19 response.</p>	<p>To help uplift the lives of the people in its host and neighboring communities where it operates, PMC provides employment and livelihood opportunities, as well as access to basic services such as education, clean water, health programs, and sanitation.</p> <p>Under its Health, Education, Livelihood, Public Infrastructure and Socio-cultural (HELPS) program in 2020:</p> <p><u>Health</u></p> <ul style="list-style-type: none"> • 5,520 patients were treated at Padcal Mine's Sto. Niño Hospital • 241 individuals, mostly with chronic illnesses, received financial assistance to defray their medical expenses outside the Company's hospital • 27 indigent residents enjoyed PhilHealth benefits • More than 5,562 families in 5 villages received rice and food packs, Personal Protective Health Equipment (PPHEs), disinfectants and sanitation spraying equipment from Philex. The assistance amounted to Php15 million • 11 barangays, 4 municipalities, the Provincial Hospital and Caraga Regional Hospital and other front liners benefited from SMMCI's assistance 	<p>Non-compliance with RA 7942</p>	<p>The Company ensures strict compliance with all the applicable social laws, rules, and regulations covering it as a mining company, including the law on SMDP. PMC even exceeds the requirements set by the government, through the provision of health, educational, livelihood, and public infrastructure services to its host and neighboring communities to constantly secure community endorsement and public approval for its operations. In addition, the Company is aligning with ISO 26000, a guidance on social responsibility standards, to assess and address corporate social responsibility concerns and effectively strengthen its social license to operate.</p>
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<div data-bbox="207 212 415 401"> <p>11 SUSTAINABLE CITIES AND COMMUNITIES</p>  </div>		<p>for various COVID-19 initiatives</p> <ul style="list-style-type: none"> • SMMCI also provided 540 food packages, 33 gallons of alcohol, 22 boxes of facemasks, 45 surgical PPEs to more than 540 front liner workers • 57 modified hand wash stations were distributed to public schools, day care centers, barangay halls and municipal facilities within SMMCI's 11 host mining communities <p><u>Education</u></p> <ul style="list-style-type: none"> • 26 scholars finished their college education for the school year 2019-2020 • 377 college scholars, 9 technical vocational scholars, 279 senior high school and 283 junior high school scholars received educational assistance for the year • 427 pupils from Philex Mines Elementary School and St. Louis High School-Philex received subsidized education • 11 elementary schools and 3 secondary schools with around 5,000 students and teachers benefited from SMMCI's annual distribution of school supplies <p><u>LIVELIHOOD</u></p> <ul style="list-style-type: none"> • 16 associations and cooperatives received seed capital and training for capability building and mentoring • SMCCI partnered with BANSIWAG Corporation to operate 		
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		<p>and maintain the Coconut Demo Farm Livelihood Project (Demo Farm Project) in Brgy. Upper Patag, Sison, Surigao del Norte.</p> <ul style="list-style-type: none"> • SMMCI also partnered with the local government unit of Barangay San Pedro, Sison and the Department of Social Welfare and Development (DSWD) in the establishment of a communal agricultural complex • SMMCI partnered with the Seventh Day Adventist-Sison Chapter and launched the Silangan Rice Initiatives thru Community Engagement (RICE) Project <p><u>PUBLIC INFRASTRUCTURE</u></p> <ul style="list-style-type: none"> • 65 households, 1 church, 1 cooperative and 1 school received powerline connections • 730.4 meters of dirt road were concreted, benefiting more than 4,500 residents and approximately 2,000 farmers • development of 3 water systems for domestic and agricultural use 		
	<p>Environmental Protection and Enhancement Program (EPEP)</p> <p>DAO No. 2010-21 mandates the implementation of the Annual</p>	<p>As a manifestation of its commitment to responsible and sustainable mineral resource development, the Company has adopted an environmental policy statement, which is consistent with ISO</p>	<p>Environmental risks (natural disasters, calamities, etc.) which could hamper Company operations.</p>	<p>To manage the risk, the Company invests a substantial amount of resources into its EPEP, in addition to ensuring compliance with all applicable environmental laws</p>

	<p>Environmental Protection and Enhancement Program (EPEP) which provides the link between mineral resource utilization and environmental protection and enhancement commitments. Pursuant to the R.A. 7942, the minimum required budget for the Annual EPEP ranges from 3-5% of the direct mining and milling costs of the company.</p> <p>In 2020, the Company spent P149.5 million, bringing the Company's expenditures from 1967 to date to P6.278 billion.</p>	<p>14001 Certification on Environmental Management Systems. The Company is currently negotiating for pollution liability insurance coverage in case of environmental pollution-related events.</p> <p>In addition, PMC also invests heavily on the ongoing environmental care and maintenance activities in its Silangan, Bulawan, and Sibutad project sites. These investments cover the costs for ambient air and water monitoring, soil erosion control and prevention, the establishment of new tree plantations, as well as the maintenance and protection of established reforestation areas within the project sites. The environmental care and maintenance programs of these projects are submitted, approved, and monitored by the Mines and Geosciences Bureau (MGB) of the DENR.</p> <p>PMC also entered into a partnership with the Chamber of Mines of the Philippines for the local adoption of the Towards Sustainable Mining (TSM) initiative that leans on world-leading environmental practices for sustainable development.</p>	<p>and regulations. The Company has adopted an environmental policy statement, which is consistent with ISO 14001 Certification on Environmental Management Systems.</p> <p>To mitigate the risk from business disruption, PMC obtained a comprehensive insurance policy with a business interruption clause.</p>
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	<p>Energy Conservation Program</p> <p>The program is integrated in the Company's IMS Manual Vol. 2, ensuring that processes are developed, implemented, and maintained to ensure the efficient use of natural resources, energy, and high-valued materials in its areas of operation.</p>	<ul style="list-style-type: none"> • A Power Load Shedding Program is being implemented since 2014, reducing electricity supply in residential areas of up to 5 hours a day. • A solar panel is installed in a school in Padcal to lessen the use of generator supplied electricity. • Households in Padcal host and neighboring communities were connected to electrical lines/posts. 		
	<p>Ridge to Reef Management Program</p>	<p>The Company has been regreening terrestrial and mangrove reforestation in its site vicinity. It also seeks to partner with local government units on the adoption of a marine sanctuary. It has also been regularly monitoring wastewater disposal to ensure that it complies with regulatory standards.</p>		
	<p>Reforestation and Rehabilitation programs</p>	<p>The Company conducts progressive rehabilitation initiatives in Padcal mine site even while operating. It has reforested more than 4,000 hectares to date, commissioned a biodiversity study to implement a Biodiversity Conservation Plan, and have a Final Mine Rehabilitation and Decommissioning Plan</p>		

		(FMRDP) after mine life to ensure that reforested areas are protected and disturbed areas are restored.		
 <p>12 RESPONSIBLE CONSUMPTION AND PRODUCTION</p>	Green Purchasing and Recycling	<p>Under PMC's Supply Chain Manual (SCM.PRO.14.00), the life cycle environmental impact is considered in all purchasing decisions, when appropriate. The Company implements Green Purchasing (SCM.PRO.14.00) in which it requires chemical compositions and product testing of materials delivered.</p> <p>In addition, the Company operates two megastructure tailings thickeners in its mill, which re-circulate back the water to the plant as process water while feeding the underflow into the tailings storage pond (Tailings Storage Facility or TSF) through a 2.7-km long pipeline. PMC also installed a tailings cyclone to increase the percentage of water recovery.</p>		
 <p>5 GENDER EQUALITY</p>	Human Resources policy of PMC	<p>The Company employs 135 female employees in its Corporate Office and Padcal Mining Site. In addition, it also has 752 employees from indigenous communities and/or vulnerable sector, who comprise 40% of its total workforce in 2020.</p>		

				
 		<p>PMC adopts best practices and standards such as:</p> <ul style="list-style-type: none"> • Toward Sustainable Mining (TSM) Initiative in partnership with the Mining Association of Canada and the Chamber of Mines of the Philippines • Global Reporting Initiative (GRI) guidelines • Environmental, Social, Governance (ESG) Reporting guidelines • ISO 26000 Guidance on Corporate Social Responsibility • Sustainability Reporting • Corporate Governance <p>In addition, the Company constantly engages concerned parties and educates the public and local government units.</p>	<p>Acts of terrorism and insurgency threats</p>	<p>To prevent a repeat of a 2017 terrorism incident, which affected the transport of ore from the Padcal mine site to the Poro Port installation for shipment, the Company has increased vigilance among residents within the camp and coordinated with various groups to identify and deter possible threats.</p>

SEC Registration Number

(Company's Full Name)

[illegible]

(Contact Person)

(Company Telephone Number)

Month Day
(Calendar Year)

(Form Type)

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.Amended Articles Number/Section

Total No. of Stockholders

DomesticForeign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

**QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES
REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER**

For the quarterly period ended March 31, 2021

Commission identification number 10044

BIR Tax Identification No. 000-283-731-000

Exact name of issuer as specified in its charter

PHILEX MINING CORPORATION

Province, country or other jurisdiction of incorporation or organization

Manila, Philippines

Industry Classification Code: (SEC Use Only)

Address of issuer's principal office

Postal Code

2nd Floor, LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila, Philippines 1550

Issuer's telephone number, including area code

(632) 631-1381 to 88

Former name, former address and former fiscal year, if changed since last report

N/A

Securities registered pursuant to Sections 8 and 12 of the Code or sections 4 and 8 of the RSA

Number of Shares of Stock Outstanding – 4,940,399,068 (As of March 31, 2021)

Amount of Debt Outstanding – Php9,879,260,646 (As of March 31, 2021)

Are any or all the securities listed on a Stock Exchange?

Yes [X] No []

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

Indicate by check mark whether the registrant:

has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes ☒ No ☐

has been subject to such filing requirements for the past ninety (90) days.

Yes ☒ No ☐

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements.

The Unaudited Consolidated Financial Statements for the period ended March 31, 2021 are hereto attached.

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

Status of Operations

Padcal Operation

The Padcal Mine continues to operate under the strictest health protocols to maintain a safe working environment for its employees during this challenging period of the covid-19 pandemic and at the same time to keep the business going for the sake of all its stakeholders.

From the outbreak of Covid-19 pandemic in March 2020, the Philippine government has issued several health and safety guidelines and has placed local government units under different community quarantine classification depending on the severity of covid-19 transmission. Philex, as an export-oriented company, was allowed to continue its operation subject to full compliance to IATF-DOH guidelines particularly in relation to work arrangements for employees, both in the head office and in Padcal mine. Despite the early challenges in its supply chain particularly in the procurement of critical materials and supplies, the Company was able to maintain sufficient inventory levels for the continued operation of Padcal Mine. As a result, Philex had fulfilled its commitment on copper concentrate shipments to its customers that ensured payment of its obligations to its lenders, suppliers, contractors and most importantly to its employees.

From August 2020 to present, National Capital Region (where Philex head office is situated) and Benguet (the province covering the Padcal Mine) have transitioned to various community quarantine classification with specific applicable guidelines. This did not affect the operations of the Company and the work arrangements of the workforce given that mining is allowed to operate under any of the quarantine classifications subject to applicable health protocols as mandated by IATF-DOH.

The Company also responded to the call for concerted efforts by Mines and Geosciences Bureau (MGB) of the Department of Environment and Natural Resources' (DENR) directive allowing mining companies to support the Bayanihan Heal as One Act mandated by the Republic of the Philippines on March 23, 2020.

Silangan Project

The Company and SMMCI finalized the definitive feasibility study (DFS) for an underground sub-level cave mining method for the Silangan Project. The DFS that was approved at the Company's Board meeting on July 31, 2019 covers 81 million tonnes (Mt) of ore reserves of the Boyongan deposit carrying high-quality copper and gold grades from a total mineral resources of 571 Mt. The Company also appointed financial advisers to secure funding for the project to proceed with its development plan.

Also, in July 2019, the Silangan Project was granted an Environmental Compliance Certificate (ECC) for underground sub-level cave mining method. Following the grant of ECC, the Department of Environment and Natural Resources (DENR), through the Mines and Geosciences Bureau (MGB), in a letter dated September 26, 2019, has approved the underground sub-level cave mining method amending the previously issued Order dated April 10, 2015 approving the Declaration of Mining Project Feasibility (DMPF) of the Silangan Copper-Gold Project under MPSA No. 149-99-XIII.

The approved DMPF for underground sub-level cave mining method includes the approved Three Year Development and/or Utilization Work Program (3YD/UWP), the Environmental Protection and Enhancement Program (EPEP), Final Mine Rehabilitation and Decommissioning Plan (FMRDP) and Social Development and Management Program (SDMP). A revised 3YD/UWP covering three years was submitted to the MGB Central Office in December 2020.

The search for investors for the Silangan Project continues and is faced with challenges in light of the global pandemic brought about by COVID19.

Review of Financial Results

Total operating revenues for the first quarter ended March 31, 2021 (1Q2021) amounted to Php2.530 billion significantly higher compared with Php1.860 billion reported for the same period in 2020 (1Q2020). The increase in operating revenues was mainly due to the increase in copper prices, sustained increasing level of gold prices and slightly higher copper output. The increase due to higher metal prices was partially offset by lower foreign exchange. Metal prices, particularly copper, boosted revenues for this quarter 36% higher than last year. After smelting charges, the net revenues amounted to Php2.370 billion for 1Q2021, compared with Php1.713 billion in 1Q2020.

Padcal continues to strategize in achieving higher production than targets to take advantage of soaring metal prices. Previously implemented production improvement programs to address various operational and technical issues contributed to the attainment of higher tonnage and higher metal output within efficiently managed operating costs and expenses.

Gold

Gold production in 1Q2021 was slightly lower reaching 13,413 ounces compared with 14,159 ounces in 1Q2020. Gold prices for the same period was substantially above last year's prices.

Gold averaged at US\$1,781 per ounce, 11% higher than the US\$1,600 per ounce gold price realized in 1Q2020. With higher prices, gold revenues which represent 46% of total revenues was consequently higher at Php1.165 billion compared with Php1.148 billion in 1Q2020, despite slightly lower gold output. The current level of gold prices remain to be very favorable to the Company and is expected to continue to boost the revenues despite unfavorable foreign exchange rates.

Copper

Copper production in 1Q2021, on the other hand, slightly increased to 6,769,970 pounds, almost at par with the production of 6,738,408 pounds in 1Q2020, due to higher tonnage. Realized copper prices for the same period averaged at US\$3.95 per pound, 68% higher against US\$2.35 per pound in 1Q2020. The almost doubled copper revenues for the quarter of Php1.340 billion compared with Php697 million in 1Q2020 was brought about by the significant soaring of copper prices that started in the third quarter of 2020, despite the 5% decline in foreign exchange rates. Copper, now the highest portion of total revenues, accounted for 53% of the total.

Silver

Revenues from silver made up the remaining 1% of the Company's total revenue and amounted to Php25 million for 1Q2021, higher against last year's Php15 million for the same period, mainly from higher metal price, partially offset by lower foreign exchange rates.

Hedging Strategy

As part of the risk management strategy, the Company regularly monitors the prices of gold and copper in the world market as a basis of assessing the need to enter into hedging contracts to mitigate the risk of the potential impact of fluctuations of the metal prices to the Company's revenues. Based on the Company's outlook of the movement of gold and copper prices for 2021, the Company entered into gold and copper hedge contracts on January 4, 2021 covering the period January to March 2021 and another on March 10, 2021 covering the period of April to September 2021.

2021 Gold Collar Hedge							
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/04/21	1,900	1,830	2,050	1,868	Jan 2021	02/02/21	-
01/04/21	1,900	1,830	2,050	1,811	Feb 2021	03/02/21	2
01/04/21	1,900	1,830	2,050	1,720	Mar 2021	04/06/21	10
03/10/21	1,900	1,680	1,733	-	Apr 2021	05/05/21	-
03/10/21	1,900	1,680	1,733	-	May 2021	06/02/21	-
03/10/21	1,900	1,680	1,733	-	Jun 2021	07/02/21	-
03/10/21	1,900	1,680	1,733	-	Jul 2021	08/03/21	-
03/10/21	1,900	1,680	1,733	-	Aug 2021	09/02/21	-
03/10/21	1,900	1,680	1,733	-	Sep 2021	10/04/21	-
Total							12

2021 Copper Collar Hedge							
Deal Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php Millions)
		Put	Call	Settlement			
01/04/21	740,752	3.25	3.95	3.62	Jan 2021	02/02/21	-
01/04/21	740,752	3.25	3.95	3.84	Feb 2021	03/02/21	-
01/04/21	740,752	3.25	3.95	4.08	Mar 2021	04/06/21	(5)
03/10/21	992,079	3.80	4.27		Apr 2021	05/05/21	-
03/10/21	992,079	3.80	4.27		May 2021	06/02/21	-
03/10/21	992,079	3.80	4.27		Jun 2021	07/02/21	-
03/10/21	992,079	3.80	4.27		Jul 2021	08/03/21	-
03/10/21	992,079	3.80	4.27		Aug 2021	09/02/21	-
03/10/21	992,079	3.80	4.27		Sep 2021	10/04/21	-
Total							(5)

In 1Q2021, a hedging gain of Php12 million for gold was realized while for copper the Company recognized a hedging loss of Php5 million. The unrealized MTM gain on outstanding contracts as of March 31, 2021 amounted to Php7 million.

For 2020, the Company entered into gold put option hedging contracts in January 2020 covering the period January to June 2020, as follows:

2020 Gold Put Options						
Deal Date	Quantity (Ounces)	Gold Prices (US\$ Per Ounce)		Period Covered	Settlement Date	Realized Gain (in Php M)
		Put	Settlement			
01/13/20	1,500	1,450	1,561	Jan. 2020	02/04/20	-
01/13/20	1,500	1,450	1,598	Feb. 2020	03/03/20	-
01/13/20	1,500	1,450	1,593	Mar. 2020	04/02/20	-
01/13/20	1,500	1,450	1,681	Apr. 2020	05/04/20	-
01/13/20	1,500	1,450	1,716	May 2020	06/02/20	-
01/13/20	1,500	1,450	1,733	June 2020	07/02/20	-

The Company paid US\$4.20 per ounce or a total of US\$37,800 as put option premium for the gold hedging contracts covering period beginning January 2020 through June 2020. The premium is amortized over the term of the contract. The Company did not exercise any of the gold put options contracts as settlement prices were favorably higher than the strike price of US\$1,450 per ounce.

In May, 2020, the Company made an assessment of the trend of the metal prices for the period July to December 2020. As a result, the Company entered into additional gold and copper hedge contracts as follows:

2020 Gold Collar Hedge							
Deal Date	Quantity (Ozs.)	Gold Prices (US\$ Per Ounce)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php M)
		Put	Call	Settlement			
05/15/20	1,900	1,650	1,855	1,842	July 2020	08/04/20	-
05/15/20	1,900	1,650	1,855	1,970	Aug. 2020	09/02/20	(11)
05/15/20	1,900	1,650	1,855	1,923	Sept. 2020	10/02/20	(6)
05/15/20	1,900	1,650	1,855	1,901	Oct. 2020	11/03/20	(4)
05/15/20	1,900	1,650	1,855	1,867	Nov. 2020	12/02/20	(1)
05/15/20	1,900	1,650	1,855	1,829	Dec. 2020	01/05/21	(0.04)
Total							(22)

2020 Copper Collar Hedge							
Deal Date	Quantity (Pounds)	Copper Prices (US\$ Per Pound)			Period Covered	Settlement Date	Realized Gain (Loss) (in Php M)
		Put	Call	Settlement			
05/18/20	992,000	2.10	2.60	2.88	July 2020	08/04/20	(14)
05/18/20	992,000	2.10	2.60	2.95	Aug. 2020	09/02/20	(17)
05/18/20	992,000	2.10	2.60	3.04	Sept. 2020	10/02/20	(21)
Total							(52)

The Company recorded realized hedging losses of Php22 million for gold and Php52 million for copper for 2020. No unrealized MTM gain (loss) in 2020 as all hedging contracts matured as of December 31, 2020.

Operational Overview

The Padcal Mine milled a total of 2,024,534 tonnes for 1Q2021, slightly higher than the tonnage of 1,969,490 tonnes in 1Q2020 as mining and milling operations were not affected by any unforeseen breakdowns or power outages. Moreover, Padcal continues to implement strategies aiming to produce higher levels of metals by mining from higher grade ore sources.

Gold production, though higher than target, was slightly lower at 13,413 ounces for 1Q2021 compared with 14,159 ounces in 1Q2020 mainly due to lower gold grades that averaged at 0.273 grams per tonne (g/t) in 1Q2021 against 0.284 g/t in 1Q2020. Gold recovery was also slightly lower at 75.5% in 1Q2021 versus 78.9% for the same period in 2020.

On the other hand, copper production slightly increased to 6,769,970 pounds in 1Q2021 compared with last year's production for the same period of 6,738,408 pounds, and much higher compared with target. The increase was due mainly to higher tonnage, with partial offset from slightly lower ore grades that averaged at 0.187% in 1Q2021 versus 0.188% in 1Q2020. Metal

recovery for copper was also slightly lower at 81.3% compared to the same period last year. Again, this 1Q2021 ore grades and recovery were more than what were expected.

Operating Costs and Expenses

The Company's total operating costs and expenses (Opex), which included Cash Production Costs, Excise Tax and Royalties, and Depletion, Depreciation and Amortization, and General and Administrative Expenses (G&A), reached Php1.647 billion for 1Q2021 from Php1.552 billion in 1Q2020. The increase in Opex was due to higher tonnage that correspondingly increased Cash Production Costs and Depreciation, Depletion and Amortization, as well as revenue-related costs such as Excise Taxes and Royalties. The higher power rates starting 2021 also contributed to the increase in Cash Production Costs with partial offset from lower consumption of materials and supplies for the period. Depreciation of recently acquired equipment, and amortization for additional costs incurred in maintaining the tailings storage facility also accounted for the increase in Depreciation, Depletion and Amortization. G&A, however, slightly decreased to Php66 million in 1Q2021 from Php73 million for the same period in 2020.

Smelting Charges amounted to Php160 million for 1Q2021, 9% higher than the Php147 million in 1Q2020, due mainly to higher copper concentrates produced of 15,175 dry metric tons (DMT) in 1Q2021 from 14,447 DMT in 1Q2020 and due to the slight increase in copper production. Treatment and refining rates were lower in 1Q2021.

Break-even Costs - Costs Per Tonne / Per Ounce / Per Pound

Total production costs (including depletion, depreciation and amortization) on a per unit basis increased by 2% to Php706 per tonne for 1Q2021 from Php691 per tonne in 1Q2020. Likewise, operating costs (consisting of total production costs, smelting charge, excise taxes, and royalties) also increased to Php860 per tonne in 1Q2021 from Php825 per tonne in 1Q2020. The increase in cost per tonne was mainly attributable to the higher power rates, depreciation of newly acquired equipment, additional amortization of TSF civil works and higher excise taxes and royalties. Total operating costs for purposes of computing the break-even costs amounted to Php1.742 billion in 1Q2021, higher compared with Php1.626 billion in 1Q2020.

The operating cost per ounce of gold and per pound of copper for 1Q2021 based on co-production method were US\$1,263 per ounce and US\$2.80 per pound, compared with US\$1,330 per ounce gold and US\$1.95 per pound copper in 1Q2020, respectively. Costs allocated to copper significantly increased following the higher percentage of copper in the total revenues on account of the increase in copper prices.

Other Income (Charges)

The Company recorded a Net Other Charges of Php210 million in 1Q2021 versus Php42 million in 1Q2020. The Net Other Charges in 1Q2021 consisted mainly of various provisions and share in net losses of associates covering PXP Energy Corp. and Lepanto.

Provision for (Benefit from) Income Tax

The Company recognized the impact of Republic Act No. 11534 known as “Corporate Recovery and Tax Incentives for Enterprises Act” or “CREATE”, particularly the reduction of corporate income tax rate from 30% to 25% effective July 1, 2020. The Net Benefit from Income Tax of Php46 million consisted of Php128 million provision for income tax on the 1Q2021 taxable income and a credit of Php174 million as retroactive adjustment on current and deferred income tax pertaining to the taxable income apportioned for the second half of 2020.

Core and Reported Net Income

The significant upward movement of gold and copper prices continued to the 2021 allowing the Company to post a core net income of Php540 million, five times higher than the core net income of Php103 million in 1Q2020.

EBITDA also significantly increased by 141% to Php1.011 billion for 1Q2021 from Php419 million for the same period last year. The Company’s core net income and EBITDA exclude non-recurring transactions to clearly reflect and provide results based on the normal operating parameters of the business.

Reported Net Income (the same as the Net Income Attributable to the Equity Holders as income attributable to non-controlling interest was nil) also increased to Php560 million from Php102 million in 1Q2020.

FINANCIAL CONDITION REVIEW

Current Assets

The Company’s Current Assets as of March 31, 2021 increased to Php4.033 billion from Php3.445 billion as of December 31, 2020. The increase of Php588 million was mainly due to the increase in mine products inventory given that a significant volume of production remained in inventory awaiting scheduled shipment in April 2021 following a slight delay of the vessel due to bad weather condition..

Cash and Cash Equivalents

The Cash and Cash Equivalents amounted to Php826 million as of March 31, 2021 from Php1.191 billion as of December 31, 2020. The repayment of loan and cash dividend accounted for the decrease in cash and cash equivalent for the period.

Accounts Receivable

The Company’s Accounts Receivable slightly increased to Php399 million as of March 31, 2021 from Php370 million as at end 2020. This account is consisted of Trade Receivables from sales of the Company’s copper concentrates or bullion and Other Receivables that include advances to employees for conduct of transactions in the ordinary course of business. As of March 31, 2021, Trade Receivables amounted to Php309 million and Other Receivables of Php90 million.

Under the existing sales agreement with the two major Company's Customers ("Offtakers"), the Company receives 90% of the total US\$ value of the copper concentrates within a few days after the shipment date, with the balance payable upon final pricing determination based on agreed quotational shipment prices ("QP"). QP is determined either Month of Shipment Schedule (MOSS) or Month After Month of Arrival (MAMA) in destination.

The Trade Receivables as of March 31, 2021 consisted of the remaining value of four shipments (versus same number of shipments in the fourth quarter of 2020 as of December 31, 2020) awaiting final pricing, all were with Pan Pacific. The QP for Pan Pacific is 3MAMA for copper and 1MAMA for gold.

Inventories

Total Inventories, consisting of materials and supplies and mine products, amounted to Php2.259 billion as of March 31, 2021 and Php1.343 billion as at end 2020, or a 68% increase.

As of March 31, 2021, inventory for materials and supplies amounted to Php846 million or about 37% of total inventory while mine products inventory, which is valued at net realizable value, amounted to Php1.412 billion or 63% of total inventory. On the other hand, materials and supplies inventory was Php733 million as of December 31, 2020, while mine products inventory amounted to Php611 million. Though materials and supplies increased due to the build-up of critical inventories amidst the pandemic, the Company continues to implement inventory reduction programs to consume its existing inventory given the nearing end of mine life. Mine products inventory significantly increased due to the value of one full shipment that remained in inventory pending actual shipment on early April 2021 as a result of the bad weather condition that affected the arrival of the contracted vessel.

Other Current Assets

Other Current Assets, composed primarily of input Value-Added Tax (VAT) claims for refund on purchases of materials, supplies and equipment, slightly increased to Php542 million from Php540 million in 2020, due mainly to additional VAT receivable for the period.

Non-Current Assets

Non-Current Assets amounted to Php35.462 billion as of March 31, 2021, almost no movement from Php35.495 billion as of December 31, 2020 which comprised mainly of Property, Plant and Equipment, Investment in Associates and Deferred Exploration Costs. PPE and Deferred Exploration Costs represent 70% of total assets, signifying the capital intensive nature of the business.

Property, Plant and Equipment

Property, Plant and Equipment (PPE) slightly decreased to Php2.870 billion as of March 31, 2021 from Php3.043 billion in 2020. The decrease in PPE represents higher amount of depreciation, depletion and amortization compared to actual expenditures on Padcal's mine development activities and acquisition of mine equipment for the period. In 2020, the Company recorded a reversal of Php103 million of the 2019 impairment provision amounting to Php1.457 billion which was on top of the impairment of Php1.332 billion in 2018. The annual impairments recorded in the financial statement are attributable to Padcal mine and mining properties as it is nearing the

end of mine life and the impact of financial assumptions particularly gold and copper prices and foreign exchange rates on financial projections.

Financial Assets Measured at FVOCI

Financial Assets Measured at FVOCI, consisting mainly of shares in gold and country clubs, did not change at Php114 million from the 2020 balance.

Investment in Associates

Investment in Associates decreased to Php4.151 billion as of March 31, 2021 from Php4.161 billion as of December 31, 2020, mainly from the Company's share in the net losses of associates in 1Q2021 of Php10 million.

Deferred Exploration Costs

Deferred Exploration Costs increased to Php27.515 billion as of March 31, 2021 from Php27.365 billion in 2020, on account of the pre-development expenditures related to Silangan Project with cumulative amount of Php25.216 billion or 92% of total deferred exploration costs. Initial expenditures on early works program for the Silangan Project were also included in the deferred exploration costs of the Project.

Pension Asset

Pension Asset remained at Php310 million as of March 31, 2021, which represents the excess of the fair value of plan assets against the present value of defined benefit obligations under the Company's retirement plan, net of SMMCI pension obligation.

Other Non-Current Assets

Other Non-Current Assets also remained at Php501 million and consisted mainly of the non-current portion of SMMCI input Value-Added Tax amounting to Php434 million.

Total Assets

Total Assets of the Company increased to Php39.495 billion as of March 31, 2021 from Php38.939 billion as of December 31, 2020, primarily from the higher balance of mine products inventory.

Current Liabilities

Current Liabilities slightly increased to Php4.557 billion as of March 31, 2021 from Php4.221 billion as of December 31, 2020, due mainly to the increase in accounts payable and outstanding cash dividend checks.

Loans Payable

The balance of Loans Payable decreased to Php1.598 billion (US\$33 million) as of March 31, 2021 from Php1.777 billion (US\$37 million) in 2020. Philex continued its debt reduction program that started in early 2020. However, at the onset of COVID19, Philex re-availed a short term loan

amounting to US\$2 million as contingency fund should there be disruptions in the company's business operations related to COVID19, but later on continued repaying its loan. For 1Q2021, Philex made a total loan repayment of US\$4 million which reduced the total loan of Philex to US\$27 million as of March 31, 2021 from US\$31 million in 2020.

On the other hand, SMMCI outstanding short term loan remained at US\$6 million as of March 31, 2021.

Accounts Payable and Accrued Liabilities

As of March 31, 2021, Accounts Payable and Accrued Liabilities amounted to Php1.985 billion from Php1.693 billion in 2020. This composed primarily of payables to suppliers and contractors of which no material amount has been left unpaid within terms acceptable and agreed upon with suppliers and contractors. The strategy of building up critical inventories under the current challenging supply chain environment due to the Covid19 pandemic has also increased the Company's outstanding liabilities to suppliers.

Subscription Payable

Subscription Payable remained at Php123 million as of March 31, 2021, which consisted mainly of the outstanding balance related to the Company's additional subscription in PXP Energy which increased the Company's interest in PXP Energy from 19.8% to 30.4% in 2018. In 2020, the Company partially paid its subscription payable with PXP Energy based on availability of cash.

Income Tax Payable

As of March 31, 2021, Income Tax Payable amounted to Php180 million, which included the tax payable pertaining to 1Q2021 that is due in May 2021 and the tax payable covering 4Q2020 that was due in April 2021. Balance as of December 31, 2020 was Php74 million.

Dividends Payable

Dividends Payable amounted to Php670 million as of March 31, 2021 from Php554 million in 2020. The Philex Board of Directors approved on February 24, 2021 the declaration of regular cash dividend of 5.9 centavos payable on March 26, 2021.

Non-Current Liabilities

As of March 31, 2021, Non-Current Liabilities amounted at Php10.143 billion, lower than the Php10.492 billion as of December 31, 2020, comprising mainly of Deferred Tax Liabilities and Bonds Payable.

Deferred Income Tax Liabilities

Deferred Income Tax Liabilities, mainly consisting of Php1.388 billion arising from the acquisition of Anglo's 50% stake in the Silangan companies and Php457 million for accelerated deductions, substantially decreased to Php1.845 billion as of March 31, 2021 from Php2.293 billion in 2020 following the passing the CREATE bill reducing the corporate income tax rate to 25% from 30%.

Bonds Payable

Loans and Bonds Payable increased to Php8.281 billion as of March 31, 2021 from Php8.182 billion in 2020. The yearly changes in the amounts correspond to the amortization of deferred transaction costs, accretion of interest from the discounting of the face value of the CN and accrual of the 3% redemption premium. The bonds payable pertains to the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, on December 18, 2014, with a face value of Php7.2 Billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share 12 months after the issue date ("Standstill Period"). On the last day of Standstill Period, the Issuer shall have a one-time right to redeem the bonds from the holders in whole or in part. After the Standstill Period, the noteholders may exercise the conversion right, in whole but not in parts, at any time but no later than the maturity date. At redemption/maturity date, the bonds can be redeemed together with the principal or face value of the bonds at a premium, payable at a rate of 3% per annum compounded semi-annually based on the face value of the bonds and unpaid accrued interest (if there be any). The proceeds of the bonds were used to repay the SMECI's advances from PMC and fund further exploration works of SMMCI.

Provision for Losses and Mine Rehabilitation Costs

Provision for Losses and Mine Rehabilitation Costs amounted to Php17 million, almost the same as the 2020 balance. A total of Php128 million has been spent for Final Mine Rehabilitation and Development Program (FMRDP) out of the Php137 million requirement under the Company's MGB-approved FMRDP.

Total Liabilities

As of March 31, 2021, Total Liabilities amounted to Php14.700 billion, slightly lower than the Php14.713 billion in 2020, mainly due to retroactive adjustment on deferred tax liabilities on account of the CREATE bill.

Shareholders' Equity

The Company's Total Equity as of March 31, 2021 increased to Php24.794 billion from Php24.226 billion as of December 31, 2020 on account mainly of the net income of Php560 million the Company recognized for 1Q2021.

Retained Earnings amounted to Php15.518 billion from Php15.234 billion, inclusive with the 1Q2021 Net Income of Php560 million and net of cash dividend declared on February 24, 2021.

Net Unrealized Gain on Financial Assets Measured at FVOCI remained at Php32 million, Similarly, Equity Conversion Options also remained at Php1.226 billion since 2014 corresponding to the carrying amount of the conversion options of the 8-year convertible bonds issued by SMECI, with PMC as the co-issuer, in December 2014 with a face value of Php7.200 billion. The Company recorded Php7 million of unrealized marked-to-market gain on its outstanding gold and copper hedging contracts as of March 31, 2021. Net Revaluation Surplus slightly increased to P1.850 billion from Php1.572 billion in 2020. The balances of Effect of Transactions with Non-Controlling Interests and the Non-Controlling Interests were insignificant for the past two years.

Liquidity and Capital Resources

The Company's existing liquidity position and capital resources are primarily used for the funding of its existing operations and exploratory drilling works within and around the Sto. Tomas ore body with the aim to further extend mine life of Padcal and for pre-development works of the Silangan Project. With the risks inherent in the business associated with metal prices, foreign exchange rates, regulatory environment, and the changing economic and market conditions as well as the global impact of the Covid19 pandemic, the Company managed its cash flow requirement having a minimal net cash from operating activities of Php51 million in 1Q2021, compared with Php31 million for the same period in 2020.

Internally generated funds remain as the Company's principal source of cash to finance the capital expenditures of the Padcal mine, the initial cash requirement of the Silangan project and exploration initiatives, and to refinance existing loans.

Net cash used in investing activities, principally for capital expenditures and exploration costs, amounted to Php214 million in 1Q2021 as against Php307 million in 1Q2020. Capital expenditures were lower at Php173 million in 1Q2021 compared with Php265 million in 1Q2020. Expenditures on deferred exploration costs pertained substantially to Silangan Project.

Net cash used in financing activities amounted to Php203 million in 1Q2021 compared with net cash from financing activities of Php25 million in 1Q2020. The Company repaid a portion of its short-term bank loans by P193 million or US\$4 million in 1Q2021, reducing the Philex loan to US\$27 million as of March 31, 2021 from \$31 million as at end 2020.

Capital Expenditures and Exploration Costs

<i>(in Php Millions)</i>	1Q2021	1Q2020
Padcal		
Mine Development	85	223
Tailings Pond Structures	35	7
Machinery and Equipment	55	35
Total	174	264
Silangan Project		
Deferred Exploration Costs	40	41
Machinery and Equipment	(1)	1
Total	39	42
Mine Exploration Projects	0.3	1
Total	214	307
Consolidated		
Deferred Exploration Costs	41	42
Property, Plant and Equipment	173	265
Total	214	307

Capital Expenditures totalled to Php214 million for 1Q2021 and Php307 million for 1Q2020.

Padcal operations accounted for 81% of total programmed spending at Php174 million in 1Q2021 as compared to Php264 million in 1Q2020.

Silangan Project comprised of 18% of the capital expenditures amounting to Php39 million in 1Q2021 versus Php42 million in 1Q2020.

Other mining exploration projects has a minimal amount in 1Q2021 and 1Q2020, mainly on activities to comply with minimum regulatory requirements for the tenements.

Top Five Key Financial and Non-Financial Performance Indicators

Safety Performance

Personnel health and safety is of paramount concern and regarded with utmost priority. In 1Q2021 and in 1Q2020, the Company recorded nil Lost Time Accident-Fatal (LTA-F) incident. Meanwhile, in terms of Lost Time Accident Non-Fatal events, there were four (4) recorded in 1Q2021 versus six (6) in 1Q2020.

The Company is targeting a “zero-harm” record through constant reviews of safety policies and procedures. Various initiatives are being implemented to minimize the occurrence of accidents and injuries in the workplace. Third-party experts are likewise engaged to assess existing safety performance and identify risk areas.

Earnings Per Share

Earnings Per Share (EPS) represents the net income attributable to equity holders of the Company, expressed in the amount per share of the Company's average outstanding capital stock. Assuming a constant outstanding number of shares, the earnings per share correspondingly rises as the Company's earnings increase. The EPS ultimately reflects the Company's financial and operational growth as a result of its performance in cost management, technical efficiency and productivity.

	1Q2021	1Q2020
Earnings Per Share	P0.113	P0.0207
Total Outstanding Shares	4,940,399,068	4,940,399,068

All options granted under the Philex Stock Option Plan have expired following the expiration of the 7-yr term of the Plan in 2020.

Tonnes Milled and Metals Produced

Tonnes milled and ore grade determine the volume of concentrates to be produced and sold. Tonnes milled were 2,024,534 tonnes in 1Q2021, slightly higher compared with 1,969,490 tonnes in 1Q2020.

Copper output reached 6,769,970 pounds, also slightly higher than 6,738,408 pounds in 1Q2020, while gold production was down by a margin at 13,413 ounces, compared with 14,159 ounces in 1Q2020, as a result of lower ore grades and metal recovery.

Break-even Production and Operating Cost Per Unit

The Company's average cost per tonne is a key measure of the Company's operating performance. At the same cost level, the higher the production volume, the lower the cost per

tonne becomes, which will also be similar if the same production volume incurs a lower operating cost. Thus, a lower cost per tonne would generally reflect an improvement in operating efficiency.

The same essentially applies to cost expressed in per unit of metal, which incorporates the metal grade, as it affects metal production, and the exchange rate, as it affects the conversion from peso to dollar.

In 1Q2021, the total production cost (mine site cost and expenses excluding smelting charges, excise tax and royalties) per tonne of ore milled was Php706, with total production cost of Php1.429 billion over ore milled of 2,024,534 tonnes. This was 2% higher than the cost per tonne of Php691 from the total production cost of Php1.360 billion over ore milled of 1,969,490 tonnes in 1Q2020. The higher cost per tonne in 1Q2021 was primarily due to higher power rates, depreciation of newly acquired equipment and additional amortization of TSF civil works .

The operating costs and expenses (all cost and expenses excluding G&A) per tonne of ore milled in 1Q2021 was Php860 from the total operating cost and expenses of Php1.742 billion, 4% higher than the Php825 from the operating costs and expenses of Php1.626 billion in 1Q2020. In addition to the increase in production costs, the increase in excise taxes and royalties on account of higher revenues also contributed to the higher operating cost per tonne.

Using co-production method, the operating cost applicable to gold produced amounted to US\$1,263 per ounce in 1Q2021 compared with US\$1,330 per ounce in 1Q2020, while operating cost applicable to copper produced amounted to US\$2.80 per pound in 1Q2021 compared with US\$1.95 per pound in 1Q2020. Under co-production method, the total cost is allocated proportionately based on the revenue contribution of each product considering there is no physical basis that can be used in allocating costs between the two metals. Due to the significant increase in copper prices, costs allocated to copper based on its revenue contribution consequently increased against last year.

Exploration Activities

The Company is cognizant that exploration in itself is a speculative endeavor, and mineral exploration and mining operations can be hampered by force majeure and other unforeseen circumstances beyond the Company's control. To mitigate the impact of these external factors and other contingencies, the Company banks on its ability to successfully explore and/or acquire reserves, design and construct efficient processing facilities, operate and manage its projects, and provide effective financial controls and management. To ensure the optimization of value from its natural resource properties and the long-term sustainability of operations, the Company pursues and invests in viable exploration activities and operational enhancements on a constant basis.

In 1Q2021, the amount spent on mining exploration including that of Silangan Project amounted to Php41 million compared with Php42 million in 1Q2020. As of March 31, 2021, total deferred exploration costs amounted to Php27.515 billion, comprising 70% of the Company's Total Assets, compared with Php27.365 billion as of December 31, 2020.

Subsidiaries and Related Party Transactions

The Company's significant related party transactions as of March 31, 2021 and December 31, 2020, which are under terms that are no less favorable than those arranged with third parties, and account balances are as follows:

a) Advances from PMC to SMMCI and SMECI

PMC, owning directly and indirectly 100% of SMMCI and SMECI, provides the funds to SMMCI, through SMECI since 2011 and directly thereafter, for the Silangan project's expenditures since the Company's acquisition of Anglo American's interest in the Silangan Project in 2009. These advances, which were intended to be converted into equity, amounting to Php2.332 billion as of March 31, 2021 from Php2.327 billion as of December 31, 2020. In February 2015, the Company infused all outstanding advances amounting to Php7.208 billion as equity.

b) Advances from PMC to PXP Energy

PMC made cash advances to PXP Energy Corporation (PXP Energy) for its additional working capital requirements, and for the acquisition of equity in FEP, PERC and Pitkin. These advances were covered by a pledge agreement between PMC and PXP Energy wherein certain shares of stocks owned by PXP Energy were pledged to secure the advances. On October 26, 2018, PMC and PXP Energy signed a subscription agreement wherein PMC will subscribe to 260 million common shares of PXP Energy for a total consideration of Php3.081 billion. PXP Energy's proceeds from the subscription agreement will be utilized by PXP Energy for the repayment of its advances from PMC. On August 5, 2019, a deed of assignment was entered into by Brixton Energy and Mining Corporation (BEMC, a subsidiary of PXP Energy) transferring Brixton receivables from PMC to PXP Energy amounting to Php738 million. In 2019, PXP Energy paid Php2.897 billion to PMC to settle all PXP Energy advances, including the Brixton receivables which reduced the advances to nil since December 31, 2019 from Php1.387 billion as at end 2018.

As of March 31, 2021, the Company has an outstanding subscription payable to PXP Energy amounting to Php121 million after settling Php2.960 billion of the total subscription of Php3.081 billion that brought PMC's interest in PXP Energy from 19.8% to 30.4%.

c) Issuance of Convertible Bonds to FPC and SSS by SMECI

In December 2014, SMECI and PMC, as the co-issuer, issued 8-year convertible bonds with a face value of Php7.2 billion at 1.5% coupon rate p.a. payable semi-annually. The bonds are convertible into 400,000 common shares of SMECI at Php18,000 per share one year after the issue date. The carrying value of loans payable amounted to Php8.281 billion and Php8.182 billion as of March 31, 2021 and December 31, 2020, respectively.

Known Trends, Events, or Uncertainties

There is no known event that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation that have not been booked,

although the Company could be contingently liable for lawsuits and claims arising from the ordinary course of business, which contingencies are not presently determinable.

Other than as discussed above, there are no known significant trends, demands, commitments, or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in a material way. There are no material commitments for capital expenditures not reflected in the Company's financial statements.

There is likewise no significant seasonality or cyclicity in its business operation that would have material effect on the Company's financial condition or results of operation. There were no other significant elements of income or loss that did not arise from the Company's continuing operations. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons created during the reporting period. There are no line items in the Company's financial statements not already explained for causes either above or in the Notes to the Consolidated Financial Statements other than due to the usual period-to-period fluctuations in amounts natural in every business operations.


PART II - OTHER INFORMATION

There are no other information for this interim period not previously reported in a report on SEC Form 17-C.


SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PHILEX MINING CORPORATION
(Issuer)


EULALIO B. AUSTIN, JR.
President and CEO


ROMEO B. BACHOCO
Chief Finance Officer


PARALUMAN M. NAVARRO
Assistant Vice President
Corporate Finance

Date: May ____, 2021

**PHILEX MINING CORPORATION
AND SUBSIDIARIES**

**UNAUDITED
CONSOLIDATED
FINANCIAL STATEMENTS
March 31, 2021**

Pasig City, Philippines

PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Thousands, except Par Value per Share)

		March 31 2021 (Unaudited)		December 31 2020 (Audited)
Current Assets				
Cash and cash equivalents	P	825,986	P	1,191,479
Accounts receivable - net		398,898		369,898
Inventories - net		2,258,875		1,343,366
Derivative assets		6,827		-
Other current assets - net		542,008		539,950
Total Current Assets		4,032,594		3,444,693
Noncurrent Assets				
Property, plant and equipment - net		2,870,520		3,042,982
Financial assets measured at fair value through other comprehensive income (FVOCI)		113,973		113,972
Investment in associates - net		4,151,228		4,161,328
Deferred exploration costs		27,514,685		27,365,125
Pension asset - net		310,332		310,332
Other non current assets		501,190		500,882
Total Noncurrent Assets		35,461,928		35,494,622
TOTAL ASSETS	P	39,494,522	P	38,939,315
LIABILITIES AND EQUITY				
Current Liabilities				
Loans payable	P	1,598,448	P	1,776,851
Accounts payable and accrued liabilities		1,984,864		1,692,763
Subscription payable		123,345		123,345
Income tax payable		180,208		74,300
Dividends payable		670,152		553,610
Total Current Liabilities		4,557,017		4,220,869
Noncurrent Liabilities				
Loans and bonds payable		8,280,813		8,182,002
Deferred tax liabilities - net		1,844,716		2,293,314
Provision for losses and mine rehabilitation costs		17,495		16,911
Total Noncurrent Liabilities		10,143,024		10,492,227
Total Liabilities		14,700,041		14,713,096
Equity Attributable to Equity Holders of the Parent Company				
Capital Stock - P1 par value		4,940,399		4,940,399
Additional paid-in capital		1,143,981		1,143,981
Retained Earnings				
Unappropriated		5,018,318		4,734,469
Appropriated		10,500,000		10,500,000
Net unrealized gain on financial assets measured at FVOCI		31,859		31,859
Equity conversion option		1,225,518		1,225,518
Cumulative loss on hedging instruments		6,827		-
Net revaluation surplus		1,849,971		1,572,385
Effect of transactions with non-controlling interests		77,892		77,892
		24,794,765		24,226,503
Non-controlling Interests		(284)		(284)
Total Equity		24,794,481		24,226,219
TOTAL LIABILITIES & EQUITY	P	39,494,522	P	38,939,315

PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

(Amounts in Thousands, except Earnings Per Share)

	Three Months ended			
	March 31			
		2021		2020
REVENUES (Note 5)	P	2,370,062	P	1,712,538
COSTS AND EXPENSES				
Production costs		1,090,526		1,064,747
Depletion, depreciation and amortization		338,818		295,231
Excise taxes and royalties		151,965		118,570
General and administrative expenses		65,984		73,276
		1,647,293		1,551,824
INCOME (LOSS) FROM OPERATIONS		722,769		160,714
OTHER INCOME (CHARGES)				
Share in net losses of associates		(10,100)		(13,609)
Foreign exchange (losses) gains - net		(5,041)		(594)
Interest income - net		266		148
Others - net (Note 6)		(194,329)		(27,837)
		(209,204)		(41,892)
INCOME BEFORE INCOME TAX		513,565		118,822
PROVISION FOR (BENEFIT FROM) INCOME TAX				
Current		105,918		(5,929)
Deferred		(151,927)		22,449
		(46,009)		16,520
NET INCOME	P	559,574	P	102,302
Net income attributable to:				
Equity holders of the Parent Company		559,574		102,302
Non-controlling interests		-		(0)
	P	559,574	P	102,302
BASIC/DILUTED EARNINGS PER SHARE	P	0.1133	P	0.0207

PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)
(Amounts in Thousands)

	Three Months ended March 31			
	2021		2020	
NET INCOME	P	559,574	P	102,302
OTHER COMPREHENSIVE INCOME (LOSS)				
<i>Items to be reclassified to profit and loss in subsequent periods:</i>				
Net effect of implementation of CREATE bill on				
2020 provision for income tax		15,758		-
Unrealized gain on fair value of hedging instruments		6,827		1,363
<i>Items not to be reclassified to profit and loss in subsequent periods:</i>				
Net effect of implementation of CREATE bill on				
2020 deferred income tax		277,586		-
		300,171		1,363
TOTAL COMPREHENSIVE INCOME	P	859,745	P	103,665
Total Comprehensive Income Attributable to:				
Equity holders of the Parent Company		859,745		103,665
Non-controlling interests		-		-
	P	859,745	P	103,665

PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

	Three Months ended			
	March 31			
	2021		2020	
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income tax	P	513,565	P	118,822
Adjustments for:				
Depletion and depreciation		345,230		295,231
Unrealized foreign exchange (gain) losses and others		14,937		2,865
Amortization of Asset Retirement Obligation		566		5,087
Equity loss in investment		10,100		13,609
Interest income		(266)		(148)
Operating income before working capital changes		884,131		435,467
Decrease (increase) in:				
Accounts receivable		(28,669)		121,823
Inventories		(915,510)		(374,631)
Other current assets		(9,194)		(83,992)
Other noncurrent assets		-		122,341
Increase (Decrease) in:				
Accounts payable and accrued liabilities		229,953		(229,865)
Non current liabilities		(109,305)		39,558
Net cash from (used in) operating activities		51,407		30,701
CASHFLOWS FROM INVESTING ACTIVITIES				
Increase in deferred exploration costs and other noncurrent assets		(40,762)		(42,212)
Additions to property, plant and equipment		(172,767)		(264,867)
Advances to related parties		(46)		-
Net cash from (used in) investing activities		(213,574)		(307,079)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from:				
Availment of loans		-		206,460
Payments of:				
Capitalized interest expenses		(9,986)		(28,668)
Short-term loans		(193,340)		(152,295)
Net cash used in financing activities		(203,326)		25,497
EFFECT OF EXCHANGE RATE CHANGES				
ON CASH AND CASH EQUIVALENTS		-		15
NET DECREASE IN CASH AND CASH EQUIVALENTS		(365,493)		(250,867)
CASH AND CASH EQUIVALENTS				
AT BEGINNING OF THE PERIOD		1,191,479		795,708
CASH AND CASH EQUIVALENTS AT END THE PERIOD	P	825,986	P	544,842

PHILEX MINING CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)
(Amounts in Thousands)

Attributable to Equity Holders of the Parent Company															
	Capital Stock	Additional Paid-in Capital	Retained Earnings	Appropriated	Other reserves	Net Unrealized Gain (Loss) on AFS Financial Assets	Net Unrealized Gain on financial assets measured at FVOCI	Equity Conversion Option	Cumulative gain on hedging instruments	Cumulative translation adjustments	Net revaluation Surplus	Effect of transaction with Non-controlling Interest	Sub-total	Non-controlling Interest	Total
BALANCES AT DECEMBER 31, 2020	4,940,399	1,143,981	4,734,470	10,500,000		-	31,859	1,225,518	-	-	1,572,385	77,892	24,226,504	(284)	24,226,220
Net income (loss)	-	-	559,574	-		-	-	-	-	-	-	-	559,574	-	559,574
Other comprehensive income (loss): <i>Items to be reclassified to profit and loss in subsequent periods:</i>															
Unrealized gain on fair value of hedging instruments									6,827				6,827		6,827
Adjustment on 2020 tax provision due to implementation of CREATE bill			15,758	-			-	-	-		-		15,758	-	15,758
<i>Items not to be reclassified to profit and loss in subsequent periods:</i>															
2020 net effect of CREATE bill on deferred	-	-	-	-			-	-	-	-	277,586	-	277,586	-	277,586
Total comprehensive income (loss)	-	-	575,332	-			-	-	6,827	-	277,586	-	859,745	-	859,745
Declaration of dividends			(291,484)										(291,484)		(291,484)
BALANCES AT MARCH 31, 2021 (Unaudited)	4,940,399	1,143,981	5,018,318	10,500,000	-	-	31,859	1,225,518	6,827	-	1,849,971	77,892	24,794,765	(284)	24,794,481
BALANCES AT DECEMBER 31, 2019	4,940,399	1,143,981	3,471,281	10,500,000	37,745		-	1,225,518	-	-	1,572,385	77,892	22,969,201	(273)	22,968,928
Net income (loss)			102,302										102,302		102,302
Other comprehensive income (loss): <i>Items to be reclassified to profit and loss in subsequent periods:</i>															
Unrealized gain on fair value of hedging instruments									1,363				1,363		1,363
Total comprehensive income (loss)	-	-	102,302	-			-	-	1,363	-	-	-	103,665	-	103,665
Declaration of dividends			(49,404)										(49,404)		(49,404)
BALANCES AT MARCH 31, 2020 (Unaudited)	4,940,399	1,143,981	3,524,179	10,500,000	37,745	-	-	1,225,518	1,363	-	1,572,385	77,892	23,023,462	(273)	23,023,189

PHILEX MINING CORPORATION AND SUBSIDIARIES
FINANCIAL SOUNDNESS INDICATORS

		Three Months Ended March 31	
		2021	2020
Current Ratio	Current Assets over Current Liabilities	0.88	0.71
Debt-to-equity Ratio	Total Liabilities over Total Equity	0.59	0.66
Asset-to-equity Ratio	Total Assets over Equity	1.59	1.66
Net Income Ratio	Net Income over Net Revenue	0.24	0.14

PHILEX MINING CORPORATION AND SUBSIDIARIES

SCHEDULE OF ACCOUNTS RECEIVABLE

As of March 31, 2021

(In Thousands)

Accounts Receivable- Trade	P 309,402
Others	89,496
	P 398,898

AGING OF ACCOUNTS RECEIVABLE - TRADE

As of March 31, 2021

	0-30 days	31-60 days	Total
IXM S.A.	P -	P 309,402	P 309,402
	P -	P 309,402	P 309,402

PHILEX MINING CORPORATION AND SUBSIDIARIES

SCHEDULE OF LOANS PAYABLE

As of March 31, 2021

(In thousands)

Banco de Oro	P	388,240
Philippine National Bank		919,028
Bank of the Philippine Islands		291,180
Total	P	1,598,448

PHILEX MINING CORPORATION AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 2021
(Amounts in Thousands, Except Amounts Per Unit and Number of Shares)

1. Basis of Preparation, Statement of Compliance, Changes in Accounting Policies and Disclosures and Significant Accounting Policies and Financial Reporting Practices

Basis of Preparation

The consolidated financial statements of the Group have been prepared using the historical cost basis, except for mine products inventories that are measured at net realizable value (NRV), and for financial assets measured at fair value through other comprehensive income (FVOCI) and derivative financial instruments that are measured at fair value through profit or loss (FVTPL). The consolidated financial statements are presented in Philippine Peso, which is the Group's functional and presentation currency, rounded off to the nearest thousands, except when otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with accounting principles generally accepted in the Philippines. The Group prepared its consolidated financial statements in accordance with Philippine Financial Reporting Standards (PFRSs), except for the Parent Company's mine product inventories that are measured at NRV which was permitted by the Philippine SEC. The significant accounting policies followed by the Group are disclosed below.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective as at January 1, 2020. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Effective beginning on or after January 1, 2021

- Amendments to PFRS 9, PFRS 7, PFRS 4 and PFRS 16, *Interest Rate Benchmark Reform – Phase 2*

Future Changes in Accounting Policies

Pronouncements issued but not yet effective are listed below. The Parent Company intends to adopt the following pronouncements when they become effective. The adoption of these pronouncements is not expected to have a significant impact on the Parent Company's financial statements unless otherwise indicated.

Effective beginning on or after January 1, 2022

- Amendments to PFRS 3, *Reference to the Conceptual Framework*

- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*
- Amendments to PAS 37, *Onerous Contracts - Costs of Fulfilling a Contract*
- *Annual Improvements to PFRSs 2018-2020 Cycle*
 - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*
 - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*
 - Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

Effective beginning on or after January 1, 2023

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- PFRS 17, *Insurance Contracts*

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

2. Significant Judgments and Estimates and Assumptions

The preparation of the consolidated financial statements in accordance with accounting principles generally accepted in the Philippines requires the management of the Group to exercise judgment, make accounting estimates and use assumptions that affect the reported amounts of assets, liabilities, income and expenses, and disclosure of any contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the accounting estimates to change. The effects of any change in accounting estimates are reflected in the consolidated financial statements as they become reasonably determinable.

Accounting assumptions, estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

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

Determination of the Functional Currency

The Parent Company and most of its local subsidiaries based on the relevant economic substance of the underlying circumstances, have determined their functional currency to be the Philippine peso. It is the currency of the primary economic environment in which the Parent Company and most of its local subsidiaries primarily operates.

Recognition of Deferred Tax Assets

The Group reviews the carrying amounts at each end of reporting period and adjusts the balance of deferred income tax assets to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred income tax assets to be utilized. The sufficiency of future taxable profits requires the use of assumptions, judgments and estimates, including future prices of metals, volume of

inventories produced and sold, and amount of costs and expenses that are subjectively determined like depreciation.

Accounting Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainties 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 year are as follows:

Measurement of mine products revenue

Mine products revenue is provisionally priced until or unless these are settled at pre-agreed future or past dates referred to as “quotational period,” the prevailing average prices at which time become the basis of the final price. Revenue on mine products is initially recognized based on shipment values calculated using the provisional metals prices, shipment weights and assays for metal content less deduction for insurance and smelting charges as marketing costs. The final shipment values are subsequently determined based on final weights and assays for metal content and prices during the applicable quotational period.

Impairment of Loans and Receivables (prior to adoption of PFRS 9)

The Group maintains an allowance for doubtful accounts at a level that management considers adequate to provide for potential uncollectability of its loans and receivables. The Group evaluates specific balances where management has information that certain amounts may not be collectible. In these cases, the Group uses judgment, based on available facts and circumstances, and based on a review of the factors that affect the collectability of the accounts. The review is made by management on a continuing basis to identify accounts to be provided with allowance.

The Group did not assess its loans and receivables for collective impairment due to few counterparties that can be specifically identified.

Under PFRS 9, trade receivables are classified as FVTPL and are not subject to impairment test.

Valuation of Financial Instruments

The Group carries certain financial assets and financial liabilities (i.e., quoted and unquoted shares) at fair value, which requires the use of accounting estimates and judgment. While significant components of fair value measurement were determined using verifiable objective evidence (e.g., quoted equity prices), the amount of changes in fair value would differ if the Group utilized a different valuation methodology. Any change in fair value of these financial assets and financial liabilities is recognized in the consolidated statements of income and in the consolidated statements of comprehensive income.

Valuation of Financial Assets measured at FVOCI

Fair value measurement requires the use of accounting estimates and judgment. At initial recognition, the fair value of quoted financial assets measured at FVOCI is based on its quoted price in an active market, while the fair value of unquoted financial assets measured at FVOCI is based on the latest available transaction price. The amount of changes in fair value would differ if the Group utilized a different valuation methodology.

Under PFRS 9, any change in fair value of its financial assets measured at FVOCI is recognized in the consolidated statements of comprehensive income.

Impairment of AFS Equity Financial Assets

Under PAS 39, the Group treats AFS equity financial assets as impaired when there has been a significant or prolonged decline in fair value below its cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgment. The Group treats “significant” generally as 20% or more and “prolonged” as greater than twelve (12) months for quoted equity securities. In addition, the Group evaluates other factors including normal volatility in share price for quoted equities, and the future cash flows and the discount factors for unquoted securities.

Measurement of NRV of mine products inventory

The NRV of mine products inventory is the estimated sales value less costs to sell, which can be derived from such inventory based on its weight and assay for metal content, and the LME and London Bullion Metal Association for prices, which also represents an active market for the product. Changes in weight and assay for metal content as well as the applicable prices as the mine products inventory are eventually shipped and sold are accounted for and accordingly adjusted in revenue.

Write-down of carrying values of materials and supplies inventories

The Group carries coal and material and supplies inventories at NRV when such value is lower than cost due to damage, physical deterioration, obsolescence or other causes. When it is evident that the NRV is lower than its cost based on physical appearance and condition of inventories, an allowance for inventory obsolescence is provided.

Impairment of Mine and Mining Properties

The Group assesses, at each reporting date, whether there is an indication that mine and mining properties may be impaired. If any indication exists, or when annual impairment testing for mine and mining properties is required, the Group estimates the mine and mining and properties’ recoverable amount. An asset’s recoverable amount is the higher of asset’s fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Assessments require the use of estimates and assumptions such as future cash flows, discount rates, estimated ore reserves, forecasted metal prices, and production quantities. In assessing value in use, the estimated future cash flows are discounted to their present value using a suitable discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Estimation of useful lives of property, plant and equipment

The Group estimates the useful lives of depreciable property, plant and equipment, except for mine and mining and oil and gas properties, based on internal technical evaluation and experience. These estimated useful lives are reviewed periodically and updated if expectations differ from previous estimates due to physical wear and tear, technical and commercial obsolescence and other limits on the use of the assets. For mine and mining properties which were depreciated based on units-of production, the Group estimates and periodically reviews the remaining recoverable reserves to ensure

that remaining reserves are reflective of the current condition of the mine and mining and oil and gas properties.

Estimation of recoverable reserves

Recoverable reserves were determined using various factors or parameters such as market price of metals and global economy. These are economically mineable reserves based on the current market condition and concentration of mineral resource. The estimated recoverable reserves are used in the calculation of depreciation, amortization and testing for impairment, the assessment of life of the mine, and for forecasting the timing of the payment of mine rehabilitation costs.

Estimation of provision for mine rehabilitation costs

The Group recognized a liability relating to the estimated costs of mine rehabilitation. The Group assesses its mine rehabilitation provision annually. Significant estimates and assumptions are made in determining the provision for mine rehabilitation as there are numerous factors that will affect the ultimate liability. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases and changes in discount rates.

Those uncertainties may result in future actual expenditure differing from the amounts currently provided. The provision at each end of the reporting period represents management's best estimate of the present value of the future rehabilitation costs required. Changes to estimated future costs are recognized in the consolidated statements of financial position by adjusting the rehabilitation asset and liability. If the net rehabilitation provisions of revised mine assets for mature mines exceed the carrying value, that portion of the increase is charged directly to the consolidated statements of income. For closed sites, changes to estimated costs are recognized immediately in the consolidated statements of income.

Impairment of Non-financial Assets

The Group's non-financial assets include input tax recoverable, property, plant and equipment, other noncurrent asset and investment in associates. The Group assesses whether there are indications of impairment on its current and noncurrent non-financial assets, at least on an annual basis. If there is objective evidence, an impairment testing is performed. This requires an estimation of the value in use of the CGUs to which the assets belong. Assessments require the use of estimates and assumptions such as VAT disallowance rate, long-term commodity prices, discount rates, future capital requirements, exploration potential and operating performance. In assessing value in use, the estimated future cash flows are discounted to their present value using a suitable discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Convertible Bonds

The Group's convertible bonds, treated as a compound financial instrument, are separated into liability and equity components based on the terms of the contract. On issuance of the convertible bonds, the fair value of the liability component is determined using a market rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortized cost (net of transaction costs) until it is extinguished on conversion or redemption. The remainder of the proceeds is allocated to the conversion option that is recognized and included in equity. Transaction costs are deducted from equity, net of associated income tax. The carrying amount of

the conversion option is not remeasured in subsequent years. Transaction costs are apportioned between the liability and equity components of the convertible bonds based on the allocation of proceeds to the liability and equity components when the instruments are initially recognized.

Provisions for losses

The Group 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 the said obligations. An estimate of the provision is based on known information at each end of the reporting period, net of any estimated amount that may be reimbursed to the Group. The amount of provision is being re-assessed at least on an annual basis to consider new relevant information.

Estimation of net retirement benefits liability (plan assets) and costs

The Group's net retirement benefits costs are actuarially computed using certain assumptions with respect to future annual salary increases and discount rates per annum, among others.

3. Financial Risk Management Objectives and Policies and Hedging Activities

Financial Risks Management Objectives and Policies

The Group's principal financial instruments, other than derivatives, comprise mainly of cash and cash equivalents, accounts receivable, financial assets measured at FVOCI, short-term bank loan and accounts payable and accrued liabilities. The main purpose of these financial instruments is to provide financing for the Group's operations and capital-intensive projects.

The BOD is mainly responsible for the overall risk management and approval of the risk strategies and principles of the Group. The BOD has approved its formalized hedging policy in relation to entering into commodity derivatives in order to manage its financial performance.

Financial Risks

The main risks arising from the Group's financial instruments are credit and concentration risks, liquidity risk, and market risk. The market risk exposure of the Group can be further classified to foreign currency risk, cash flow interest rate risk, equity price risk, and commodity price risk. The BOD reviews and approves the policies for managing some of these risks and they are summarized as follows:

Credit and concentration risks

Credit risk is the risk where the Group could incur a loss if its counterparties fail to discharge their contractual obligations. To avoid such losses, the Group's primary credit risk management strategy is to trade only with recognized, creditworthy third parties. At present, 72% of the Parent Company's annual production of concentrates is sold to Pan Pacific. The balance of the Parent Company's annual production of concentrates is contracted with IXM up to March 2021.

Credit risk may also arise from the Group's other financial assets, which comprise of cash and cash equivalents. The Group's exposure to credit risk could arise from default

of the counterparty, having a maximum exposure equal to the carrying amount of these instruments.

The table below summarizes the Group's exposure to credit risk for the components of the unaudited consolidated balance sheet as of March 31, 2021:

Cash and cash equivalents:	
Cash with banks	₱ 606,258
Short-term deposits	218,721
Accounts receivable:	
Trade	309,402
Others	85,812
Financial asset measured at FVOCI	
Quoted equity investments	60,938
Unquoted equity investments	53,035
Gross maximum credit risk exposure	₱1,334,166

The table below shows the credit quality of the Group's financial assets by class as of March 31, 2021 based on the Group's credit evaluation process:

	Neither Past Due nor Impaired		Past Due and Individually Impaired	Total
	High-Grade	Standard		
Cash and cash equivalents:				
Cash with banks	₱606,258	₱–	₱–	₱606,258
Short-term deposits	218,721	–	–	218,721
Accounts receivable:				
Trade	309,402	–	–	309,402
Others	84,407	–	1,405	85,812
Financial asset measured at FVOCI				
Quoted equity investments	60,938			60,938
Unquoted equity investments	53,035			53,035
Total	₱1,332,761	₱–	₱1,405	₱1,334,166

Credit quality of cash and cash equivalents and accounts receivable are based on the nature of the counterparty and the Group's evaluation process.

High-grade credit quality financial assets pertain to financial assets with insignificant risk of default based on historical experience.

Liquidity risk

Liquidity risk is the risk where the Group becomes unable to meet its obligations when they fall due under normal and stress circumstances. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank

loans. The Group addresses liquidity concerns primarily through cash flows from operations and short-term borrowings, if necessary.

The table below summarizes the maturity profile of the Group's financial assets that can be used by the Group to manage its liquidity risk and the maturity profile of the Group's financial liabilities, based on contracted undiscounted repayment obligations (including interest) as of March 31, 2021:

	On Demand	Within 1 Year	More than 1 Year	Total
Loans and receivables:				
Cash and cash equivalents	₱824,979	–	₱–	₱824,979
Accounts receivable:				
Trade	–	309,402	–	309,402
Others	–	85,812	–	85,812
Financial assets measured at FVOCI				
Quoted equity investments	60,938	–	–	60,938
Unquoted equity investments	53,035	–	–	53,035
Total undiscounted financial assets	₱938,952	₱395,214	₱–	₱1,334,166

	On Demand	Within 1 Year	More than 1 Year	Total
Other financial liabilities				
Short-term loans				
Principal	₱–	₱1,598,448	₱–	₱1,598,448
Interest	–	2,406	–	2,406
Long-term loans				
Principal	–	–	7,200,000	7,200,000
Interest	–	–	567,000	567,000
Accounts payables and accrued liabilities	–	1,647,629	–	1,647,629
Other payables	670,152	–	–	670,152
Total undiscounted financial liabilities	₱670,152	₱3,248,483	₱7,767,000	₱11,685,635

Market risks

Foreign currency risk

Foreign currency risk is the risk where the value of the Group's financial instruments diminishes due to unfavorable changes in foreign exchange rates. The Parent Company's transactional currency exposures arise from sales in currencies other than its functional currency. All of the Parent Company's sales are denominated in US Dollar. Also, the Parent Company is exposed to foreign exchange risk arising from its US Dollar-denominated cash and cash equivalents and trade receivables and loans payable.

As the need arises, the Group enters into structured currency derivatives to cushion the effect of foreign currency fluctuations.

The following table summarizes the impact on the unaudited consolidated income before income tax of reasonable possible changes in the exchange rates of US Dollar against the Peso:

US\$ Appreciate (Depreciate)	Effect on Consolidated Income before Income Tax
29%	(P277,927)
(29%)	277,927

Equity Price Risk

Equity price risk is the risk where the fair values of investments in quoted equity securities could increase or decrease as a result of changes in the levels of equity indices and in the value of individual stocks. Management monitors the movement of the share prices pertaining to the Group's investments. The Group is exposed to equity securities price risk because of investments held by the Parent Company, which are classified in the consolidated statements of financial position as financial assets measured at FVOCI.

The effect on equity, as a result of a possible change in the fair value of the Group's quoted equity instruments held as financial assets measured at FVOCI as at March 31, 2021 that could be brought by changes in equity indices with all other variables held constant is as follows:

Currency	Change in Quoted Prices of Investments Carried at Fair Value	Effect on Equity
Peso	Increase by 2%	P61.05
	Decrease by 2%	(61.05)

Commodity price risk

The Parent Company's mine products revenues are based on international commodity quotations (i.e., primarily on the LME and London Bullion Market Association quotes) over which the Parent Company has no significant influence or control. This exposes the Group's results of operations to commodity price volatilities that may significantly impact its cash inflows.

The table below shows the effect on income before income tax should the change in the prices of copper and gold occur based on the inventory of the Parent Company as of March 31, 2021:

Change in metal prices (Gold)	Effect on income before income tax
Increase by 19%	P221,415
Decrease by 19%	(221,415)

	Effect on income before income tax
Change in metal prices (Copper)	
Increase by 23%	₱308,168
Decrease by 23%	(308,168)

4. Segment Information

The Group is organized into business units on their products and activities and had two reportable business segments: the mining and metals segment, and the energy and hydrocarbon segment until July 15, 2016, when the deconsolidation of the energy and hydrocarbon took place.

Core net income (loss) is presented because the Group believes it is an important measure of its performance. Core income is the performance of business segments based on a measure of recurring profit. This measurement basis is determined as profit attributable to equity holders of the Parent Company excluding the effects of non-recurring items, net of their tax effects. Non-recurring items represent (losses) gains that, through occurrence or size, are not considered usual operating items, such as foreign exchange (losses) gains, (losses) gains on derivative instruments, (losses) gains on disposal of investments, and other non-recurring (losses) gains.

Core net income (loss) is not a uniform or legally defined financial measure. The Group relies primarily on the results in accordance with PFRSs and uses core net income (loss) only as supplementary information.

The following table shows the Group's reconciliation of core net income to the consolidated net income for the three months ended March 31, 2021 and 2020.

	2021	2020
Core Net Income	P 539,601	P 102,718
Non-Recurring gains (losses)		
Foreign exchange losses	(5,042)	(593)
Provision for losses	(150,000)	-
Retroactive income tax provision adjustment on income attributable to second half of 2020	173,753	-
Net tax effect on foreign exchange losses	1,260	177
Net income attributable to parent company	559,574	102,302
Net income attributable to non-controlling interests	-	-
Net income	P 559,574	P 102,302

Core net income per share is computed as follows:

	2021	2020
Core net income	₱539,601	₱102,718
Divided by weighted average number of common shares outstanding	4,940,399,068	4,940,399,068
Core net income per share	₱0.1092	₱0.0208

5. Revenues

Adoption of PFRS 15 using modified retrospective approach as of March 31, 2021 and March 31, 2020:

	2021		
	Revenue from contracts with customers	Provisional pricing adjustment	Total revenue
Gold	₱1,106,570	₱12,991	₱1,119,561
Copper	1,174,081	54,075	1,228,156
Silver	22,249	96	22,345
	₱2,302,900	₱67,162	₱2,370,062

	2020		
	Revenue from contracts with customers	Provisional pricing adjustment	Total revenue
Gold	₱1,115,956	(₱10,664)	₱1,105,292
Copper	714,079	(119,510)	594,569
Silver	14,426	(1,749)	12,677
	₱1,844,461	(₱131,923)	₱1,712,538

All revenue from sale of gold, copper and silver are recognized at a point in time when control transfers.

The new revenue standard requires an entity to disaggregate revenue from contracts with customers into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

6. Other Income (Charges)

The following table presents the composition of Others-net in the Consolidated Statements of Income as of March 31, 2021 and 2020.

	2021	2020
Provision for losses	(₱150,000)	₱—
Others	(44,039)	(27,837)
	(₱194,039)	(₱27,837)

7. Income Taxes

On March 26, 2021, President Rodrigo Duterte signed into law the CREATE Act to attract more investments and maintain fiscal prudence and stability in the Philippines. Republic Act (RA) 11534 introduces reforms to the corporate income tax and incentive systems. It takes effect 15 days after its complete publication in the Official Gazette or in newspaper of general circulation on April 11, 2021.

Even though some of the provisions have retroactive effect to July 1, 2020, the passage of the CREATE Act into law on March 26, 2021 is considered as a non-adjusting subsequent event. Accordingly, current and deferred taxes as of and for the year ended December 31, 2020 continued to be computed and measured using the applicable income tax rates as of December 31, 2020 for financial reporting purposes.

Applying the provisions of the CREATE Act, the Company recorded the 5% reduction on corporate income tax rate, pertaining to the taxable income apportioned for the second half of 2020, effective July 1, 2020 on its financial report as of March 31, 2021.

8. Basic/Diluted Earnings Per Share

Basic and diluted earnings per share as of March 31, 2021 and 2020 are computed as follows:

	2021	2020
Net income attributable to equity holders of the Parent Company	₱559,574	₱102,303
Divided by weighted average number of common shares outstanding during year	4,940,399,068	4,940,399,068
Basic earnings per share	₱0.1133	₱0.0207

Diluted earnings per share as of March 31, 2021 and 2020 are computed as follows:

	2021	2020
Net income attributable to equity holders of the Parent Company	₱559,574	₱102,303
Divided by weighted average number of common shares adjusted for the effect of exercise of stock options	4,940,399,068	4,940,399,068
Diluted earnings per share	₱0.1133	₱0.0207

Weighted average number of common shares for basic earnings per share	4,940,399,068	4,940,399,068
Dilutive effect of outstanding stock options	—	—
Weighted average number of common shares adjusted for the effect of exercise of stock options	4,940,399,068	4,940,399,068

9. Events After End of Reporting Period

There are no known event that will trigger direct or contingent financial obligation that is material to the Company other than those discussed in Part 1 of this report.

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

SECRETARY'S CERTIFICATE

I, **BARBARA ANNE C. MIGALLOS**, of legal age, Filipino and with office address at 7th Floor, The PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City, Metro Manila, hereby depose and state that under oath that:

1. I am the incumbent Corporate Secretary of **PHILEX MINING CORPORATION** (the "**Corporation**"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, and with principal office address at 2nd Floor LaunchPad, Reliance Street corner Sheridan Street, Mandaluyong City, Metro Manila.

2. The following incumbent Directors of the Company are not connected with any government agency or instrumentality:

- 2.1. Mr. Manuel V. Pangilinan
- 2.2. Engr. Eulalio B. Austin, Jr.
- 2.3. Mr. Joseph H. P. Ng
- 2.4. Atty. Marilyn A. Victorio-Aquino
- 2.5. Mr. Richard P. C. Chan
- 2.6. Mr. Oscar J. Hilado (Independent)
- 2.7. Mr. Wilfredo A. Paras (Independent)
- 2.8. Atty. Barbara Anne C. Migallos

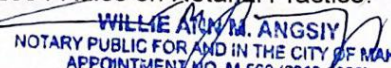
3. Incumbent directors Mr. Michael G. Regino, Ms. Anita Bumpus Quitain, and Ms. Bai Norhata D.M. Alonto are nominees and representatives of the Social Security System (the "**SSS**"). Mr. Regino, Ms. Quitain and Ms. Pardo-Aguilar are Commissioners of the Social Security Commission, the governing board of the SSS. They have the consent of SSS to be elected to the Company's Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand this 19th day of May 2021 at Makati City, Metro Manila, Philippines.


BARBARA ANNE C. MIGALLOS
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 19th day of May 2021, affiant exhibiting to me her Community Tax Certificate No. 26662699 issued on 4 January 2021 at Makati City, and her Passport No. P7148981A issued on 11 May 2018 at DFA NCR South, expiring on 10 May 2028 bearing her photograph and signature, in accordance with Rule II, Section 12 and Rule IV Section 2 (b) of the 2004 Rules-on Notarial Practice.

Doc. No.: 245
Page No.: 50
Book No.: II
Series of 2021.


WILLIE ATAN M. ANGSİY
NOTARY PUBLIC FOR AND IN THE CITY OF MAKATI
APPOINTMENT NO. M-560 (2019-2020)
COMMISSION EXPIRES ON DECEMBER 31, 2020
EXTENDED UNTIL JUNE 30, 2021 PER B.M. No. 3795
7th Floor, The PHINMA Plaza, 39 Plaza Drive
Rockwell Center, Makati City 1210
PTR No. 8530257; Makati City; 1/4/2021
IBP O.R. No. 137578; Makati City; 1/4/2021
TIN #21-885-039
Attorney's Roll No. 78856
Admitted to the Philippine Bar: 20 June 2019



Republic of the Philippines
SOCIAL SECURITY COMMISSION
 12th Floor, SSS Makati Building
 6782 Ayala Avenue Corner V.A. Rufino St., Makati City
 Tel. Nos. 813-4297; 813-4898; 813-4294 / Fax No. 813-4316

Regular Meeting No. 2
 27 January 2021

RESOLUTION NO. 54-s.2021

RESOLVED, That the Commission approve, as it hereby approves, the nomination and designation of the following officials to SSS Investee Corporations for 2021 as approved by DOF Secretary and SSC Chairperson Carlos G. Dominguez III, viz:

▪ *Union Bank of the Philippines*

PCEO Aurora Cruz Ignacio
 Commissioner Michael G. Regino

▪ *Philex Mining Corporation*

Commissioner Michael G. Regino
 Commissioner Anita Bumpus Quitain
 Commissioner Bai Norhata Macatbar Alonto

▪ *First Philippine Holdings Corporation*

Commissioner Anita Bumpus Quitain

▪ *Ionics Corporation*

Commissioner Ricardo L. Moldez

▪ *City Savings Bank*

Commissioner Ricardo L. Moldez

▪ *PLDT Corporation*

Commissioner Manuel L. Argel, Jr.

▪ *Philamlife Tower Management Corporation*

Commissioner Manuel L. Argel, Jr.
 Commissioner Bai Norhata Macatbar Alonto
 EVP Rizaldy T. Capulong
 SVP Santiago D.R. Agdeppa

- *Belle Corporation*

Commissioner Diana Pardo Aguilar

- *PXP Energy Corporation (Philex Petroleum)*

Commissioner Diana Pardo Aguilar

- *Philamlife Tower Condominium Corporation*

SVP Santiago D.R. Agdeppa

- *Capital Consortium Corporation*

SVP Pedro T. Baoy

The above-enumerated officials are hereby authorized to assume board responsibilities in their designated Investee Corporation with full power to deliberate and vote in the Board, Committee and Stockholders' meetings on behalf of the Social Security System.

In addition, the Commission Secretary/Executive Clerk of Commission is hereby authorized to sign and submit the required papers/ documentations to the Investee Corporations and government regulatory bodies pertaining the designations of the above officials as SSS Nominee-Directors.

CERTIFIED BY:


SANTIAGO D.R. AGDEPPA
Commission Secretary/
Executive Commission Clerk

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

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **OSCAR J. HILADO**, Filipino, of legal age, with address at The Penthouse, PHINMA Plaza, 39 Plaza Dr., Rockwell Center, Makati City, Metro Manila, hereby declare under oath that:

1. I am nominated for re-election as Independent Director of **PHILEX MINING CORPORATION** (the "**Company**"), a corporation duly organized and existing under Philippine law, with principal office at 2nd Floor LaunchPad, Reliance St. cor. Sheridan St. Mandaluyong City, at the Company's 2021 Annual General Meeting of Stockholders to be held on 25 June 2021. I have been Independent Director of the Company since 7 December 2009.

2. I am also currently affiliated with the following companies or organizations:

Company	Position	Period of Service
Philippine Investment Management (PHINMA), Inc.	Chairman	August 2005 – Present
PHINMA Corporation	Chairman	December 2003 – Present
PHINMA Property Holdings Corporation	Vice-Chairman	April 2021 – Present
Union Galvasteel Corporation	Vice-Chairman	March 2017 – Present
Rockwell Land Corporation	Director	May 27, 2015 – Present
A. Soriano Corporation	Director	April 13, 1998 – Present
Roxas Holdings, Inc.	Director	March 2016 – Present
Smart Communications, Inc.	Director	May 6, 2013 – Present
PHINMA Solar Energy Corporation	Director	July 3, 2017 – Present
Philcement Corporation	Director	July 10, 2018 – Present
PHINMA Education Holdings, Inc.	Director	March 2016 – Present
Araullo University	Director	April 2004 – Present
Cagayan de Ordo College	Director	June 2005 – Present
University of Iloilo, Inc.	Director	August 17, 2009 – Present
University of Pangasinan, Inc.	Director	August 17, 2009 – Present
Southwestern University	Director	June 20, 2016 - Present
St. Jude College, Manila	Director	January 20, 2018 – Present
Republican College	Director	March 16, 2020 – Present
Rizal College of Laguna	Director	October 6, 2020 – Present
PHINMA Hospitality, Inc.	Director	July 15, 2011 – Present
PHINMA Microtel Hotels, Inc.	Director	July 2011 – Present
United Pulp and Paper Company, Inc.	Director	December 2, 1969 – Present
Digital Telecommunications Phils., Inc. (Digitel)	Director	May 6, 2013 – Present

Seven Seas Resorts & Leisure, Inc.	Director	1996 – Present
Beacon Property Ventures, Inc.	Director	December 1994 – Present
Cebu Light Industries Phils., Inc.	Director	February 1996 – Present
Pueblo de Oro Development Corporation	Director	February 1996 – Present
Manila Cordage Company	Director	1986 – Present

3. I possess all the qualifications and none of the disqualifications to serve as Independent Director of the Company, as provided for in Section 38 of the Securities Regulation Code ("**SRC**"), the 2015 Implementing Rules and Regulations of the SRC (the "**SRC Rules**"), and other issuances of the Securities and Exchange Commission ("**SEC**").

4. I am not related to any director, officer, or substantial shareholder of the Company, any of its related companies, or any of its substantial shareholders under Rule 38.2.3 of the SRC Rules, or otherwise.

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.

6. I am not connected with any government agency or instrumentality.

7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the SRC, SRC Rules, the Code of Corporate Governance for Publicly Listed Companies, and other SEC issuances.

8. I shall inform the Corporate Secretary of any changes in the abovementioned information within five (5) days from its occurrence.


Done this 31st day of May 2021 at Makati City, Metro Manila.



OSCAR J. HILADO
Affiant

SUBSCRIBED AND SWORN to before me this 31st day of May 2021, affiant exhibiting to me his Competent Evidence of Identity consisting of his Philippine Passport No. **P7959521A** issued on **16 July 2018** at **DFA NCR EAST**, expiring on **15 July 2028** bearing his photograph and signature, in accordance with Rule II, Section 12 and Rule IV Section 2 (b) of the 2004 Rules on Notarial Practice.

Doc No. 20;
Page No. 05;
Book No. I;
Series of 2021.



RALYANA ENUSHARA M. GADDI
NOTARY PUBLIC FOR AND IN THE CITY OF MAKATI
APPOINTMENT NO. M-219 (2021-2022)
COMMISSION EXPIRES ON DECEMBER 31, 2022
7th Floor, The PHINMA Plaza, 39 Plaza Drive
Rockwell Center, Makati City 1210
PTR No. 8530259; Makati City; 1/4/2021
IBP O.R. No. 137579; Makati City; 1/4/2021
Attorney's Roll No. 75398
Admitted to the Philippine Bar; 24 July 2020

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

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **WILFREDO A. PARAS**, Filipino, of legal age, with address at 600 Palico St. Ayala Alabang, Muntinlupa City, Metro Manila, hereby declare under oath that:

1. I am nominated for re-election as Independent Director of **PHILEX MINING CORPORATION** (the "**Company**"), a corporation duly organized and existing under Philippine law, with principal office at 2nd Floor LaunchPad, Reliance St. cor. Sheridan St. Mandaluyong City, at the Company's 2021 Annual General Meeting of Stockholders to be held on 25 June 2021. I have been Independent Director of the Company since 29 June 2011.

2. I am also currently affiliated with the following companies or organizations:

Company	Position	Period of Service
WAP Holdings, Inc.	President	2007 – Present
Dualtech Training Center Foundation, Inc.	Trustee	July 2012 – Present
GT Capital Holdings, Inc.	Independent Director	May 2013 – Present

3. I possess all the qualifications and none of the disqualifications to serve as Independent Director of the Company, as provided for in Section 38 of the Securities Regulation Code ("**SRC**"), the 2015 Implementing Rules and Regulations of the SRC (the "**SRC Rules**"), and other issuances of the Securities and Exchange Commission ("**SEC**").

4. I am not related to any director, officer, or substantial shareholder of the Company, any of its related companies, or any of its substantial shareholders under Rule 38.2.3 of the SRC Rules, or otherwise.


5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.

6. I am not connected with any government agency or instrumentality.

7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the SRC, SRC Rules, the Code of Corporate Governance for Publicly Listed Companies, and other SEC issuances.

8. I shall inform the Corporate Secretary of any changes in the abovementioned information within five (5) days from its occurrence.

Done this ___ day of May 2021 at Makati City, Metro Manila.


WILFREDO A. PARAS
Affiant

SUBSCRIBED AND SWORN to before me this ____ day of May 2021, affiant exhibiting to me his Competent Evidence of Identity consisting of his Philippine Passport No. **P096602A** issued on **19 November 2016** at **DFA NCR SOUTH**, expiring on **18 November 2021** bearing his photograph and signature, in accordance with Rule II, Section 12 and Rule IV Section 2 (b) of the 2004 Rules on Notarial Practice.

Doc No. ____;
Page No. ____;
Book No. ____;
Series of 2021.