

# COVER SHEET

SEC Registration Number

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Company Name

C	O	L	F	I	N	A	N	C	I	A	L	G	R	O	U	P	,	I	N	C	.				

Principal Office (No./Street/Barangay/City/Town/Province)

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Form Type

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Department requiring the report

C	F	D
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Secondary License Type, If Applicable

B	r	o	k	e	r
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### COMPANY INFORMATION

Company's Email Address

<b>helpdesk@colfinancial.com</b>
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Company's Telephone Number/s

<b>(02) 8636-5411</b>
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Mobile Number

<b>NA</b>
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No. of Stockholders

<b>32</b>
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Annual Meeting Month/Day

<b>Any date in March</b>
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Fiscal Year Month/Day

<b>12/31</b>
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### CONTACT PERSON INFORMATION

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

Name of Contact Person

<b>Mr. Conrado F. Bate</b>
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Email Address

<b>dino.bate@colfinancial.com</b>
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Telephone Number/s

<b>(02) 8636-5411</b>
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Mobile Number

<b>NA</b>
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Contact Person's Address

<b>Unit 2401-B East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City</b>
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**Note:** 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.

**SECURITIES AND EXCHANGE COMMISSION**

**SEC FORM 17-A**

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

1. For the fiscal year ended: **DECEMBER 31, 2023**
2. SEC Identification Number: **A199910065**
3. BIR Tax Identification No.: **203-523-208-000**
4. Exact name of issuer as specified in its charter: **COL FINANCIAL GROUP, INC.**
5. Province, Country or other jurisdiction of incorporation or organization:  
**PASIG CITY, PHILIPPINES**
6. Industry Classification Code:  (SEC Use Only)
7. Address of principal office Postal Code: **1605**  
**2401-B East Tower, Tektite Towers, Exchange Road,  
Ortigas Center, Pasig City**
8. Issuer's telephone number, including area code: (632) **8636-5411**
9. Former name, former address, and former fiscal year, if changed since last report: **Not Applicable**
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding</u>
<b>Common</b>	<b>4,760,000,000 shares</b>

11. Are any or all of these securities listed on the Philippine Stock Exchange?

Yes [  ]      No [  ]

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and [SRC Rule 17.1](#) thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [  ]      No [  ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [  ]      No [  ]

13. Aggregate market value of the voting stock held by non-affiliates.  
**₱2,686,173,779 (1,173,001,650 @ ₱2.29 per share as of March 27, 2024)**

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## **PART I - BUSINESS AND GENERAL INFORMATION**

### **Item 1. Business**

#### **Company Overview**

COL Financial Group, Inc. (“COL”, “COL Financial” or the “Parent Company”), is a publicly listed company in the Philippine Stock Exchange (PSE), incorporated on August 16, 1999 for a singular purpose: to help every Filipino achieve a richer life.

In its pursuit of making investing easy and convenient for everyone, COL launched its proprietary online trading platform in 2001, offering real-time market information and direct market access, while providing the comprehensive stock market research and analysis necessary for its clients to make well-informed investment decisions.

COL established its wholly-owned foreign subsidiary COL Securities (HK) Limited (COLHK) on June 20, 2001 to provide investors with online access to the Hong Kong stock market. This reach was further expanded in August 2014 when COLHK entered into a non-disclosed broker account with Interactive Brokers (IB) which allowed its clients to electronically trade in global equity markets that included Japan, USA, Singapore, Germany, and China.

In July 2015, continuing its drive to enable Filipinos to achieve their financial goals, COL launched the Philippines’ first online mutual fund supermarket, COL Fund Source, giving investors access to a wide selection of the country’s top mutual funds, with no sales-load or transaction fees.

In 2019, COL set up its own asset management firm, COL Investment Management, Inc. (CIMI), to create mutual funds that would address the different investment needs of COL’s customer base. CIMI serves as the fund manager of two mutual funds, namely, COL Equity Index Unitized Mutual Fund, Inc. (CEIUMF) and COL Strategic Growth Equity Unitized Mutual Fund, Inc. (CSGEUMF) (formerly: COL Cash Management Unitized Mutual Fund, Inc. (CCMUMF)).

Today, COL is the leading online stockbroker in the Philippines, remaining committed to its objective of prosperity for the Filipino people, by providing easy access to the market and the knowledge they need to invest wisely.

#### **Business Model**

COL Financial is a full-service online broker. Whether the clients are individual investors or institutional, wherever they may fall on the spectrum of net worth, investing experience, or stages of life, COL provides them with the tools and guidance necessary to make informed investment decisions. COL’s tools, such as its online platform and other online services, have greatly facilitated access to the market for many Filipinos.

COL also brings within easy reach the expertise of its professionals through regular research reports, technical guides, in addition to the educational support that it provides through its webinars, online market briefings, and social media outreach. One of the side effects of the pandemic has been to encourage the development of remote and scalable systems that allow the Parent Company to reach and assist more Filipinos, in line with its advocacy.

COL Financial derives a significant proportion of its revenues from its stock brokerage business in the Philippines. Most of the revenues generated from its Philippine operations include:

- (1) commission generated from stock trades,
- (2) interest income from margin financing,
- (3) trail fees arising from its fund distribution business, and
- (4) interest income made from short-term placements.

COL also derives revenues from commissions earned by its stock brokerage business in HK through its wholly-owned subsidiary COLHK.

## **Products and Services**

COL Financial takes pride in its array of value-driven products and services that are designed to provide its customers with an optimal investing experience:

### **A. Investment Products**

#### **1. Securities**

Through its online platform, COL's customers have access to trade a wide variety of securities in the PSE. These include common shares, preferred shares, warrants, exchange traded funds (ETFs), and real estate investment trusts (REITs).

#### **2. Initial Public Offerings & Stock Offerings**

COL customers have the opportunity to engage in Initial Public Offerings (IPOs) via the broker's allocation, as well as to participate in tender offers and subscribe to stock rights through its online platform.

Moreover, in 2020, COL implemented an initiative aimed at simplifying the funding process for clients' IPO subscriptions to the Local Small Investors (LSI) program of the PSE through the PSE Electronic Allocation System (PSE EASy) portal. Upon mutual agreement with the underwriter, COL customers are given the option to have COL take care of remitting their payments to the collecting agents designated by the issuer. This eliminates the necessity for COL customers to personally queue and make payments, thereby saving them time and effort during the IPO subscription process.

#### **3. Fund Offerings**

Aside from investing directly in stocks, COL customers can now invest in various local and global funds through COL Fund Source. Through a partnership made with seven (7) of the country's largest asset management companies, COL offers 58 funds of various types as of end 2023.

COL Fund Source caters to Filipino investors who may not have the time to actively manage their investments, as well as those who are looking to diversify their portfolios. By putting money in mutual funds and/or unit investment trust funds (UITFs), investors can conveniently acquire various types of asset classes found locally and globally (i.e. equities, bonds and money market placements) to match their financial goals. These funds also offer instant diversification for fund owners, and are very affordable given the very small minimum investment requirement of ₱500. Fund investors also gain the benefit of having a professional fund manager who makes investment decisions on their behalf.

In 2023, the total assets under administration of COL Fund Source stood at ₱4.49 billion, up by 7.1% year-on-year, representing about 4.2% of the total assets of COL clients. Despite the growth in assets, the number of unique fund investors declined by 0.7% for the year to 64,266.

Moving forward, COL's fund distribution business will be focused on new client acquisition and encouraging existing clients to purchase funds through various campaigns. COL will also continue to expand the product offering of its fund distribution platform by adding more funds and building new partnerships.

#### **4. Margin Lending**

COL's margin facility allows eligible customers to conveniently borrow funds from COL to purchase additional securities, using marginable stocks that they own as collateral. This credit facility provides for the purchase of stocks up to double the value of their cash or/and up to 100% more of the value of the marginable securities. As such, customers are allowed to take advantage of short-term opportunities in the local stock market even if they only have limited cash. COL customers with a total account equity (composed of stocks and cash) of at least ₱200,000 are eligible to apply for a margin facility.

#### **5. Investment Services**

COL offers comprehensive and professional equity advisory services through multiple channels. Clients can benefit from the tailored approach and extensive expertise of stock market professionals, ensuring that their equity investments are managed in a strategic manner to achieve their financial objectives.

##### **a. Institutional Business Group (IBG)**

IBG provides high level of advisory service catering to the needs of different financial institutions.

IBG develops relationships with financial institutions by providing high level advisory services. The group continuously monitors market opportunities and analyzes clients' demands and investment objectives. They also liaise with the Research team to generate ideas and present trading strategies and ideas to help their clients generate above average returns. Additionally, IBG also closely follows up on progress and holdings, handles trading execution and provides appropriate after-trade services.

##### **b. Agency and Advisory Accounts**

This group is composed of licensed professionals who oversee clients' investment portfolios and administer financial advice to high net-worth clients. This group provides clients with either: (1) managed accounts, where COL advisers are granted discretion to oversee the investment portfolio of the client; or (2) advisory services, where COL advisers provide timely and relevant updates, as needed, to help the client make well-informed investment decisions in their portfolio.

There are two groups providing these services:

###### *(1) Private Clients Group (PCG)*

PCG comprises dedicated wealth advisors collaborating with a seasoned team of professionals, offering diverse expertise to assist clients in managing their investment portfolio and making well-informed decisions.

###### *(2) Independent Financial Advisors (IFA)*

The IFA group consists of carefully selected investment professionals who operate independently and possess extensive experience in investment management and in overseeing a significant amount of assets.

In their capacity as IFAs, they craft, execute, and oversee tailored portfolios designed to align with the diverse financial objectives and risk preferences of their high net-worth clientele.

## **6. Tools and Platform**

COL leverages the latest technology in its efforts to make it easier for the Filipino people to make informed investments in the stock market.

### **a. Online Platform**

As a full-service online broker, COL's online platform allows clients to remotely trade in securities duly listed in the Exchange, as well as facilitates online access to a variety of useful tools to help them invest. These include a stock charting platform, which provides clients with an interface to view, compare, and compose charts and lists that make it easy to organize investment information. COL also provides an online withdrawal facility, which streamlines the process for clients to request withdrawals through its website, ensuring convenience and efficiency in monitoring the status of their requests.

### **b. Mobile App**

The development of the initial Android and iOS versions of COL's new mobile application has been successfully completed, and both applications have received their respective certifications from the PSE. Actual production implementation has started during third quarter of 2023. The mobile application has complete order and market data functionalities, as well as access to COL's charting facility, to enable users to easily trade on the go, as well as monitor the market and their portfolio.

### **c. COL Advantage**

COL Advantage serves as the primary research hub of COL, offering an online platform that consolidates the wealth of knowledge and insights from COL's team of market experts in an organized and easily accessible format. Moreover, COL Advantage provides the convenience of subscription options, allowing customers to receive COL research publications via email as soon as they are published. This ensures that the customers stay up-to-date with the latest information, enhancing their investment decision-making process.

### **d. Automatic Investing Facility**

COL's trading platform features the Easy Investment Program (EIP), an automated investment facility that empowers customers to schedule regular stock and fund investments for a flexible duration of six (6) months to three (3) years. With EIP, customers can effortlessly and efficiently invest without constant monitoring, accelerating the growth of their investments with ease and speed.

## **7. Research**

Empowering clients to make well-informed investment decisions stands as a cornerstone of COL's mission. As part of its commitment, COL provides access to its comprehensive research data, which offers timely and relevant analysis for stocks and funds. This empowers its customers with valuable insights to make informed investment choices and stay ahead in the ever-changing market landscape.

For stocks, this research includes analysis of companies, investment highlights and recommendations, technical analysis, and market/company briefings. COL's research team covers 93.3% of the companies in the PSEi, and 63.4% of the Philippine stock market based on total market capitalization of listed stocks. It also has a wide range of coverage for technical analysis, covering the PSE as well as key global markets and commodities.

For funds, this includes: (a) a weekly email recap of the performance of both funds and the market, including an insightful outlook for the upcoming week; (b) a quarterly performance report for all the funds, highlighting the best performing funds per fund type, with an accompanying strategy and outlook for each; and (c) an asset allocation guide helping clients rebalance their fund investments.

## **8. Educational Support**

COL remains steadfast in its commitment to investor education. COL offers free online and face-to-face seminars and briefings that are thoughtfully designed to provide engaging learning opportunities for attendees, empowering them to make sound investment decisions. Furthermore, COL actively pursues partnerships with corporations, schools, and other organizations to extend its advocacy to a wider audience. Through these partnerships, COL is able to amplify the impact of its efforts to promote financial literacy and empower investors with knowledge.

### **a. Market updates and information-driven briefings**

COL began its digitalization of providing market updates and guidance to clients in 2019. This shift to digital was accelerated in 2020 because of the COVID-19 pandemic, with many of those initiatives still continuing today.

COL's anchor guidance events are primarily in a digital format for better reach and easier access, including its bi-annual Market Outlook for active investors and traders, its mid-year outlook briefing for its PCG clients, and its bi-annual Multi-Asset Investing Summit for its fundholder community.

Aside from its key guidance events, COL continues to create other educational and guidance-related webinars or videos to help its customers in wisely investing through changing market conditions. These webinars include: COL Conversations, a publicly available online series where COL interviews senior management officials of the Philippines' largest companies, provides briefings on companies behind IPOs and other offerings, and interviews with top professional fund managers about their investing strategies and outlook; and COL Expert Huddle, a webinar series made exclusively for COL's active investors and traders, where COL's in-house experts share their knowledge and advice to help clients create smarter investing and trading strategies.

### **b. Investing webinars**

COL continues to hold most of its investing webinars online in 2023, due to webinars' higher reach compared to face-to-face seminars, and given the ease of access it provides to people who want to have knowledge in investing. These webinars are primarily focused on neophyte investors who are just getting started in investing in stocks, mutual funds, and UITFs. COL also conducts webinars for existing investors who are looking to engage in more advanced topics such as dividend investing, and investing in REITs.

In addition to holding these live webinars for clients and the public, COL continues to publish these webinars on its YouTube page for easy access and as part of its financial literacy advocacy.

### **c. Financial literacy advocacy among young individuals**

COL's advocacy on market education extends to the segment of the youth and young individuals. Creating meaningful engagement among the youth begins with educating them on the reason why they should invest and how to do so wisely in the stock market and/or through



mutual and universal investment trust funds. Through partnerships with leading school organizations, COL aims to help students understand and apply the power of investing, especially if they can start good investing habits early. COL remains dedicated to expanding its reach by forging more financial literacy partnerships and strategic alliances with organizations and learning institutions, to empower the youth across diverse communities.

#### **d. Social Media and Digital Channels**

COL makes use of diverse online platforms to share educational videos, articles, and announcements, ensuring effective communication and information dissemination to both its clients and the general public.

These channels are being maintained to meet following the primary objectives:

- (1) To serve as an online channel for advisories, announcements, and customer support;
- (2) To educate the Filipino investing public by providing easily understandable content about investing and personal finance;
- (3) To engage with both clients and the general public, and to receive feedback from them; and
- (4) To increase awareness about COL and its brand, products, and services.

COL's Facebook channel remains the most active online platform of communicating its investment guidance and activities. It also serves as part of the Parent Company's customer support system, accommodating inquiries from both clients and non-clients via private messages. COL's Facebook page continues to grow, ending the year with over 441,000 followers.

COL's X (formerly Twitter) channel is primarily used to share COL's research, guidance, and company updates, in addition to containing customer advisories. It has also become another platform for interaction between COL and the public.

COL's YouTube channel is regularly updated with content from COL's market briefings, various webinars, company updates, interviews, and other kinds of investing guidance materials. With COL publishing its webinar recordings and other guidance videos primarily on YouTube, COL's number of subscribers has reached over 125,000 at the end of 2023.

As a result of COL's concerted efforts to continuously widen its reach and build communities online, the combined number of followers on its digital channels—namely Facebook, X, Instagram, and YouTube—grew to over 666,500 by the end of 2023. COL believes that this strong growth of online engagement and participation from the investing public reflects the continued rising demand for financial literacy and investing guidance among Filipino investors.

### **9. Other Services**

#### **a. Investor Center**

While COL is an online broker, it recognizes the need for a physical presence that can serve as points of contact for clients, and to provide better localized support. COL has a Business Center at its head office in Pasig, and two Investor Centers in the key cities of Cebu and Davao. These physical facilities provide a strategic space for more personal and face-to-face interaction with customers and those interested in becoming customers. These sites can better help those who require hands-on servicing and those who still feel more secure about visiting COL physically rather than purely online. These better projects or conveys COL's drive for service, availability, and reassurance to our diverse customer base.

COL’s Business Center and Investor Centers have fully opened since temporarily closing during the time of the COVID-19 pandemic. Our Cebu Investor Center has relocated to a more premium site which COL feels has better access to population density and instills better accessibility. COL also continues to provide similar support services through online channels.

**b. Customer Support**

COL ensures that all its customers have access to Customer Support teams through email and live chat for all their concerns, whether these be inquiries about the stock market or about technical and account concerns.

COL continues to offer customer support through its main website and social media pages. Customers requiring assistance will be addressed by dedicated Customer Support teams committed to providing a timely response to inquiries and concerns coming from both customers and non-customers.

The launch of live chat in multiple sites enabled servicing to all who reached out to COL regardless of their geographical location. With live chat, COL was also able to develop a customer verification team to enhance customer security and accurately process customer requests.

COL continues to find and implement initiatives to further strengthen and improve online support channels to achieve a secure, fast and reliable customer support service. Support channels are also utilized to deliver important and timely announcements for COL customers.

**Competitor Analysis**

There are over thirty (30) online stockbrokers in the Philippines, offering varying levels of services. Here is a comparison of some of the features of COL against its three (3) nearest competitors:

<b>Features</b>	<b>COL</b>	<b>Competitor 1</b>	<b>Competitor 2</b>	<b>Competitor 3</b>
Online Trading Platform for Stocks and Mutual Funds	Stocks, Mutual Funds & UITF	Stocks, Mutual Funds & UITF	Stocks, UITF	Stocks only
Real-Time / Streaming Data	Yes	Yes	Yes	Yes
Charting Functions	Yes	Yes	Yes	Yes
Research Reports	Yes	Yes	Yes	Yes
0.25% Commission	Yes	Yes	Yes	Yes
Mobile App	Yes	Yes	Yes	Yes
Margin Facility	Yes	Yes	No	No
Broker-Assisted Service	Yes	Yes	Yes	Yes
Demo Accounts	Yes	Yes	Yes	No
Free Seminars	Yes	Yes	Yes	Yes

COL Financial is well-positioned to effectively compete with its peers for the following reasons:

1. Experienced Management: COL is managed by stock market veterans with extensive experience and expertise in the industry, providing strong leadership and strategic direction.
2. Customer-Centric: COL is committed to continually improving the customer experience and constantly innovating to better serve the clients’ evolving needs. This focus on serving our clients first enables COL to stay ahead of its peers and deliver enhanced value to its clients.
3. Trust of Clients: With over 534,000 clients as of end 2023, COL has earned the trust of a significant number of investors using its products and services. This reflects COL's credibility and reputation in the market.

4. **Client Education:** COL invests in educating its clients, providing research, guidance, and expert advice through its face-to-face events, website, and other online channels. This commitment to client education ensures that clients and the general public are well-informed and guided in their investment journey.
5. **Wide Reach:** COL has a strong online presence and investor centers in key cities, allowing it to have extensive touchpoints with its clients for excellent service. Moreover, through its financial literacy advocacy programs, COL effectively reaches a broad audience, promoting investment awareness among Filipinos on a larger scale.
6. **Fund Distribution Platform:** COL's fund platform offers a wide variety of pre-selected global and local mutual funds and UITFs from the top fund providers in the country. This gives COL's customers a wider range of investment products for their different investing needs and preferences, in addition to making it easier for clients to invest in both stocks and funds using only one platform.

With its experienced management, customer-centric approach, trusted client relationships, commitment to client education, wide reach, and fund distribution platform, COL is well-equipped to compete effectively and maintain its leadership position in the market.

### **Business Strategy**

COL's business strategy is centered around putting customers first and becoming their trusted financial services partner in building genuine wealth. COL Financial is committed to delivering exceptional value to its customers by focusing on the following key areas:

1. **Accessibility:** COL aims to make investing more accessible by providing a safe and reliable online platform for its customers. This includes ensuring that the online platform is user-friendly, secure, and reliable, making it easy for customers to invest and manage their portfolios.
2. **Investor Education:** COL conducts financial literacy campaigns to empower its customers with the knowledge and skills necessary to make informed investment decisions. It provides educational resources, such as videos, articles, and seminars, to help customers better understand investing concepts and strategies.
3. **Market Research Reports and Analysis:** COL provides timely and relevant market research reports and analysis to its customers. These reports offer insights, trends, and analysis of the financial markets, helping customers make informed investment decisions based on reliable information.
4. **Customer Value:** COL is dedicated to creating value for its customers by developing new products and services that cater to their individual needs, regardless of where they are in their wealth-building journey. This includes continuously innovating and improving its offerings to meet customer demands and expectations.
5. **Convenience:** COL is committed to making investing easy, affordable, and convenient for its customers. This includes streamlining processes, enhancing back-end support, and improving infrastructure to ensure the best possible investing experience for every customer.

In addition to customer-centric initiatives, COL maintains strict operating discipline in effectively managing its resources. This includes continuously finding ways to enhance processes, back-end support, and infrastructure to drive operational efficiency and optimize shareholder value over the long-term.

With a customer-focused approach, commitment to education and research, emphasis on customer value, dedication to convenience, and strong operating discipline, COL is well-positioned to achieve its long-term growth strategy while prioritizing customer satisfaction and driving shareholder value.

### **Customers**

The business of COL is not dependent upon a single customer or a few customers that a loss of any one of them would have a material adverse effect on COL and its subsidiaries taken as a whole. Further, there is no customer that accounts for, or based upon existing transactions, will account for twenty percent (20.0%) or more of COL’s total sales.

### **Patents, Trademarks, Licenses, Franchises, Concessions or Royalty Agreements**

The Parent Company filed the following applications for registration of trademark with the Intellectual Property Office (IPO):

	<b>Mark</b>	<b>Date of Application</b>	<b>Status and Validity</b>
1.	“Citiseconline”	April 13, 2012	Approved; Registration up to February 8, 2033
2.	“EIP”	September 22, 2014	Approved; Registration up to January 15, 2025
3.	“Richer Life”	September 24, 2014	Approved; Registration up to January 15, 2025
4.	“Fund Source”	March 19, 2015	Approved; Registration up to September 24, 2025
5.	“C” (COL Logo)	March 19, 2015	Approved; Registration up to July 2, 2025
6.	“Investing Together”	January 11, 2019	Approved; Registration up to November 14, 2029
7.	“COL”	May 24, 2019	Approved; Registration up to September 13, 2029

COL believes, however, that its operation is not contingent on the effectivity of its trademark registered with the IPO. The Parent Company further believes it can continue with its operations under any other trademark.

### **Transactions with and/or Dependence on Related Parties**

COL, in the ordinary course of business, executes some of the done-through trading transactions of its customers through CTS Global Equity Group, Inc. (CTS), a related party through common stockholders.

The Parent Company extends administration support to CIMI, CEIUMF, and CSGEUMF (formerly: CCMUMF), its local subsidiaries. COL also receives trail fees from CIMI for the distribution of the mutual fund/s it manages.

All other transactions entered into by COL Financial and its subsidiaries directly with its directors and with companies associated with its major stockholders and officers are all related to its brokerage business. Trading transactions are executed and priced and settled on arm’s length terms as it would deal with other unrelated parties. This policy is to prevent conflicts of interest between COL and its major stockholders, which may result in action taken by COL that does not fully reflect the interests of all its stockholders.

In order to minimize any conflict of interest and to ensure fairness and reasonableness, any future material transaction involving COL and its subsidiaries and the companies of the major stockholders or its affiliates shall be subjected to the approval of a majority of the Board of Directors in accordance with the Parent Company’s Related Party Transactions policy.

### **Government Regulation**

The securities industry in the Philippines is highly regulated. Broker/dealers are subject to regulations covering all aspects of the securities business. Additional regulations, changes in rules as promulgated by the SEC, the Department of Finance, the Bureau of Internal Revenue (BIR), the PSE, the Capital Markets

Integrity Corporation (CMIC) or changes in the interpretation or enforcement of existing laws and rules, may directly affect the operation and profitability of broker/dealers.

COL does not currently solicit orders from its customers. If COL were to engage in this activity, it would become subject to certain rules and regulations governing such sales practice.

The SEC and other regulatory agencies have stringent rules with respect to the maintenance of specific levels of Risk-Based Capital Adequacy Ratios (RBCA) by broker/dealers. RBCA is a ratio that compares the broker/dealer’s total measured risk to its liquid capital. The broker/dealer must ensure that the RBCA ratio is at least 110% and that its net liquid capital is at least ₱5.00 million and is greater than the total risk capital requirement. Failure to maintain the required RBCA may subject the Parent Company to the suspension or revocation of its broker/dealer license by the SEC. In addition, a change in the RBCA rules or the imposition of new rules could limit those operations of COL that require a large use of capital such as its trading activities, and could restrict COL’s ability to withdraw capital to pay dividends, repay debt, or redeem shares of its outstanding stock. A significant operating loss or any unusually large charge against net capital could adversely affect the Parent Company’s ability to expand or maintain its present level of operation.

The primary regulators of the securities industry in Hong Kong are the Securities and Futures Commission (SFC) and the Hong Kong Monetary Authority (HKMA). The SFC monitors and supervises the broker/dealer or intermediary. COLHK, being a licensed broker in Hong Kong, is governed by these agencies.

The SFC has clearly defined the Financial Resources Rule (FRR) that governs the liquidity requirements of an intermediary. For a securities broker that provides cash-based accounts, the liquidity requirement is the higher of HKD3 million or 5% of the total FRR-recognized liabilities.

An intermediary must also comply with the rules and regulations governing the market that it participates in. COLHK is also subject to the rules of HKEx in its trading activities and is subject to the rules of the Hong Kong Securities Clearing Corporation (HKSCC) for its settlement operations.

An intermediary must constantly be in compliance with the above-mentioned requirements. Failure to do so would mean loss of license or suspension of its trading activities by the SFC and/or by the affected body.

CIMI, CEIUMF, and CCMUMF are regulated by the SEC and are registered under the Investment Company Act of 1960 and the Securities Regulation Code (SRC) of 2000.

**Employees**

The actual number of full-time employees of COL and its subsidiaries for 2023 and the projected number of employees for 2024 to complement its operational requirements are broken down as follows:

	<b>2024</b>	<b>2023</b>
Executives	3	3
Senior Officers	16	16
Junior Officers	50	46
Professional/Technical/Others	101	87
<b>TOTAL</b>	<b>170</b>	<b>152</b>

The employees of both the Parent Company and its subsidiaries are not subject to any collective bargaining agreements (CBA).

## **Risk Factors and Risk Management**

### **Risks Associated with the Stock Brokerage and Fund Distribution Business**

COL expects its brokerage and fund distribution services to continue to account for most of its revenues in the foreseeable future. Like other securities firms, revenues are influenced by trading volume and price. In periods of low volume and transaction revenue, COL's financial performance may be adversely affected since certain expenses are relatively fixed.

A risk facing the brokerage business is the proposal to remove minimum stockbroker commissions in an effort to entice small investors to invest in the stock market. A drop in commission rates would negatively affect COL's revenues since commissions from the brokerage business account for a big share of total revenues.

COL believes that its services will encourage the eventual creation of a borderless environment for the flow of transactions and capital in various markets. COL is prepared to allocate resources to further develop its infrastructure, ensuring that it can meet the growing demand for seamless services. In addition, COL will actively pursue other revenue opportunities, such as subscription-based revenues, educational seminars, and add-on products and services. While there may be no guarantee of generating revenue from all these potential sources, COL believes that measured experimentation is the engine of growth. By constantly exploring new avenues and adapting to market changes, COL aims to stay at the forefront of industry trends and to provide innovative solutions to its customers.

With a forward-thinking approach and a willingness to invest in its infrastructure, COL is poised to shape the future of transactions and capital flow, and capitalize on new revenue opportunities. It is committed to driving innovation, embracing change, and seizing growth opportunities to create value for its customers and stakeholders alike.

### **Risks Associated with an Evolving Market**

The market for online electronic brokerage services in the Philippines changes quickly, especially with the constant march of technological progress. Keeping up with these changes requires constant adaptation and evolution of both existing and new services, which comes with inherent risks.

COL mitigates this risk through rigorous attention to market trends and best practices, in order to better understand what products and services would be most useful to COL customers. The state of flux that characterizes the industry can make it difficult for the general public, who are still coming to terms with online trading and the benefits of investing as a whole, to understand what services they want and need. Nevertheless, COL continues to solicit regular feedback from their customers and support their ability to make informed assessments through a continuous transfer of information to them through corporate roadshows, and educational seminars for every category of investor, from newcomers to veterans.

### **Risks Associated with Potential Local and Foreign-Based Competition**

COL anticipates facing direct and indirect competition from both local and foreign firms offering online stock brokerage and fund distribution services, as well as from other entities looking to establish their own online trading platforms.

Despite this competition, COL is confident in its ability to actively compete in the online stock trading and fund distribution markets. Its customer-centered business model, coupled with its robust trading infrastructure, positions it well to meet the challenges of the competitive landscape. COL also recognizes that the cost structure of foreign-based online companies and the relative size of stock market investors in the Philippines may limit aggressive participation by potential foreign competitors in the local market at present.

## Client Risk

Due to the large number of people applying to be clients of COL, there exists the possibility of client fraud, which could lead to accounts being used for money laundering and other illegal activities. To reduce this risk, COL institutes strict registration and know-your-client policies as required by the SEC, CMIC, and the Anti-Money Laundering Council (AMLC).

Trained account officers review and ensure that all the requirements are met before a person's trading account application is accepted and approved.

## Technology Risk

The online stock brokerage services industry and the delivery of financial services are vulnerable to technology risks stemming from rapid technological advancements, evolving customer demands, the introduction of new products and services, and emerging industry standards. These factors may lead to the obsolescence of COL's technology as new standards and practices emerge.

Nevertheless, COL is well positioned to mitigate these risks. In 2022, it allocated ₱100.00 million for its 5-year IT business plan as a pro-active measure, focusing on enhancing capacity, developing new applications, and ensuring the continued reliability, resilience, and security of its IT infrastructure. This initiative is slated for completion by the end of 2027, aligning with industry best practices for managing technology risks.

COL also recognizes the constant need for improvement and upgrading of the Parent Company's security components and initiatives to effectively mitigate the risks posed by increasingly sophisticated threats and threat actors. As such, regular tactical and strategic security initiatives are periodically undertaken to proactively address these concerns and ensure robust security measures are in place. These initiatives encompass various areas such as assessing Windows Active Directory (AD) security, reviewing encryption practices for personally identifiable information (PII), and enforcing multi-factor authentication (MFA) for remote access protocols. Additionally, measures have been taken to centralize Domain Name System (DNS) servers, deploy a Mobile Device Management Platform (MDM), and implement Secure Proxy servers to strengthen network and web traffic security. Furthermore, strategic efforts include establishing internal Secure Software Development Lifecycle (SDLC) processes, enforcing policies for 'bring your own device' (BYOD) and work-from-home (WFH) devices, and mandating security attestations for third-party suppliers and developers. These initiatives collectively aim to mitigate technology risks and safeguard COL's systems and data integrity against evolving threats.

## Privacy and Information Security Risk

Like many other companies, COL deals with personal data of clients, employees, and other stakeholders. COL considers the safety of this data to be an integral part of its duty to its clients. To this end, COL has invested significantly in various initiatives aimed at enhancing data security. These include an enterprise-wide assessment of IT components aligned with business processes, centralized monitoring of network activities and system behavior, and the establishment of a Security Operations Center (SOC) composed of a group of Security Analysts that analyze data for patterns that would allow them to infer the existence of a security incident. Additionally, COL conducts regular vulnerability assessments and integrates code auditing phases throughout its software development life cycle.

The Parent Company has made significant strides in enhancing its data privacy efforts, continually refining its practices to ensure compliance with privacy laws and industry standards. These efforts encompass various facets, including limiting the collection, use, disclosure, and retention of personal information, establishing oversight and accountability structures, and fostering a culture of privacy at all levels of the organization. Clear privacy policies and practices have been developed and implemented to guide personal information management for clients, employees, and outsourced functions. Mechanisms for addressing privacy concerns, such as complaint and feedback channels, have been established, along with response

protocols for managing major privacy incidents or breaches. Encryption techniques are utilized to secure stored personal information, while ongoing awareness is promoted through regular employee training and communication initiatives.

Furthermore, COL conducts audits and assessments to monitor privacy protection performance, identify areas for improvement, and enhance processes and systems based on insights from privacy incidents and trends. External expertise and resources from privacy professionals and companies are also tapped into to bolster its privacy efforts and ensure robust data protection measures are in place. These collective efforts reflect COL's commitment to maintaining the security and privacy of sensitive information across its operations.

### Business Disruption Risk

The stock market industry inherently faces the risk of business disruption, particularly when transaction volumes surge unexpectedly, straining computing infrastructure. While unforeseen circumstances like access restrictions can compound these challenges, COL has implemented proactive measures to mitigate potential disruptions and ensure service continuity. Here are some key initiatives undertaken:

- a. COL has increased the capacity of the business continuity center, which now exceeds that of the primary site, making it an improved contingency backup, in preparation for its transition as the primary data center. This capacity building has involved:
  - (1) additional servers and corresponding licenses acquisition;
  - (2) additional network and peripheral equipment acquisition;
  - (3) acquisition of a secondary internet service provider (ISP) with standby capacity for surge situations;
  - (4) use of Amazon Web Services (AWS) for web server expansion and hosting; and
  - (5) addressing additional staffing requirements.
  
- b. COL has implemented regular improvements to the existing primary data center:
  - (1) additional servers and corresponding licenses acquisition;
  - (2) upgrade of existing servers and licenses;
  - (3) upgrade / optimization of applications;
  - (4) increase of existing ISPs bandwidth with standby capacity for surge situations;
  - (5) use of AWS for web server expansion and hosting; and
  - (6) addressing additional staffing requirements.

The system that was implemented for the Parent Company's WFH setup during the pandemic has proven to be effective and can be adjusted in scale. COL has also gained a better understanding of how government restrictions can affect its third-party suppliers and has taken measures to mitigate any potential impacts on its clients. This includes closely monitoring the situation and proactively implementing measures to ensure smooth operations and uninterrupted services.

### Risk of Power Interruption/Power Failure

Like any other company reliant on the internet and information technology, COL acknowledges the risk of power interruptions and failures. However, proactive measures have been taken to ensure that the backbone of its infrastructure can function independently of external power for a significant duration. Currently, all servers and equipment are connected to their own uninterruptible power supply (UPS) systems, which provide hours of backup power enough to power the machines until trading has completed for the day, and the building generator is powered on. All servers are also connected to UPS systems connected to the building generator-enabled outlets.



COL's development strategy includes the deployment of all appropriately configured backup hardware and software in a backup data center. The backup site is of a 'Hot' nature that has a virtual mirror image of COL's current data center, with all systems configured. All trading and customer data are transferred from the main site to the backup facility at the end of each trading day to ensure that in case of complete failure on the primary site, only one day's worth of data at the most will be lost. Any and all changes made to system and application software are also done to the backup site systems.

COL's primary backup facility is located outside of Metro Manila. The facility will run as hot standby, allowing for an automatic switch over should there be any failure in the main data center.

In the event of a total power failure or other disaster, the backup facility is where COL's data center will be recreated, and where all its technical operations will be run from.

Should the primary data center experience a complete failure, COL has a site disaster recovery plan in place. This will allow COL to continue essential operations despite power failure.

#### Risk of Client Having No Access to the Trading Website

There is a risk that clients may experience difficulties in accessing the COL trading website due to various factors, such as lack of access to a computer, smartphone, or internet connection.

Although some of these factors may be beyond COL's control, it has implemented measures to mitigate this risk by providing alternative means of accessing its services. Clients can contact the COL's Customer Support helpdesk and service agents through various methods for assistance in placing their orders. Once the identity of the client has been confirmed, the orders are executed into the system, ensuring that clients can still participate in trading even if they encounter issues with website access.

By offering alternative channels for clients to access its services and placing orders, the Parent Company aims to minimize any disruptions caused by website accessibility issues and ensure that clients can continue to trade smoothly and efficiently.

#### Administrative and Operational Risks

COL recognizes that efficient customer service is essential for its success, as client satisfaction is paramount. The Customer Support teams serve as a two-way link, providing assistance to clients and gathering valuable feedback for improving COL's services.

As such, COL has invested in capacitating and professionalizing its Customer Support team to minimize the possibility of inadequate service. COL's Customer Support team has gone through rigorous training in order to enable them to address the common website and account-related concerns of COL customers. The customer support teams are also empowered to access online channels by which to respond to the needs of COL customers rapidly and conveniently.

For more specific needs, COL has a Premium team consisting of Client Experience Managers to assist its Premium customers, as well as Account Officers who can assist with more detailed account or investment queries. A full complement of support staff from COL's Sales team is also available to provide additional support if needed, adding to the flexibility that allows it to scale up the number of personnel dedicated to customer support should the need arise.

COL has also implemented automated processes to increase operational efficiency and reduce the risk of human errors. These processes undergo thorough testing prior to implementation and are regularly updated to adapt to the growing number of transactions and evolving user needs.

Through these measures, including investment in a professionalized and well-equipped customer support teams, process automation, and continuous system updates, COL aims to minimize administrative and operational risks, deliver outstanding customer service, and ensure the utmost satisfaction of its clients.

### Fiduciary Risk

A broker has a duty to avoid conflicts of interests and if the same cannot be avoided, to ensure that its clients are fairly treated and are properly informed of such conflicts of interest. A breach of this duty of loyalty to customers could result in financial or reputational loss. In order to manage this risk, a comprehensive and detailed set of procedures have been established to ensure that obligations to clients are discharged faithfully and in accordance with the governing legal and regulatory requirements.

COL's organizational structure also provides for adequate segregation of duties between the front office and the control and support functions in charge of supporting, recording, verifying, and monitoring transactions. COL ensures that in handling business transactions, activities that have the potential for conflicts of interest are carried out by different persons.

### Credit Risk

Credit risk refers to the potential economic loss arising from the failure of an obligor to fulfill the terms and conditions of a contract or agreement. In the stock brokerage business, credit risk is inherent and can arise from various factors, including the parties involved or changing market conditions. COL has implemented several measures to effectively manage credit risk, tailored to the nature of the account involved:

#### *Prepaid accounts*

The business model of COL minimizes its exposure to credit risk since retail accounts are opened on a prepaid basis. Buying transactions of prepaid customers are limited to the available cash balance in their accounts.

#### *Margin accounts*

The potential credit risk arising from the transaction of customers availing the margin trading facility of the Parent Company is managed through its policies and procedures in evaluating and approving applications for margin financing, as well as the review of credit performance, margin limits and collateral levels. In addition, COL uses a set of criteria to identify securities that are eligible for margin trading. This list of marginable stocks is monitored to ensure that they continue to qualify. Finally, statutory requirements relative to margin limits and cover are strictly implemented that includes daily monitoring of the activities of margin accounts.

#### *Postpaid accounts*

Settlement of trades of institutional accounts is normally done on a postpaid basis. The main risk associated with postpaid or traditional brokerage account set up on a day-to-day basis is on the non-collection of cash payments for buying transactions and the failure to receive shares for selling transactions. An execution or dealing risk also exists that is specific only to requirements and needs of institutional clients arising from arithmetical, computational, and human errors in the order taking, dealing, execution and confirmation process which can result to transaction losses. To address these risks, COL strictly restricts the grant of traditional brokerage service to select clients, most of which are financial institutions. COL conducts regular review and establishment of limits versus counterparty credit exposures. Rigid procedures are also in place to avoid human-related errors in the dealing and servicing process. Counterparties are also encouraged to utilize direct market access to minimize execution dealing risk.

Copyright Infringement Risks Associated with the Use of Social Media

COL actively creates its own content and shares these on all of its social media channels. While COL ensures proper branding protocol on all of its social media assets and materials, these contents can be downloaded, reposted, and otherwise shared without COL’s knowledge and without credit to it. There is a risk that COL’s content may be repurposed for fraudulent or deceitful use. Companies or persons may also plagiarize COL’s content for their own benefit.

COL’s social media presence also carries reputational risk, in that, complaints about COL, whether true or without basis, are made within the public view. COL actively monitors and manages its own channels to mitigate the effects of such comments.

Risks of Infringement

COL may receive notices of claims of infringement on the proprietary rights of other groups, which may result in litigation against COL. Any such claims, with or without merit, would be time-consuming to defend against, may result in costly litigation, divert resources and time and otherwise require COL to enter into some form of royalty and licensing agreement, which may not be on reasonable terms. The assertion of an infringement or prosecution of such claims may have a material adverse effect on COL’s business, financial position, and operating results.

COL uses proprietary systems and maintains a policy of purchasing its hardware and software requirements only from licensed dealers and manufacturers.

Manpower Risk

Maintaining COL’s high quality of operations largely depends on its ability to retain the services of existing senior officers, and to attract qualified senior managers and key personnel in the future. The exit of any key personnel could have a material adverse effect on COL’s business and financial performance, as well as the morale of those who remain. However, the fact that all key officers have an equity stake in COL reduces this risk.

In addition, some technical personnel are covered by employment contracts that allow COL to plan for expected personnel movements. COL also owns the source codes for its operating software, giving it the ability to replace most technical personnel with minimal disruptions in operations.

**Item 2. Properties**

Leased Properties

The following table shows the list of properties being leased by the Parent Company as of December 31, 2023:

<b>Purpose</b>	<b>Location</b>	<b>No. of Units</b>
Mixed-use (front office, back office)	Metro Manila	16
Mixed-use (back office, storage)	Central Luzon	2
Investor center	Cebu	1
Investor center	Davao	1

COL prioritizes the upkeep of its offices and storage facilities to provide a conducive environment for both its employees and customers.

The premises are covered by lease arrangements typically for a period of one (1) to three (3) years and expiring at various dates. The lease on the properties is renewable upon mutual agreement of the parties.

### Owned Properties

In 2017, COL purchased an office space at the PSE One Bonifacio High Street in Taguig City with an initial cost of ₱17.50 million. This office space is being held for capital appreciation.

COL's other properties consist of various computer equipment and related accessories as well as proprietary software developed specifically for its online trading operations. COL directly owns a Trading Right in the PSE and is also indirectly the owner of a Trading Right in the Hong Kong Exchanges through COLHK.

### Limitations on Properties

Aside from the lease agreements mentioned above, COL's properties are free from any mortgage, lien, or encumbrance.

### Properties to be Acquired

The Parent Company has appropriated a budget of ₱100.00 million from its Retained Earnings for its 5-year IT development plan and expansion program which is expected to be completed by 2027. As of December 31, 2023, the Parent Company already utilized ₱27.14 million from the original appropriation.

### **Item 3. Legal Proceedings**

COL is not involved in any legal proceedings that it considers as material, pending or threatened against it, its directors, any nominee for election as director, executive officer, underwriter or control person of COL or in which any of COL's property is the subject.

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

None

## PART II - OPERATIONAL AND FINANCIAL INFORMATION

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

#### Market Information

The common shares of COL Financial were listed at the PSE on July 12, 2006 under the ticker symbol "COL". The total number of outstanding shares of COL as of December 31, 2023 is 4,760,000,000 with a market capitalization of ₱12.66 billion as of end 2023, based on the closing price of ₱2.66 per share.

The high and low sales prices of COL shares transacted at the PSE for each quarter within the last two (2) years are as follows:

	2023		2022	
	High	Low	High	Low
1 <sup>st</sup> Quarter	3.22	2.84	4.15	3.56
2 <sup>nd</sup> Quarter	3.10	2.85	3.95	3.40
3 <sup>rd</sup> Quarter	3.06	2.91	3.53	3.20
4 <sup>th</sup> Quarter	2.96	2.44	3.45	2.95

As of March 27, 2024, the closing price of COL shares is ₱2.29 per share.

#### Holder of Common Equity

As of February 29, 2024, there are 32 holders of common shares of COL. The top 20 common shareholders of the Parent Company are as follows:

	Name	No. of Common Shares Total	Percentage of Total Shares Outstanding held by each
1	PCD Nominee Corporation	4,063,960,950	85.3773
2	Lee, Edward K.	622,500,000	13.0777
3	Ang, Valentina L.	50,000,000	1.0504
4	Lee, Lydia C.	10,000,000	0.2101
5	Tan, Jessalynn L.	10,000,000	0.2101
6	Lim, Hernan G.	1,000,000	0.0210
7	Yu, Raymond C.	1,000,000	0.0210
8	Han, Paulwell	1,000,000	0.0210
9	Barretto, Serafin Jr. P.	120,000	0.0025
10	Estacion, Manuel S.	100,000	0.0021
11	Yu, Wellington C. Or Yu, Victoria O.	100,000	0.0021
12	Villanueva, Myra P.	60,000	0.0013
13	Filio, Sernando	50,000	0.0011
14	Gara, Rosario	50,000	0.0011
15	Khoo Boo Boon	10,000	0.0002
16	Hapi Iloilo Corporation	10,000	0.0002
17	Litman, Joel A.	10,000	0.0002
18	Guerzon, Maria Carmen	6,680	0.0001
19	Villanueva, Milagros P.	5,000	0.0001
20	Villanueva, Myrna P.	5,000	0.0001
	<b>TOTAL</b>	<b>4,759,987,630</b>	<b>99.9997</b>

## **Dividends**

### **a. Cash Dividends**

Year	Amount / Share	Type	Ex-Date	Record Date	Payment Date
2023	₱0.0114	Regular	May 11, 2023	May 16, 2023	June 2, 2023
	₱0.0306	Special	May 11, 2023	May 16, 2023	June 2, 2023
2022	₱0.0240	Regular	May 11, 2022	May 16, 2022	June 2, 2022
	₱0.0610	Special	May 11, 2022	May 16, 2022	June 2, 2022

### **b. Dividend Policy**

The Board of Directors of COL, in its meeting held on April 26, 2007, approved a policy of declaring an annual regular cash dividend of twenty per cent (20%) of its net income. The payment of dividends shall be taken out of the unappropriated retained earnings of the Parent Company. There are no restrictions that limit payment of dividends on common shares.

## **Recent Sales of Unregistered or Exempt Securities**

There was no sale of unregistered or exempt securities as of December 31, 2023.

## **Discussion on Compliance with leading practice on Corporate Governance**

- a. Compliance with the Parent Company's Corporate Governance Manual is being monitored regularly by the Compliance Officer. Orientation and workshop meetings are held to operationalize the Manual. As a guide, the Parent Company uses the Corporate Governance Scorecard for Publicly-listed Companies as its evaluation system to measure level of compliance with its Manual.
- b. A continuing and on-going review and evaluation of the Parent Company's key result areas and key performance indicators of all its departments are being closely monitored to ensure that measures are being undertaken to fully comply with the Company's adopted leading practices on good governance.
- c. There are no deviations from the Parent Company's Manual on Corporate Governance that it is aware of.
- d. The Parent Company continues to review and evaluate its policies and measures being undertaken to continue to adhere to the principles and practices of good corporate governance.

## **Item 6. Management Discussion and Analysis (MD&A) of Financial Condition and Results of Operations**

The subsequent section provides a discussion and analysis of the financial performance of COL Financial and its subsidiaries collectively referred to as "the Group". The primary objective of this discussion is to offer readers insights into the Group's business model and the pivotal factors influencing its financial results. It is essential to read this MD&A in conjunction with the audited consolidated financial statements of the Group, which are included as part of this report.

### **Industry and Economic Review**

The stock market ended 2023 hardly changed, down by 1.8% on a year-on-year basis. However, it had a volatile performance during the year, rising by as much as 8.7% and falling by as deep as 9.8%.

Philippine stocks initially performed well, hitting their highs for the year in January. This was due to signs that both inflation and interest rates were on the way down. Stocks also benefited from the strengthening of the peso (due to the weakening of the dollar) and increasing fund flows to emerging markets, triggered by excitement towards China’s reopening.

However, the market’s strong performance quickly faded after January inflation surprised on the upside. This prompted the Bangko Sentral ng Pilipinas (BSP) to raise rates by 50 basis points in February and 25 basis points in March. Sentiment for risk assets also deteriorated following several developments including the surprise collapse of Silicon Valley Bank and a few other banks in the U.S. in March; the disappointing economic outcome of China’s reopening; the U.S. Fed’s decision to continue raising rates (which prevented the dollar from weakening further); and the strong performance of artificial intelligence related stocks and other tech stocks which are absent in the Philippines.

Investor sentiment towards Philippine stocks deteriorated further after domestic inflation rebounded to 5.3% in August and 6.1% in September, caused by rising food and oil prices. At the same time, second quarter GDP growth disappointed, falling to only 4.3% from 6.3% in the first quarter. To control inflation, the BSP raised rates by another 25 basis points in October despite the slower economic growth, making stocks even less attractive compared to fixed income products which now provide higher yields.

In November, the U.S. Fed surprised positively as it decided to keep rates unchanged despite talking hawkishly in the September meeting. This resulted to lower bond rates and a weaker dollar, benefiting most risk assets globally including Philippine stocks. Local stocks rallied as a result, allowing the PSEi index to close the year almost unchanged despite falling by as much as 9.8% during the year.

Aside from heightened volatility, Philippine stocks suffered from a steep decline in trading volume. The average daily value turnover in the PSE fell by 31.3% to only ₱5.31 billion in 2023 from ₱7.74 billion in 2022. Foreign investors remained net sellers, liquidating another ₱49.08 billion worth of stocks during the year in review.

**Business Review**

***1. Key Performance Indicators***

COL is committed to maximizing profitability through the efficient use of its resources with the ultimate objective of increasing shareholder value. Consequently, COL regularly monitors and reviews the effectiveness of its corporate activities and key performance indicators which are considered important in measuring the success of implemented financial and operating strategies and concomitant action plans. Set out below are some of its key performance indicators:

	<b>2023</b>	<b>2022</b>
Number of Customer Accounts*	534,154	516,247
Customers’ Net Equity (in millions)	₱107,112.56	₱105,187.73
Revenues (in millions)	₱1,091.82	₱835.98
Return on Average Equity (ROE)	20.7%	12.1%
Risk Based Capital Adequacy Ratio*	632.1%	506.0%
Liquid Capital** (in millions)	HKD4.26	HKD28.34

\*Parent Company only

\*\*HK Subsidiary

COL’s client base continued to expand, as it added 17,907 new accounts from its Philippine operations, reflecting a 3.5% year-on-year increase to 534,154 as of end 2023. Amidst shifting investment landscapes characterized by external global factors, COL pivoted from broad campaigns to targeted marketing and sales strategies, resulting in reduced acquisition costs. Additionally, the introduction of new marketing initiatives and seminars focusing on dividend stocks, fixed income funds, and outlier global funds attracted previously untapped leads.

**Net equity** of clients was up by only 1.8% to ₱107.11 billion as of end 2023, as the positive net new flows from existing and new clients coupled with the payment of cash dividends by listed companies was partly offset by the lower value of stocks and mutual funds on a year-on-year basis. Note that the PSEi index ended the year down by 1.8%.

**Revenues** in 2023 rose by 30.6% to ₱1.09 billion largely due to the significant increase in interest income. This more than offset the drop in commission revenues and trail fees.

Higher revenues coupled with the slower increase in operating costs led to the 75.6% improvement in net income to ₱425.63 million. Because of this, **return on average equity** (ROAE) jumped to 20.7% in 2023 from 12.1% in 2022.

In 2022, both the Parent Company and its HK subsidiary continued to meet the stringent rules of regulators in the Philippines and Hong Kong. As of end 2023, the Parent Company's **Risk Based Capital Adequacy Ratio** (RBCA) reached 632.1%, well above the minimum requirement of 110.0%. Meanwhile, COLHK had HKD4.3 million of **liquid capital**, higher than the minimum requirement of HKD3.0 million or 5.0% of adjusted liabilities.

## 2. Other Financial Soundness Indicators

	2023	2022	Formula
Profitability ratios:			
Return on assets	3.4%	2.0%	Net income/Average assets
Net profit margin	39.1%	29.2%	Net income/Net sales
Solvency and liquidity ratios:			
Current ratio	1.11	1.10	Current assets/Current liabilities
Debt to equity ratio	4.91	5.50	Total liabilities/Ave. stockholders' equity
Quick ratio	1.11	1.10	Liquid assets/Current liabilities

## 3. Material Changes in Financial Condition

### a. 2023 vs. 2022

COL's asset base fell by 5.8% to ₱12.32 billion as of end 2023 compared to its end 2022 level.

Cash and cash equivalents, cash in a segregated account and short-term time deposits composed mainly of cash in banks and special time deposits were lower by 8.2% to ₱9.66 billion as of end 2023. The said amount was equivalent to 86.7% of COL's current assets. Cash and cash equivalents fell as more funds were placed in government securities to lock in higher rates. Consequently, Financial assets at fair value through profit or loss (FVTPL) and Investment securities at amortized cost which reflect investments in Treasury bills and bonds increased by 36.6% to ₱1.48 billion from ₱1.09 billion as of end 2023 and 2022, respectively. Cash and cash equivalents also fell as customers kept a smaller portion of their portfolios in cash.

Total trade receivables were down by 26.2% to ₱880.01 million. Trade receivables fell as outstanding margin loans dropped by 4.76% year-on-year to ₱828.56 million. Receivables from clearing house also fell sharply by 90.5% to ₱10.89 million as there were less selling orders as of end 2023 compared to end 2022. Receivables from other broker likewise dropped by 75.6% to ₱11.56 million.

Other receivables increased by 40.7% to ₱92.06 million. This was mainly due to the 45.9% increase in accrued interest to ₱77.33 million brought about by the steep rise in interest rates on time deposits.



Receivables from fund houses also increased by 113.8% to ₱4.37 million as the value of redemptions were higher in end 2023 compared to the same period in 2022.

Prepayments increased by 15.6% to ₱8.81 million, mainly due to the 428.2% jump in prepaid taxes to ₱1.20 million. This was brought about by the payment of final taxes on Treasury bills that were purchased in the fourth quarter of 2023 and will mature in the first half of 2024. Prepaid insurance also increased by 13.6% to ₱2.70 million.

Property and equipment decreased by 24.4% to ₱71.71 million. Depreciation expense reached ₱44.94 million and was larger than the amount of capital expenditures and the addition to right-of-use (ROU) assets amounting to only ₱10.29 million and ₱11.56 million, respectively.

Trade payables decreased by 9.1% to ₱9.90 billion year-on-year. This was largely due to the 8.1% drop in clients' undeployed funds. Payables to clearing house fell to zero as the Parent Company's customers were in a net selling position during the last two trading days of 2023.

Other current liabilities were higher by 18.7% at ₱125.68 million largely due to increase in accrued expenses and management bonuses, which were paid in January 2024, and related taxes due to the BIR. Fund redemption proceeds also increased significantly by 112.6% to ₱4.37 million. This was partly offset by the 32.6% decrease in unposted customers' deposits and 20.2% reduction in trading fees payable.

Stockholders' equity was up 11.0% to ₱2.19 billion due to the booking of ₱425.63 million in net income, partly offset by the payment of ₱199.92 million worth of cash dividends by the Parent Company.

#### **b. 2022 vs. 2021**

COL's asset base was flattish at ₱13.09 billion as of end 2022.

Cash and cash equivalents (including cash in segregated account and short-term cash deposits) increased sharply by more than five times to ₱10.52 billion from only ₱1.73 billion the year earlier. The increase was due to Management's decision to reallocate funds to time deposits as banks increased their deposit rates to reflect higher government bond yields. On the other hand, financial assets at fair value through profit or loss dropped by 44.9% to ₱84.85 million while short and long-term investment securities at amortized cost fell by 89.9% to ₱1.00 billion as less funds were invested in debt securities and treasury bills.

Trade receivables increased by 24.3% to ₱1.19 billion. The increase was largely due to the higher value of margin loan availments and the increase in the amount of unsettled receivable from the clearing house arising from customers' selling transactions. Margin loans increased by 16.5% to ₱869.94 million as of end 2022, while the total amount of unsettled receivables from clearing house rose by 35.4% to ₱114.55 million during the same period. Trade receivables also increased due to the 246.3% rise in COLHK's receivable from other brokers amounting to ₱47.35 million. This was partly offset by the 6.1% drop in trail commission receivables to ₱1.87 million as the value of average assets under administration during the fourth quarter was lower on a year-on-year basis.

Meanwhile, other receivables fell by 6.8% to ₱65.43 million mainly due to the 73.0% drop in mutual fund redemption proceeds from ₱7.57 million as of end 2021 to ₱2.05 million as of end 2022. This was due to the reduction of customer redemptions compared to the same period a year ago. Despite the higher interest rates in 2022, accrued interest income on short and long-term placements was flattish at ₱53.01 million due to the reversal upon collection of the interest receivables on FXTN investments booked in 2021 when they matured during the first quarter of the year.

Other current assets increased significantly to ₱16.13 million, a large portion of which pertains to the income tax overpayment of ₱15.47 million due to the booking of the corresponding tax benefits of the performance bonus of the Parent Company's employees accrued in December 2022. Note that this overpayment can be deducted from the future quarterly income tax due.

Property and equipment increased by 17.0% to ₱94.82 million. This was largely due to the acquisition of high-capacity servers and other trading-related equipment in line with the IT development plan and expansion project which was approved during the first quarter of 2022. The Parent Company has also started with the renovation of its Cebu Investor Center as part of its return-to-office plan. The capital expenditure for these initiatives during the year amounted to ₱23.57 million. This was partially offset by the booking of depreciation expenses and the movements in the right-of-use assets due to the renewal of lease contracts on the Parent Company's office premises.

Other noncurrent assets increased by 2.5% to ₱75.84 million. This was largely due to the required monthly contributions made by the Parent Company to the Clearing and Trade Guaranty Fund (CTGF) which as at end 2022 has a balance of ₱53.26 million. Other refundable deposits, likewise, increased by 8.54% to ₱12.19 million brought about by the security deposits made on the new agreements signed by the Parent Company for the lease of its training room and Investor Center in Cebu. Note that the rental of these offices was terminated during the height of the pandemic to save on costs.

Total liabilities increased slightly by 2.1% to ₱11.11 billion as of end 2022. The increase was largely due to the 2.8% rise in trade payables to ₱10.89 billion, which accounted for 98.0% of total liabilities. Payables to clearing houses also increased by 258.9% to ₱120.76 million due to higher buying transactions during the last few trading days of 2022 relative to the same period in 2021.

Meanwhile, other current liabilities fell by 27.3% to ₱105.92 million. The drop was caused primarily by the reduction in various accrued expenses and their related withholding taxes payable to the BIR as well as the lower amount of mutual fund redemption proceeds payable to the customers of the Parent Company.

While total liabilities increased, shareholders' equity decreased by 5.9% to ₱1.97 billion. Shareholder' equity fell due to 58.3% drop in 2022 net income to ₱242.25 million. This was not enough to offset the payment of ₱404.60 million worth of cash dividends to shareholders during the year.

#### **4. Material Changes in the Results of Operations**

##### **a. 2023 vs. 2022**

COL's consolidated revenues in 2023 increased by 30.6% to ₱1.09 billion as the favorable impact of higher yields on interest income more than offset the drop in commission revenues. Cost of services were flat at ₱280.33 million. Personnel costs and professional fees which together account for 47.5% of cost of services, increased by 14.9% and 4.9% respectively. The increase in the said costs was largely offset by the drop in trading related expenses. Commission expenses and stock exchange dues and fees which are highly correlated to value turnover fell by 17.3%. Depreciation and amortization booked under cost of services also fell by 11.8% to ₱28.13 million. Meanwhile, operating expenses, which are largely fixed in nature, increased by 8.3% to ₱245.08 million. Provision for income taxes rose by 73.2% to ₱130.86 million mainly due to final taxes incurred for interest income from bank deposits and other fixed income assets. Because of the foregoing movements, net income was up 75.7% to ₱425.63 million in 2023.

COL's revenues increased strongly during the period in review. Higher margin utilization coupled with the significant increase in interest rates pushed interest income higher by 110.6% to ₱708.47 million in 2023. The strong growth in interest income completely offset the negative impact of poor

investor sentiment on stock prices, value turnover and commission revenues. Commission revenues fell by 26.3% to ₱329.60 million as average daily value turnover in the PSE decreased by 31.3% to ₱5.31 billion year-on-year. Value of stocks traded by local investors which is the Parent Company's target market fell by an even faster pace as evidenced by the drop in local investors' share of total value turnover to 47.7% in 2023 from 59.9% in 2022.

Interest income increased by 110.6% to ₱708.47 million as interest income from both the margin lending business and the placement of funds in bank deposits and fixed income assets increased in 2023. Interest income from the margin lending business rose by 21.5% as clients utilized a larger portion of their margin lines on the average. Meanwhile, interest income from placements jumped by 128.8% as interest rates paid by banks and interest earned on Treasury bills and bonds increased sharply due to high inflation and continuous rate hikes by the U.S. Fed and the local central bank.

Meanwhile, trail fees decreased slightly by 0.7% to ₱21.97 million. This was largely brought about by the change in mix in terms of type of mutual fund assets under administration (AUA). Although net sales of non-money market funds reached ₱208.90 million during the past 12 months, the share of higher earning local equity funds and index funds fell to 76.1% of total non-money market AUA as of end 2023 from 80.0% during the same period in 2022. Some funds also delivered lackluster performance, pulling down average AUA.

Cost of services was flat at ₱280.33 million. On the one hand, personnel costs and professional fees booked under cost of services increased by 14.9% and 4.9% respectively. However, this was largely offset by the sharp decline in trading related expenses and depreciation and amortization. Commission expenses fell by 5.7% to ₱26.53 million while stock exchange dues, trading charges billed to customers and depository fees combined dropped by 20.6% to ₱34.82 million. This as the Parent Company's consolidated value turnover fell by 27.9% in 2023. Meanwhile, depreciation and amortization of equipment and other trading-related infrastructure likewise fell by 11.8% to ₱28.13 million.

On a combined basis, personnel costs booked under cost of services and operating expenses increased 12.7% to ₱251.62 million and accounted for the largest share of total expenses at 47.9%. Personnel costs increased largely due to the higher bonuses paid to its employees resulting from the improved earnings in 2023 compared to the previous year. Meanwhile, total professional fees booked under costs of services and operating expenses rose 4.6% to ₱54.10 million due to the escalation of fees paid on the renewal of IT security contracts and additional marketing consultancy and IT services availed during the year. Professional fees accounted for the second largest share of total expenses at 10.3%.

Depreciation and amortization booked under cost of services and operating expenses fell by 10.4% to ₱47.39 million. Total capital expenditure reached only ₱10.29 million in 2023, bulk of which was incurred during the last quarter of the year, reducing the amount of depreciation expense booked on a full-year basis.

Stock exchange dues and fees fell by 26.8% to ₱25.10 million as the Parent Company's average daily trading fell. Communication expense fell slightly by 2.7% at ₱40.63 million.

While cost of services was flat, operating expenses were higher by 8.3% to ₱245.08 million. Operating expenses increased largely due to the 11.5% rise in personnel costs, and the significant jump in repairs and maintenance, representation and entertainment. Repairs and maintenance recorded under operating expenses surged by 91.3% to ₱2.17 million primarily due to increased servicing and upkeep costs for the air-conditioning units located in the Data Center of the Parent Company. Representation and entertainment costs increased by 271.8% to ₱3.37 million largely due to higher amounts spent to grow the Parent Company's institutional business. Rental expenses jumped by 276.0% to ₱1.40 million as COLHK renewed its lease contract by only one year. Because of the short-term nature of its rental, the said expense was booked directly under rental expenses.

Due to the aforementioned factors, operating income was higher by 71.8% to ₱566.42 million. Meanwhile, pre-tax profits increased by 75.1% to ₱556.48 million.

Consolidated net income increased by a similar pace at 75.7% to ₱425.63 million.

**b. 2022 vs. 2021**

COL's consolidated revenues in 2022 fell by 36.8% to ₱835.98 million. Despite the drop in revenues, cost of services grew by 16.4% to ₱279.98 million. On the other hand, operating expenses fell by 28.8% to ₱226.26 million. As such, total expenses combined were still lower by 8.1% to ₱518.17 million. Provision for income taxes decreased by 57.5% to ₱75.56 million. Given the significant decline in revenues and the slower drop in total expenses, net income fell by a larger magnitude of 58.3% to ₱242.25 million.

COL's consolidated revenues fell by 36.8% to ₱835.98 million. Revenues fell due to the significant decline in commissions, which accounted for a significant share of revenues, and the steep drop in trading gains, partly offset by the recovery of interest income and the continuous growth of trail fees.

Commission revenues fell by 55.9% to ₱447.05 million. This was largely due to the decline in the average daily value turnover in the PSE brought about by the poor performance of the stock market. Trading volumes were also unusually high in the first quarter of 2021 due to the popularity of speculative stocks, which significantly benefited COL given its focus on retail investors.

Trading gains dropped by 89.2% to ₱5.66 million due to the absence of trading opportunities. One of the Parent Company's subsidiaries also suffered from unrealized mark to market losses on government bonds because of higher interest rates.

On the positive side, higher interest rates caused COL's interest income to recover by 84.7% to ₱336.35 million. This was led by the jump of interest income on the placements of idle funds by 124.1% to ₱279.5 million. Yields on bank deposits and short-term fixed income products increased due to higher interest rates caused by rising inflation. On the other hand, interest income on margin lending was flattish at ₱56.83 million as average margin utilization was steady on a year-on-year basis.

Meanwhile, trail fees earned from the distribution of mutual funds improved slightly by 2.9% to ₱22.12 million as the average non-money market AUA increased by 4.8% to around ₱3.89 billion in 2022. The Parent company benefited from the launch of new funds that managed to spur more customer purchases.

Cost of services increased by 16.4% to ₱279.98 million primarily due to the reclassification of certain expense items of the Parent Company. Previously, these expenses were shown as part of operating expenses but were reclassified as cost of services in 2022 after receiving confirmation from the BIR regarding their classification. These expenses include professional fees amounting to ₱42.26 million paid to the IT consultants of the Parent Company, who provide crucial services directly related to its day-to-day trading operations. This explains the 93.9% increase to ₱70.70 million in commission expense and professional fees.

A significant portion of depreciation and amortization related to the Parent Company's trading infrastructure was also reallocated in accordance with the BIR opinion on the allowable cost of services. As a result, this account showed a balance of ₱31.91 million during the 12-month period in 2022, compared to ₱0.21 million during the same period in 2021. Other allowable cost of services, such as payments for rental and trading-related subscriptions, are now shown under research and others, which increased by ₱1.61 million and ₱9.32 million, respectively.

On the other hand, stock exchange dues and fees fell by 51.1% to ₱12.02 million as the Parent Company's average daily trading value declined by 56.1% in 2022. Additionally, central depository fees were lower by 4.5% to ₱9.60 million because of the lower value of securities owned by customers lodged with the depository company. Communication expense was flattish at ₱40.72 million given the fixed nature of the said expense.

Operating expenses were lower by 28.8% to ₱226.26 million. Operating expenses fell largely due to the decline in personnel costs, professional fees, and depreciation and amortization as discussed earlier. The three expense items accounted for around 78.0% of total operating expenses on a combined basis. The decline of the said expense items was partly offset by the increase in other expenses as employees started reporting back to work and as face-to-face meetings and events resumed. As such, marketing and promotional expense increased 82.6% to ₱6.11 million, security and messengerial services rose 6.5% to ₱4.23 million, power, light and water expenses jumped 92.5% to ₱6.84 million, office supplies climbed by 49.8% to ₱1.92 million, while representation and entertainment expense more than doubled from ₱274,594 to ₱907,647.

On a combined basis, professional fees booked under both cost of services and operating expenses fell by 5.3% to ₱51.73 million while combined personnel cost decreased 3.4% to ₱223.35 million. Both expense items fell as bonuses were reduced to reflect the significant decline in the Parent Company's profits. Meanwhile, combined depreciation and amortization fell by 13.4% to ₱52.88 million. Although capital expenditure increased from ₱5.05 million in 2021 to ₱23.57 million in 2022, this was incurred towards the later part of the year, reducing the amount of depreciation expense booked on a full-year basis.

As a result of the factors discussed above, operating decreased significantly by 56.9% to ₱329.74 million. Similarly, pre-tax profits declined by 58.1% to ₱317.81 million, reflecting the impact of the overall decline in trading volumes during the year.

Consolidated net income fell by a similar pace as pre-tax profits, at 58.3% to ₱242.25 million.

## **5. Other Matters**

- a. COL is not aware of any known trends, demands, commitments, events or uncertainties that will have a material impact on the Group's liquidity. The Group has not defaulted in paying its obligations, which arise mostly from withdrawals made by customers. In addition, obligations of the Parent Company are fully funded in compliance with the SRC Rule 49.2 while COLHK Subsidiary maintains a fund for the exclusive benefit of its customers in compliance with the regulations of the Securities and Futures Commission of Hong Kong.
- b. COL is not aware of any events that will trigger direct or contingent financial obligation that is material to the Group, including any default or acceleration of an obligation.
- c. COL is not aware of any material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Group with other persons created during the reporting period.
- d. COL is not aware of any material commitments for capital expenditures.
- e. COL is not aware of any known trends, events, or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations of the Group.
- f. COL is not aware of any significant elements of income or loss that did not arise from the Group's continuing operations.

- g. COL is not aware of any seasonal aspects that had a material effect on the financial condition or results of operations of the Group.

## **Prospects for the Future**

### ***1. Near-Term Prospects***

Stockbrokers in the Philippine stock market are expected to enjoy a better year in 2024. The Philippine economic growth is expected to accelerate this year as inflation and interest rates are already showing signs of peaking, helping both consumer spending and investments to grow at a faster pace. Moreover, the Philippines is a domestically driven economy, making us more resilient to the expected slowdown of the global economy. Finally, Philippine stocks are very cheap in terms of valuation and are under owned by foreign investors.

The stronger performance of the Philippine stock market in 2024 should lead to higher value turnover, benefiting stockbrokers through higher commissions. Demand for mutual funds should likewise increase, leading to higher management fees for COL's newly launched funds, and higher trail fees for its fund distribution business.

### ***2. Medium to Long-Term Prospects***

The medium to long term outlook of the Philippine market remains very attractive. The economy and earnings of listed companies should benefit from the country's above average growth pace, brought about by its favorable demographics, fast-growing BPO sector and resilient OFW remittances. The government is also on track with its fiscal consolidation plan as the budget deficit continues to decline. This should help interest rates stay low as the country maintains its investment grade credit rating.

The PSE also has various initiatives that should help boost activity in the local stock market. Among them are the relaxation of listing rules and allowing short selling. Coupled with the very low penetration rate of retail investors in the stock market and the economy's favorable growth outlook, the said factors should bode well for the performance of the Philippine stock market and for COL going forward.

## **Item 7. Financial Statements**

Please refer to the attached Consolidated Audited Financial Statements for the years ended December 31, 2023 and 2022.

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

COL has not changed its accountants for the last three (3) years and has not had any disagreements on accounting and financial disclosures with its current accounts for the last three (3) years.

## **Item 9. Audit and Audit-Related Fees**

The following table sets out the aggregate fees billed for each of the last two (2) fiscal years for professional services rendered by SGV:

	<b>Years Ended December 31 (in ₱ million)</b>	
	<b>2023</b>	<b>2022</b>
Audit and Audit-Related Fees in connection with the annual review of the Parent Company's financial statements	₱2.44	₱2.13
Tax Fees	None	None

Appointment of COL’s external auditor and its audit fees are upon recommendation of the Audit Committee. All services rendered by SGV have prior approval of the President as recommended by the Audit Committee. Actual work by SGV proceeds thereafter. In 2023, the Audit Committee was chaired by Ms. Betty C. Siy-Yap with Mr. Wellington C. Yu, Mr. Raymond C. Yu, and Mr. Hernan G. Lim as members.

**PART III - CONTROL AND COMPENSATION INFORMATION**

**Item 10. Directors and Executive Officers of the Issuer**

**Board of Directors**

The Directors of COL as of December 31, 2023 are as follows:

Name	Position
Edward K. Lee	Chairman
Alexander C. Yu	Vice Chairman
Conrado F. Bate	Member
Paulwell Han	Member
Sohei Obara	Member
Hernan G. Lim	Member
Raymond C. Yu	Member
Wellington C. Yu	Member
Arthur G. Gindap	Member (Independent)
Betty C. Siy-Yap	Member (Independent)
Roberto C. Benares	Member (Independent)

The following are the respective ages, periods of service, directorships in other reporting companies and positions held in the last five years of each of the Directors of COL:

***Edward K. Lee***  
*Chairman and Founder*

Edward K. Lee, 69, Filipino, took Bachelor of Science in Industrial Management Engineering at De La Salle University. He is concurrently the Founder and Chairman of the Board of COL, CTS Global Equity Group, Inc., Caylum Trading Institute, CloudArch Ventures Group, and COL Investment Management, Inc. Mr. Lee served as a nominee of CTS Global Equity Group, Inc. to the Manila Stock Exchange and presently to the Philippine Stock Exchange. He was elected as one of the Governors of the Philippine Stock Exchange and was the Chairman of the Computerization committee of the Manila Stock Exchange and PSE in 1994. He went on to become a member of the Board of Directors of A. Soriano Corporation serving for two terms. Mr. Lee was also nominated as a finalist to the 2007 Entrepreneur of the Year Philippines by Ernst & Young. In 2015, he was awarded with the Theodore Vail Most Outstanding JA Alumni Awardee. From 2016 to 2019, he was appointed as an official board member of JA Asia Pacific. In 2023, he was the recipient of the 2023 Lasallian Achievement Award by the De La Salle Alumni Association (DLSAA) and was honored as a distinguished Master Innovator awardee at the 3<sup>rd</sup> Mansmith Innovation Awards.

***Alexander C. Yu***  
*Vice-Chairman*

Alexander C. Yu, 68, Filipino, is a Bachelor of Science in Mechanical Engineering graduate of De La Salle University. He is currently the Vice-Chairman of COL since 1999 and the Vice-Chairman and Treasurer of CTS Global Equity Group, Inc. since 1986. He is also a Director of Caylum Trading Institute and Director and Treasurer of Winner Industrial Corp., holding both positions for more than 10 years. He is the

proprietor of Trans-Asia General Merchandise and in 1997, he served as a Director of A. Soriano Corporation.

***Conrado F. Bate***

*President and Chief Executive Officer*

Conrado F. Bate, 61, Filipino, holds a Bachelor of Arts Degree in Economics and Bachelor of Science Degree in Marketing Management from De La Salle University. He is currently the President and Chief Executive Officer of COL and also serves as a director of COL Investment Management, Inc. He is also the President of Shareholder's Association of the Philippines (SharePHIL) since 2022, and has been a member of its Board of Trustees for the past 6 years. SharePHIL is a non-profit organization that advocates for investor education for the development of a dynamic and sustainable capital market. Mr. Bate possesses extensive experience in the Philippine stock brokerage and fund management industry. His previous roles include serving as Vice President of JP Morgan Philippines in 2002, President and CEO of Abacus Securities Corporation from 1995 to 1997, and Vice President of Fund Management Division of Philamlife Insurance Company from 1990 to 1995. He has also played a pivotal role in various leadership positions, having been a member of the Board of Directors of the Philippine Stock Exchange from 2005 to 2006, where he served as Chairman of the Investor Education Committee and Member of the Legislative Committee. Mr. Bate has also contributed his expertise as an independent director of the ATR Kim Eng Asset Management from 2005 to 2010, and he continues to serve in a similar capacity for Corston-Smith Asset Management Sdn. Bhd. since February 2009.

***Wellington C. Yu***

*Director*

Wellington C. Yu, 80, Filipino, finished his degree in BS Chemical Engineering at De La Salle University in 1965 and his MBA and MS Chemical Engineering degrees from the University of Pittsburgh. From 1973 to 1985, he was the Dean of the College of Business and Economics of De La Salle University and of the Graduate School of Business from 1981 to 1984. He was conferred the title Dean Emeritus in the College of Business and Economics in De La Salle University. He was the Senior Vice President of Tropical Rent-A-Car in Hawaii from 1986 to 1990 and President of Suntrips, Inc. of San Jose, California from 1990 to 1997. In 2012, Xavier School San Juan awarded him the title "Exemplary Alumnus".

***Raymond C. Yu***

*Director*

Raymond C. Yu, 70, Filipino, graduated with a Bachelor of Science Degree in Commerce from De La Salle University in 1974. He is currently the President of Winner Industrial Corporation. He has served as a director of Caylum Trading Institute since 2013 and has been a director for more than 16 years of the following corporations: CTS Global Equity Group, Inc., Cedarside Holdings Corp., Cedarside Industries, Inc., Barrington Carpets, Inc., and Citimex, Inc.

***Hernan G. Lim***

*Director*

Hernan G. Lim, 71, Filipino, is currently the President of Hoc Po Feeds Corporation and HGL Development Corporation. Mr. Lim is a Director of Caylum Trading Institute since 2013 and has also been a Director of Citimex, Inc., CTS Global Equity Group, Inc., and Barrington Carpets, Inc. for more than 10 years. He holds a Bachelor of Science degree in Electronics and Communications Engineering from the University of Santo Tomas. He also took the Basic Management Course at the Asian Institute of Management.



***Paulwell Han***

*Director*

Paulwell Han, 64, Chinese, is a graduate of Business Finance from the San Francisco State University, USA. He is currently the Director and General Manager of different corporations located in Hong Kong, namely: Etta Trading Company Limited, Yee Ting Tong Company Limited, Tecworld Investment Co., Ltd., Silver Jubilee Co., Ltd., and Sunning Restaurant.

***Sohei Obara***

*Director*

Sohei Obara, 41, Japanese, was elected as a Director on 15 August 2022. Currently, he belongs to the Global Business Development Section in International Business Planning Department of Daiwa Securities Group, Inc., where he promotes international alliance and investment strategy. He has extensive experience in the Retail Sales, Corporate Planning and Risk Management since he started his career in Daiwa Securities Group Inc. in 2007. He graduated with a Bachelor of Physics Degree from the Tokyo University of Agriculture and Technology.

***Arthur G. Gindap***

*Independent Director*

Arthur G. Gindap, 62, Filipino, currently sits as an Independent Director of Keyland Corporation, Chairman of Benilde Romancon Hospitality Services, Inc., and Director of Anawim (a Mercy Ministry of Bro. Bo Sanchez). He previously served as the Senior Vice President & Business Unit General Manager of Robinsons Hotels & Resorts from 2018 to 2023. Mr. Gindap was the Vice President & Regional General Manager of Philippines, Thailand and Laos, and Vice President of Global Operations & Customer Service of the Ascott Limited from 2004 to 2018. Mr. Gindap has over 40 years of experience in the hotel, hospitality and real estate industries. Mr. Gindap graduated from Sheridan College in Canada with a degree in Hotel and Restaurant Administration.

***Betty C. Siy-Yap***

*Independent Director*

Betty C. Siy-Yap, 62, Filipino, is the SVP and Chief Finance Officer and Chief Risk Officer of Manila Electric Company. She sits as a member of the board of various corporations such as Clark Electric Distribution Corporation, CIS Bayad Center, Inc., Meralco Industrial Engineering Services Corporation, MERALCO PowerGen Corporation, Global Business Power Corporation, Miescor Infrastructure Development Corporation, and Union Galvasteel Corporation. She is also a trustee of the Immaculate Conception Academy, Meralco Pension Fund and One Meralco Foundation, Inc., and a member of the Finance and Budget Committee and the Audit and Risk Committee of Ateneo de Manila University. She is likewise the President of Lighthouse Overseas Insurance Limited and the Treasurer of First Pacific Leadership Academy and MVP Sports Foundation, Inc. She previously served as a Director of Rockwell Land Corporation, a member of the Market Governance Board of the Philippine Dealing Exchange Corp., Vice Chairman of the Board of Accountancy of the Professional Regulation Commission, and a Partner at SyCip Gorres Velayo & Co. Ms. Siy-Yap holds a Bachelor of Science Degree in Business Administration and Accountancy from the University of the Philippines and a Master's in Business Administration from J.L. Kellogg School of Management at Northwestern University/The Hong Kong University of Science and Technology.

***Roberto C. Benares***

*Independent Director*

Roberto C. Benares, 71, Filipino, currently sits as a member of the Board of Directors of the Bank of Commerce, BlastAsia Corporation, Quokka Development Corporation, Quokka Corp., Pattern Farms Design Inc., and Amalgamated Investment Bancorporation. He served as the President and CEO of Bank

of Commerce from 2013 to 2018 and as Executive Director and later on Managing Director of Maybank ATR Kim Eng Capital Partners, Inc. from 2001 to 2013. Over the years, Mr. Benares held various positions at Asian Alliance Investment as Managing Director, Insular Investment & Trust Corporation as Executive Vice President, Philamlife as Vice President, and United Coconut Planters Bank as Vice President for Account Management. Mr. Benares holds a degree of BS Mechanical Engineering from De La Salle University and has a Master's Degree in Business Management from the Asian Institute of Management.

### **Executive Officers**

The key members of the management team, aside from those above mentioned, are as follows:

#### ***Catherine L. Ong***

*SVP – Treasurer*

Catherine L. Ong, 72, Filipino, COL's SVP – Treasurer, is also the Chairman of COL Equity Index Unitized Mutual Fund, Inc. and COL Strategic Growth Equity Unitized Mutual Fund, Inc. (formerly COL Cash Management Unitized Mutual Fund, Inc.), the SVP – Chief Audit Executive and Director of CTS Global Equity Group, Inc. and the Executive Vice President and Treasurer of Cedarside Industries, Inc., Barrington Carpets, Inc., and Citimex, Inc. She has held the latter position for more than 30 years. She was formerly a director of COL. She has extensive experience in banking, having held various positions in Metropolitan Bank and Trust Company (Metrobank). She was an Assistant Vice President and Area Supervisor of Metrobank and served as a Director of Metrobank's subsidiary, Pan Philippines Life Insurance Corp. (now known as Philippine Axa Life). Ms. Ong graduated from the Philippine Women's University with a Bachelor of Science Degree in Business Administration, Major in Accounting.

#### ***Juan G. Barredo***

*FVP – Chief Customer Experience Officer*

Juan "Juanis" G. Barredo, 56, Filipino, Chief Customer Experience Officer for COL, oversees the positive operations of COL's Business Center, its Sales division as well as its Premium and Retail Customer Service divisions. He also spearheads the COL Investor Seminar Series, the flagship investor education program of the Corporation, geared to empower COL customers and the investing public to build their knowledge base through a series of progressive stock market training sessions so that they can confidently invest in the Philippine Stock Market. He has addressed an audience of over 200,000 people nationwide with topics ranging from the basics of stock market investing to introductory and advanced technical analysis seminars. Mr. Barredo holds a Bachelor of Arts degree in Philosophy from De La Salle University in 1990 and is a Certified Securities Representative.

#### ***Nikos J. Bautista***

*FVP – Chief Technology Officer*

Nikos J. Bautista, 55, Filipino, is the Chief Technology Officer of COL. He was also a consultant and a committee member for the Trading System Project of the PSE which was launched successfully mid-2010 and for various projects of the PDEX. He was with the I.T. Department of the PSE as manager, in charge of all the I.T.-related activities of the Exchange from 1993 to 1997. In 1997, he joined Computershare, an Australian-based software development company specializing in trading systems wherein he took charge of all technical aspects of the business. In 2000, he put up a software development company, Finatechs, Inc., where he served as its President and Chief Executive Officer until 2003. Mr. Bautista is a graduate of De La Salle University with a Bachelor of Computer Science Degree with Masteral Courses in Computer Science.

***Lorena E. Velarde***

*FVP – Chief Financial Officer*

Lorena E. Velarde, 53, Filipino, is the Chief Financial Officer of COL and was appointed in such position after having served as the Corporation’s Financial Controller from 2010 to 2020. She is concurrently an Associated Person of CTS Global Equity Group, Inc. and the Treasurer of COL Investment Management, Inc., COL Equity Index Unitized Mutual Fund, Inc., and COL Strategic Growth Equity Unitized Mutual Fund, Inc. (formerly COL Cash Management Unitized Mutual Fund, Inc.) She was previously the Accounting Department Head of CTS Global Equity Group, Inc. and Citiseq Asset Management, Inc., the fund manager for Citiseq Growth and Income Fund, Inc. Before that, she was a Senior Associate in-charge at SyCip Gorres Velayo & Co. which provided her extensive training in tax, accounting and financial reporting. Ms. Velarde graduated from the University of Santo Tomas with a Bachelor of Science Degree in Commerce Major in Accounting in 1991 and became a Certified Public Accountant in the same year.

***April Lynn L. Tan***

*FVP – Chief Investor Relations and Corporate Strategy*

April Lynn L. Tan, 48, Filipino, is the Chief Investor Relations and Corporate Strategy of COL. She is the Corporation’s Chief Equity Strategist, Under this role, she has been consistently voted as one of the top three equity strategists by the Fund Managers’ Association of the Philippines, and in 2019, she was voted as “Best Strategist” in the country. She was appointed as the head of COL’s Research Team in 2003 and has been doing equity research since 1996. She is also a Certified Securities Representative and a Certified Investment Solicitor. Outside of her work with COL, she writes a weekly column named “Intelligent Investing” for the Philippine Daily Inquirer and hosts the TV show “Insight with April Lee Tan” for ANC. She is an active member of the CFA Society of the Philippines and was the President of the Society from 2009 to 2016. Under her leadership, CFA Philippines won the “Global CFA Institute Research Challenge” thrice and several Society Excellence Awards including the “Most Outstanding Society” for its size. Ms. Tan holds a Bachelor of Science Degree in Management Engineering from the Ateneo de Manila University. In 2000, she earned the right to use the Chartered Financial Analyst (CFA) designation.

***Melissa O. Ng***

*VP – Head of Operations*

Melissa O. Ng, 51, Taiwanese, holds a Bachelor of Science Degree in Applied Economics and a Bachelor of Science Degree in Business Management from De La Salle University. She earned her MBA (Silver Medalist) from De La Salle University in 2000. She has been with COL since 2007 and has previous banking experience from Security Bank and Union Bank of the Philippines.

***Sharon T. Lim***

*VP – Head of Legal & Compliance*

Sharon T. Lim, 44, Filipino, started with the Corporation as its Compliance and Legal Officer and was appointed as the Head of the Legal and Compliance Department in 2016. She was appointed as Corporate Secretary on November 2018 and also serves as the Corporate Secretary of CTS Global Equity Group, Inc., COL Equity Index Unitized Mutual Fund, Inc., COL Strategic Growth Equity Unitized Mutual Fund, Inc., and COL Investment Management, Inc. She was the Head of COL’s Human Resources Department from 2016 up to 2019. Atty. Lim previously worked at Puyat, Jacinto, and Santos Law Offices and Picazo Buyco Tan Fider and Santos Law Offices. She graduated with a degree of Bachelor of Science in Management Engineering from the Ateneo de Manila University, Bachelor of Laws from the University of the Philippines, and Master of Laws (Corporate & Financial Services Law) from the National University of Singapore. She was admitted to the Philippine Bar in 2007, is a licensed Associated Person and Certified Information Privacy Manager.

**Joyce G. Chan**

*VP – Head of Client Services*

Joyce G. Chan, 39, Filipino, graduated with a Bachelor of Arts degree in Communications from Ateneo De Manila University. She started as a Management Associate with the Philam Group of Companies before becoming a Corporate Trainer and Development Officer. She joined COL in 2010 as its Sales Manager and was later on appointed as the Head of Customer Support. She was recently promoted as Head of Client Services of the Corporation, handling the operations of both the Customer Support Department and the Premium Clients Group of COL. She is a Certified Securities Representative, Certified Investment Solicitor, Certified UITF Sales Person, and a Fellow in the Life Management Institute with Honors.

**Gabriel Jose E. Mendiola**

*AVP – Software Development*

Gabriel Jose E. Mendiola, 42, Filipino, is the Head of Software Development of COL. He started working at the Corporation in 2007 as the I.T. Manager, and is currently in charge of the design, development, and evaluation of computer software or systems used by COL. He is also involved in dictating technical standard, tools, and platforms. Before joining COL, he worked at Unisys Philippines, Ltd. and at GXS Philippines, Inc. as Senior Software Engineer. Mr. Mendiola is a Computer Science – Information Technology graduate of De LaSalle University.

**Rea P. Orteza**

*AVP – Head of Accounting Operations*

Rea P. Orteza, 44, Filipino, started as the Accounting Manager of CTS Global Equity Group, Inc. where she served for 10 years before transitioning to COL. She was appointed as Accounting Senior Manager in 2016 and AVP – Head of Accounting Operations in 2021. Ms. Orteza is a B.S. Accountancy graduate from the Central Philippine University and is a certified public accountant.

**Term of Office**

Pursuant to the By-Laws of COL, the directors are elected at each annual stockholders' meeting by stockholders entitled to vote. Each director holds office until the next annual election and their successor is duly elected, unless they resign, die, or are removed prior to such election.

**Resignation/Retirement of Directors and Executive Officers as of December 31, 2023**

None of the directors have resigned or declined to stand for re-election since the date of the last annual meeting of stockholders because of a disagreement with the Corporation on any matter relating to the Corporation's operations, policies, or practices.

**Significant Employees**

No single person is considered to have made a significant contribution to the business since COL considers the collective efforts of all its employees as instrumental to the overall success of the Corporation's performance.

**Family Relationships**

Mr. Alexander C. Yu & Mr. Raymond C. Yu and Mr. Edward K. Lee & Ms. Catherine L. Ong are siblings. Aside from them, there are no other family relationships either by consanguinity or affinity up to the fourth (4<sup>th</sup>) civil degree among its directors, executive officers, and nominees for election as directors.

## **Involvement in Certain Legal Proceedings**

COL is not aware of any of the following events having occurred during the past five (5) years up to the date of this report that are material to an evaluation of the ability or integrity of any director, nominee for election as director, executive officer, underwriter, or controlling person of the Corporation:

- (1) Any bankruptcy petition filed by or against any business of which any of the above persons was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time;
- (2) Any order or judgment, or decree, not subsequently reversed, suspended, or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending, or otherwise limiting the involvement of any of the above persons in any type of business, securities, commodities, or banking activities; and
- (3) Any findings by a domestic or foreign court of competent jurisdiction (in civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization, that any of the above persons has violated a securities or commodities law, and the judgment has not been reversed, suspended, or vacated.

COL is not involved in and none of its properties are subject to, any material legal proceedings that could potentially affect its operations and financial capabilities.

## **Item 11. Executive Compensation**

### **Standard Arrangements**

#### ***Directors***

Each director is entitled to a reasonable per diem, which amount shall, according to Article III, Section 8 of the Parent Company's Amended By-laws, not exceed ten percent (10%) of the net income before income tax of the Parent Company during the previous year.

Below is a summary of the per diem given to the directors of the Parent Company as a group:

	<b>Years Ended December 31 (in ₱ million)</b>	
	<b>2023</b>	<b>2022</b>
Per diem of the Board of Directors as a group	₱2.20	₱2.35

The per diems received by each director in 2023 are broken down as follows:

<b>Director</b>	<b>Per Diem</b>
Conrado F. Bate	₱250,000
Paulwell Han	₱250,000
Hernan G. Lim	₱300,000
Raymond C. Yu	₱300,000
Wellington C. Yu	₱300,000
Arthur G. Gindap	₱250,000
Betty C. Siy-Yap	₱300,000
Roberto C. Benares	₱250,000
<b>TOTAL</b>	<b>₱2,200,000</b>

The remaining directors (namely, Edward K. Lee, Alexander C. Yu, and Sohei Obara) have waived their right to receive per diems. Aside from this, directors do not receive any other form of remuneration in their capacity as such directors.

Below is a summary of the guaranteed pay of the five highest-paid executive officers and the Parent Company's executives and officers as a group:

<b>SUMMARY COMPENSATION TABLE</b>			
<b>Annual Compensation</b>			
<b>(in ₱ Million)</b>	<b>Annual Salary 2024 (est.)</b>	<b>Annual Salary 2023</b>	<b>Annual Salary 2022</b>
<b>a) Chief Executive Officer and the Four Most Compensated Executives:</b>			
<i>Conrado F. Bate</i> President & CEO <i>Catherine L. Ong</i> SVP/Treasurer <i>Juan G. Barredo</i> FVP- Chief Customer Experience Officer <i>Lorena E. Velarde</i> FVP- Chief Financial Officer <i>April Lynn L. Tan</i> FVP- Chief Investor Relations and Corporate Strategy			
<b>All above-named Executives and Officers as a Group</b>	₱30.42	₱27.80	₱27.80
<b>b) All other Executives and Officers as a Group</b>	₱11.50	₱10.50	₱10.50

### **Warrants and Options**

There are no outstanding warrants or options held by directors or officers. There are no actions to be taken with regard to election, any bonus or profit-sharing, change in pension / retirement plan, granting of or extension of any options, warrants, or rights to purchase any securities.

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

There are no special employment contracts between COL and the executive officers named in the preceding paragraphs. Likewise, there are no compensatory plans or arrangements with respect to a named executive officer.

## **Item 12. Security Ownership of Certain Beneficial Owners and Management**

### **Security Ownership of Certain Record and Beneficial Owners**

Owners of more than 5% of COL's voting securities as of February 29, 2024 are as follows:

<b>Title of Class</b>	<b>Name, Address of Record Owner and Relationship with the Issuer</b>	<b>Name of Beneficial Owners and Relationship with Record Owner</b>	<b>Citizenship</b>	<b>No. of Shares Held Directly (D) or under PCD (P)</b>	<b>Percent (%)</b>
Common	PCD Nominee Corp. G/F Makati Stock Exchange Bldg., 6767 Ayala Avenue, Makati	Various	Filipino	1,678,486,660 (D)	35.26
			Non-Filipino	188,178,290 (D)	3.95
	Daiwa Securities Group, Inc. <sup>1</sup>	Daiwa Securities Group, Inc.	Japanese	739,240,000 (P)	15.53

<sup>1</sup> The Board of Directors of Daiwa Securities Group, Inc. ("Daiwa") has the power to decide how COL shares held by Daiwa are to be voted.

	GranTokyo North Tower, 9-1, Marunouchi 1- chrome, Tokyo, Japan				
	<b>Lee, Edward K.</b> Mahogany St., Makati	Lee, Edward K.	Filipino	622,500,000 (D) 315,533,000 (P)	21.72
	<b>Lee, Lydia C.</b> Mahogany St., Makati			10,000,000 (D) 36,023,000 (P)	
	<b>Lee, Edmund C.</b> Mahogany St., Makati			20,400,000 (P)	
	<b>Teo, Eleanore L. or Lee, Edmund C.</b> Mahogany St., Makati			20,000,000 (P)	
	<b>ELLE &amp; Co., Inc.<sup>2</sup></b> 2701C East Tower, PSE Centre, Exchange Rd, Ortigas Center, Pasig			9,535,000 (P)	
	<b>Yu, Alexander C.</b> Ortega St., San Juan			Yu, Alexander C.	
	<b>Yu, Elizabeth N.</b> Ortega St., San Juan	23,407,000 (P)			
	<b>Yu, Adrian Alexander N.</b> Ortega St., San Juan	34,046,000 (P)			
	<b>Yu, Michelle Angeline N.</b> Ortega St., San Juan	40,578,000 (P)			
	<b>Yu, Tiffany Anne N.</b> Ortega St., San Juan	30,000,000 (P)			
	<b>Han, Paulwell</b> G/F Broom Road, Happy Valley, Hong Kong	Han, Paulwell	Chinese		1,000,000 (D) 98,158,750 (P)
	<b>Han, Kelvin J.</b> G/F Broom Road, Happy Valley, Hong Kong			300,000,000 (P)	

\*No other single individual owns more than 5% - 10% of the total outstanding shares of COL as of February 29, 2024.

### **Security Ownership of Management as of February 29, 2024**

<b>Title of Class</b>	<b>Name of Owner</b>	<b>Position</b>	<b>Citizenship</b>	<b>Total No. of Shares</b>	<b>Percent (%)</b>
Common	Edward K. Lee	Chairman	Filipino	1,033,991,000	21.72
Common	Alexander C. Yu	Vice-Chairman	Filipino	658,406,250	13.83
Common	Conrado F. Bate	Director/President/CEO	Filipino	198,732,599	4.18
Common	Hernan G. Lim	Director	Filipino	175,261,850	3.68
Common	Raymond C. Yu	Director	Filipino	206,805,400	4.34
Common	Wellington C. Yu	Director	Filipino	100,000	0.00
Common	Sohei Obara	Director	Japanese	1	0.00
Common	Paulwell Han	Director	Chinese	399,158,750	8.39
Common	Arthur G. Gindap	Independent Director	Filipino	120,000	0.00
Common	Roberto C. Beñares	Independent Director	Filipino	1,000	0.00
Common	Betty C. Siy-Yap	Independent Director	Filipino	1,000	0.00

<sup>2</sup> Mr. Edward K. Lee, Chairman of the Board of ELLEE & Co., Inc. (“Ellee”), has been named and appointed to exercise Ellee’s voting power.

<b>Title of Class</b>	<b>Name of Owner</b>	<b>Position</b>	<b>Citizenship</b>	<b>Total No. of Shares</b>	<b>Percent (%)</b>
Common	Catherine L. Ong	SVP/Treasurer	Filipino	87,928,000	1.85
Common	Juan G. Barredo	FVP – Chief Customer Experience Officer	Filipino	8,017,500	0.17
Common	Nikos J. Bautista	FVP – Chief Technology Officer	Filipino	11,602,000	0.24
Common	Lorena E. Velarde	FVP – Chief Financial Officer	Filipino	4,500,000	0.09
Common	April Lynn L. Tan	FVP – Chief Investor Relations and Corporate Strategy	Filipino	12,180,000	0.26
Common	Melissa O. Ng	VP – Head of Operations	Taiwanese	2,587,500	0.05
Common	Sharon T. Lim	VP – Head of Legal & Compliance	Filipino	454,500	0.01
Common	Joyce G. Chan	VP – Head of Client Services	Filipino	4,025,000	0.08
Common	Gabriel Jose E. Mendiola	AVP - Software Development	Filipino	43,325,000	0.91
Common	Rea P. Orteza	AVP – Head of Accounting Operations	Filipino	3,000	0.00
<b>Common</b>	<b>Key Officers and Directors (as a group)</b>			<b>2,847,200,350</b>	<b>59.82</b>

As of February 29, 2024, the Parent Company’s public float is 24.65%.

### **Item 13. Certain Relationships and Related Transactions**

Transactions between related parties are based on terms similar to those offered to nonrelated parties. The transactions are done in the normal conduct of operations and are recorded in the same manner as transactions that are entered into with other parties.



## PART IV - EXHIBITS AND SCHEDULES

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

#### Exhibits

Please refer to the attached Index to Consolidated Financial Statements and Supplementary Schedules on page 44.

#### Reports on SEC Form 17-C

Items reported under SEC Form 17-C filed during the last six months of the period covered by this report are as follows:

<b>Items Reported</b>	<b>Date Filed</b>	<b>Announcement Date</b>	<b>Circular No.</b>
1. Change in Shareholdings of Directors and Principal Officers	12/28/2023	12/28/2023	C08983-2023
2. Change in Shareholdings of Directors and Principal Officers	12/22/2023	12/22/2023	C08925-2023
3. Change in Shareholdings of Directors and Principal Officers	12/19/2023	12/19/2023	C08821-2023
4. Change in Shareholdings of Directors and Principal Officers	12/13/2023	12/13/2023	C08674-2023
5. Change in Shareholdings of Directors and Principal Officers	12/13/2023	12/13/2023	C08673-2023
6. Change in Shareholdings of Directors and Principal Officers	12/07/2023	12/07/2023	C08577-2023
7. Material Information/Transactions	11/17/2023	11/17/2023	C08235-2023
8. Change in Shareholdings of Directors and Principal Officers	11/16/2023	11/16/2023	C08197-2023
9. Change in Shareholdings of Directors and Principal Officers	11/10/2023	11/10/2023	C08026-2023
10. Change in Shareholdings of Directors and Principal Officers	11/06/2023	11/06/2023	C07824-2023
11. Change in Shareholdings of Directors and Principal Officers	10/19/2023	10/19/2023	C07559-2023
12. Change in Shareholdings of Directors and Principal Officers	10/13/2023	10/13/2023	C07464-2023
13. Change in Shareholdings of Directors and Principal Officers	10/09/2023	10/09/2023	C07348-2023
14. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07258-2023
15. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07257-2023
16. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07255-2023
17. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07254-2023
18. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07253-2023
19. Change in Shareholdings of Directors and Principal Officers	10/03/2023	10/03/2023	C07252-2023
20. Change in Shareholdings of Directors and	09/15/2023	09/15/2023	C06939-2023

<b>Items Reported</b>	<b>Date Filed</b>	<b>Announcement Date</b>	<b>Circular No.</b>
Principal Officers			
21. Change in Shareholdings of Directors and Principal Officers	09/05/2023	09/05/2023	C06767-2023
22. Change in Shareholdings of Directors and Principal Officers	09/05/2023	09/05/2023	C06766-2023
23. Change in Shareholdings of Directors and Principal Officers	08/30/2023	08/30/2023	C06666-2023
24. Change in Shareholdings of Directors and Principal Officers	08/18/2023	08/18/2023	C06479-2023
25. Material Information/Transactions	08/16/2023	08/16/2023	C06415-2023
26. Change in Shareholdings of Directors and Principal Officers	08/14/2023	08/14/2023	C06326-2023
27. Change in Shareholdings of Directors and Principal Officers	07/27/2023	07/27/2023	C05733-2023
28. Change in Shareholdings of Directors and Principal Officers	07/21/2023	07/21/2023	C05594-2023
29. Change in Shareholdings of Directors and Principal Officers	07/17/2023	07/17/2023	C05457-2023
30. Change in Shareholdings of Directors and Principal Officers	07/17/2023	07/17/2023	C05456-2023
31. Change in Shareholdings of Directors and Principal Officers	07/11/2023	07/11/2023	C05336-2023
32. Change in Shareholdings of Directors and Principal Officers	07/05/2023	07/05/2023	C05233-2023


**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 Pasig on April 3, 2024.

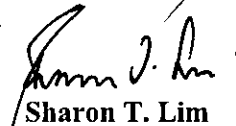
**COL FINANCIAL GROUP, INC.**  
**Issuer**

By:

  
**Conrado F. Bate**  
President and Chief Executive Officer


  
**Catherine L. Ong**  
SVP, Treasurer

  
**Lorena E. Velarde**  
FVP and Chief Financial Officer

  
**Sharon T. Lim**  
VP, Corporate Secretary

**SUBSCRIBED AND SWORN** to before me this 3<sup>rd</sup> day of April 2024, at Pasig, affiants exhibiting to me their Passports, as follows:

<b>NAMES</b>	<b>PASSPORT NO.</b>	<b>DATE OF ISSUE</b>	<b>PLACE OF ISSUE</b>
Conrado F. Bate	PP # P8211336A	August 3, 2018	DFA Manila
Catherine L. Ong	PP # P7000517A	May 2, 2018	DFA NCR East
Lorena E. Velarde	PP # P7302444A	May 24, 2018	DFA NCR East
Sharon T. Lim	PP # P7315563B	August 2, 2021	DFA Manila

  
**ATTY. STEPHANIE FAYE B. REYES**  
For the Cities of Pasig, San Juan and the  
Municipality of Pateros  
Expiring on 31 December 2024  
Appointment No. 35 (2023-2024) Pasig City  
Roll No. 64239/IBP LRN 13768/RSM  
PTR No. 0173794/01.03.24/Pasig City  
MCLE Compliance No. VII-0015821/04.20.22  
2703C East Tower Tektite Towers (formerly PSE Centre),  
Exchange Road, Ortigas Center, Pasig City 1605

Doc. No. 183:  
Page No. 38:  
Book No. 5:  
Series of 2024.

**COL FINANCIAL GROUP, INC.**  
**SEC FORM 17-A**

**INDEX TO CONSOLIDATED FINANCIAL STATEMENTS  
AND SUPPLEMENTARY SCHEDULES**

<b>FINANCIAL STATEMENTS</b>	<b>Remarks/Attachments</b>
Statement of Management’s Responsibility for Financial Statements	✓
Independent Auditors Report	✓
Consolidated Statements of Financial Position as of December 31, 2023 and 2022	✓
Consolidated Statements of Income for the Years Ended December 31, 2023, 2022 and 2021	✓
Consolidated Statements of Comprehensive Income for the Years Ended December 31, 2023, 2022 and 2021	✓
Consolidated Statements of Changes in Equity for the Years Ended December 31, 2023, 2022 and 2021	✓
Consolidated Statements of Cash Flows for the Years Ended December 31, 2023, 2022 and 2021	✓
Notes to Consolidated Financial Statements	✓
<b>SUPPLEMENTARY SCHEDULES</b>	
Report of Independent Auditors on Supplementary Schedules	✓
Report of Independent Auditors on Components of Financial Soundness Indicators	✓
Schedule I. Reconciliation of Retained Earnings Available for Dividend Declaration Pursuant to SRC Rule 68, as Amended and SEC Memorandum Circular No. 11	✓
Schedule II. Supplementary Schedules under Annex 68-J Pursuant to SRC Rule 68, as Amended	✓
Schedule III. Map of the Relationships of the Companies within the Group Pursuant to SRC Rule 68, as Amended	✓
Schedule IV. Schedule Showing Financial Soundness Indicators Pursuant to SRC Rule 68, as Amended	✓
Sustainability Report	✓

# COVER SHEET

for  
**AUDITED FINANCIAL STATEMENTS**

SEC Registration Number

A	1	9	9	9	1	0	0	6	5
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**COMPANY NAME**

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

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

U	n	i	t	2	4	0	1	-	B	E	a	s	t	T	o	w	e	r	,	T	e	k	t	i	t
e	T	o	w	e	r	s	E	x	c	h	a	n	g	e	R	o	a	d	,	O	r	t	i	g	a
s	C	e	n	t	e	r	,	P	a	s	i	g	C	i	t	y									

Form Type

1	7	-	A
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Department requiring the report

C	F	D
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Secondary License Type, If Applicable

B	r	o	k	e	r
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COMPANY INFORMATION

Company's Email Address

helpdesk@colfinancial.com
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Company's Telephone Number

(02) 8636-5411
----------------

Mobile Number

NA
----

No. of Stockholders

32
----

Annual Meeting (Month / Day)

03/NA
-------

Fiscal Year (Month / Day)

12/31
-------

CONTACT PERSON INFORMATION

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

Name of Contact Person

Mr. Conrado F. Bate
---------------------

Email Address

dino.bate@colfinancial.com
----------------------------

Telephone Number/s

(02) 8636-5411
----------------

Mobile Number

NA
----

CONTACT PERSON'S ADDRESS

**Unit 2401-B East Tower, Tektite Towers Exchange Road, Ortigas Center, Pasig City**

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

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



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


The Management of COL Financial Group, Inc. and Subsidiaries (the Group) is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, as of December 31, 2023 and 2022, 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 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.


The Board of Directors (BOD) is responsible for overseeing the Group's financial reporting process.

The BOD reviews and approves the consolidated financial statements including the schedules attached therein, and submits the same to the stockholders of the Group.

SyCip Gorres Velayo & Co., the independent auditors appointed by the stockholders, has audited the consolidated financial statements of the Group in accordance with Philippine Standards on Auditing, and in its report to the BOD and stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

  
Edward K. Lee  
Chairman of the Board

  
Conrado F. Bate  
President and Chief Executive Officer

  
Lorena E. Velarde  
First Vice President and Chief Financial Officer

Signed this 20<sup>th</sup> day of March 2024.

***Statement of Management's Responsibility  
for Consolidated Financial Statements***

SUBSCRIBED AND SWORN to before me this 20<sup>th</sup> day of March 2024, at Pasig, affiants exhibited to me their respective competent evidences of identity, as follows:

<u>Name</u>	<u>Document No.</u>	<u>Date/Place Issued</u>
Edward K. Lee	PP # P5099380B	March 11, 2020/ DFA NCR East
Conrado F. Bate	PP # P8211336A	Aug. 3, 2018/ DFA Manila
Lorena E. Velarde	PP # P7302444A	May 24, 2018/ DFA NCR East

NOTARY PUBLIC

*Steffi Nicole P. Flores*

**ATTY. STEFFI NICOLE P. FLORES**

For the City of Pasig and the Municipality of Pateros

Expiring on 31 December 2025

Appointment No. 89 (2024-2025) Pasig City

Roll No. 74089/ IBP No. 392582/01-03-24/Quezon City

PTR No. 0173795/01.03.2024/Pasig City

MCLE Compliance No. VII-0012504/03.08.22

2703C East Tower Tektite Towers (formerly PSE Centre),

Exchange Road, Ortigas Center, Pasig City 1605

Doc. No. 517;  
Page No. 105;  
Book No. 2;  
Series of 2024.

## INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders  
COL Financial Group, Inc.  
Unit 2401-B East Tower, Tektite Towers  
Exchange Road, Ortigas Center, Pasig City

### Opinion

We have audited the consolidated financial statements of COL Financial Group, Inc. (the Parent Company) and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, 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, 2023, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at December 31, 2023 and 2022, and their financial performance and their cash flows for each of the three years in the period ended December 31, 2023 in accordance with Philippine Financial Reporting Standards (PFRSs).

### Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the 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 audit 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 the 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, 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 matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.





### *Information Technology Environment Supporting the Stockbrokerage Business*

The Parent Company is highly dependent on the reliability and continuity of its information technology (IT) environment to support the automated data processing of its stockbrokerage business. This IT environment is key to the Parent Company's revenue generation activity and is relied upon in many aspects of its financial reporting process. We, therefore, considered the testing of the controls over IT processes of the Parent Company to address the IT process risks as a key audit matter.

#### *Audit response*

We performed procedures to obtain an understanding of the Parent Company's IT environment, which covers the IT applications and supporting infrastructure, IT processes and IT personnel. We obtained an understanding and performed testing of the IT controls over program changes to the IT applications, user access management to the IT applications and databases, and management of IT operations. To the extent applicable, we performed testing of the design and operation of the IT controls of the applications supporting the trading-related revenue process and the financial reporting process. We evaluated and considered the results of the testing of controls in the design and extent of our substantive audit procedures.

#### **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, 2023 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, 2023 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 audit of the consolidated financial statements, our responsibility is to read the other information 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 PFRSs, 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 Audit 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 group audit. We remain solely responsible for our audit opinion.



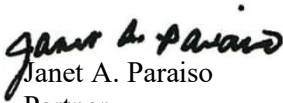
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 Janet A. Paraiso.

SYCIP GORRES VELAYO & CO.



Janet A. Paraiso

Partner

CPA Certificate No. 92305

Tax Identification No. 193-975-241

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

BIR Accreditation No. 08-001998-062-2023, October 23, 2023, valid until October 22, 2026

PTR No. 10079894, January 5, 2024, Makati City

March 20, 2024



**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

	<b>December 31</b>					
	<b>2023</b>			<b>2022</b>		
	<b>Money Balance</b>	<b>Security Valuation</b>		<b>Money Balance</b>	<b>Security Valuation</b>	
	<b>Long</b>	<b>Short</b>		<b>Long</b>	<b>Short</b>	
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents (Note 4)	₱9,438,980,073			₱10,427,435,769		
Cash in a segregated account (Notes 4 and 5)	25,603,100			96,816,474		
Short-term time deposits (Note 4)	200,000,000			–		
Financial assets at fair value through profit or loss (Note 6)	91,048,410	₱1,547,619		84,847,281		₱1,360,765
Investment securities at amortized cost (Note 8)	392,290,753			200,200,000		
Trade receivables (Notes 7 and 20)	880,005,226	5,507,760,133		1,191,968,433		6,342,714,175
Other receivables (Notes 7 and 20)	92,063,144			65,432,542		
Prepayments	8,810,191			7,618,410		
Other current assets (Note 12)	21,654,097			16,133,834		
<b>Total Current Assets</b>	<b>11,150,454,994</b>			<b>12,090,452,743</b>		
<b>Noncurrent Assets</b>						
Investment securities at amortized cost (Note 8)	1,000,015,465			800,508,963		
Property and equipment (Note 9)	71,713,990			94,819,982		
Investment property (Note 10)	12,256,814			13,132,301		
Intangibles (Note 11)	7,866,334			9,294,245		
Deferred income tax assets (Note 19)	2,217,584			1,983,753		
Other noncurrent assets (Note 12)	77,296,884			75,835,819		
<b>Total Noncurrent Assets</b>	<b>1,171,367,071</b>			<b>995,575,063</b>		
<b>TOTAL ASSETS</b>	<b>₱12,321,822,065</b>			<b>₱13,086,027,806</b>		
Securities in box, in Philippine Depository and Trust Corporation and Hong Kong Securities Clearing Company, Limited					₱98,073,710,631	₱95,451,307,793

(Forward)



	December 31					
	2023			2022		
	Money Balance	Security Valuation		Money Balance	Security Valuation	
		Long	Short		Long	Short
<b>LIABILITIES AND EQUITY</b>						
<b>Current Liabilities</b>						
Trade payables (Notes 13 and 20)	₱9,898,277,252	₱92,564,402,879		₱10,888,800,762	₱89,107,232,853	
Lease liabilities - current portion (Note 21)	19,662,395			19,413,343		
Other current liabilities (Note 14)	125,682,186			105,924,963		
<b>Total Current Liabilities</b>	<b>10,043,621,833</b>			<b>11,014,139,068</b>		
<b>Noncurrent Liabilities</b>						
Lease liabilities - net of current portion (Note 21)	19,484,158			31,988,179		
Retirement obligation (Notes 18 and 20)	54,387,374			53,872,706		
Deferred income tax liabilities (Note 19)	12,327,097			11,832,429		
<b>Total Noncurrent Liabilities</b>	<b>86,198,629</b>			<b>97,693,314</b>		
<b>Total Liabilities</b>	<b>10,129,820,462</b>			<b>11,111,832,382</b>		
<b>Equity</b>						
Capital stock (Note 15)	476,000,000			476,000,000		
Capital paid-in excess of par value	53,219,024			53,219,024		
Accumulated translation adjustment	34,807,180			35,110,604		
Loss on remeasurement of retirement obligation (Note 18)	(35,499,705)			(23,403,468)		
Retained earnings (Note 15)						
Appropriated	585,919,747			585,722,237		
Unappropriated	1,057,563,532			831,101,681		
<b>Equity Attributable to the Equity Holders of the Parent Company</b>	<b>2,172,009,778</b>			<b>1,957,750,078</b>		
<b>Non-controlling Interest</b> (Note 15)	<b>19,991,825</b>			<b>16,445,346</b>		
<b>Total Equity</b>	<b>2,192,001,603</b>			<b>1,974,195,424</b>		
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>₱12,321,822,065</b>	<b>₱98,073,710,631</b>	<b>₱98,073,710,631</b>	<b>₱13,086,027,806</b>	<b>₱95,451,307,793</b>	<b>₱95,451,307,793</b>

See accompanying Notes to Consolidated Financial Statements.



**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF INCOME**

	<b>Years Ended December 31</b>		
	<b>2023</b>	<b>2022</b>	<b>2021</b>
<b>REVENUES</b> (Note 16)			
Commissions (Note 20)	<b>₱329,599,703</b>	₱447,051,831	₱1,013,013,332
Others:			
Interest income (Notes 4, 5, 6, 7, 8 and 20)	<b>708,469,374</b>	336,345,400	182,061,977
Trail fees	<b>21,973,385</b>	22,117,691	21,484,857
Trading gains - net (Note 6)	<b>5,835,402</b>	5,661,032	52,315,419
Others (Notes 6 and 21)	<b>25,943,044</b>	24,806,870	53,894,412
	<b>1,091,820,908</b>	835,982,824	1,322,769,997
<b>COST OF SERVICES</b>			
Personnel costs - operations (Notes 17, 18 and 20)	<b>88,843,959</b>	77,329,335	70,900,503
Commission expense and professional fees	<b>70,873,120</b>	70,402,730	36,304,828
Communications	<b>39,664,534</b>	40,716,175	41,192,777
Depreciation and amortization (Notes 9, 10, 11 and 21)	<b>28,134,215</b>	31,910,340	207,753
Stock exchange dues and fees (Note 16)	<b>25,104,227</b>	34,272,205	77,006,256
Central depository fees	<b>9,713,091</b>	9,597,119	10,048,614
Research	<b>4,294,197</b>	4,098,539	2,487,492
Others	<b>13,701,996</b>	11,656,271	2,335,792
	<b>280,329,339</b>	279,982,714	240,484,015
<b>GROSS PROFIT</b>	<b>811,491,569</b>	556,000,110	1,082,285,982
<b>OPERATING EXPENSES</b>			
Personnel costs (Notes 17, 18 and 20)	<b>162,777,532</b>	146,022,023	160,214,122
Depreciation and amortization (Notes 9, 10, 11 and 21)	<b>19,254,631</b>	20,964,714	60,813,627
Professional fees (Note 20)	<b>9,753,541</b>	9,471,696	54,596,359
Power, light and water	<b>7,468,023</b>	6,839,537	3,553,269
Advertising and marketing	<b>6,684,206</b>	6,108,083	3,346,014
Insurance	<b>6,077,002</b>	5,684,381	5,169,416
Taxes and licenses	<b>4,927,070</b>	8,984,443	6,626,733
Security and messengerial services	<b>4,655,789</b>	4,229,319	3,969,631
Representation and entertainment	<b>3,374,626</b>	907,647	274,594
Condominium dues and utilities	<b>2,681,352</b>	2,674,198	4,078,657
Directors' fees (Note 20)	<b>2,250,000</b>	2,380,000	1,665,000
Repairs and maintenance	<b>2,169,300</b>	1,133,738	4,836,977
Membership fees and dues	<b>1,868,349</b>	2,107,765	2,172,351
Office supplies	<b>1,558,732</b>	1,915,007	1,278,780
Rentals (Note 21)	<b>1,363,292</b>	362,567	360,771
Trainings, seminars and meetings	<b>1,213,376</b>	842,086	415,072
Provision for (recovery from) credit losses (Note 7)	<b>157,379</b>	(138,864)	(1,199,842)
Others	<b>6,842,322</b>	5,776,241	5,769,056
	<b>245,076,522</b>	226,264,581	317,940,587

(Forward)



	<b>Years Ended December 31</b>		
	<b>2023</b>	<b>2022</b>	<b>2021</b>
<b>OTHER INCOME (LOSSES)</b>			
Interest expense (Notes 18 and 21)	<b>(₱6,118,419)</b>	(₱5,082,653)	(₱5,080,618)
Foreign exchange losses – net	<b>(3,820,284)</b>	(419,091)	(177,891)
Gain on disposal of property and equipment (Note 9)	<b>6,231</b>	2,499	14,459
Loss on sale of investment securities at amortized cost (Note 8)	–	(6,426,327)	–
	<b>(9,932,472)</b>	(11,925,572)	(5,244,050)
<b>INCOME BEFORE INCOME TAX</b>	<b>556,482,575</b>	317,809,957	759,101,345
<b>PROVISION FOR (BENEFIT FROM)</b>			
<b>INCOME TAX (Note 19)</b>			
Current			
Final income tax	<b>127,835,907</b>	59,753,217	27,260,767
Regular corporate income tax	<b>2,657,283</b>	17,955,259	135,419,186
Deferred	<b>363,545</b>	(2,152,278)	14,966,412
	<b>130,856,735</b>	75,556,198	177,646,365
<b>NET INCOME</b>	<b>₱425,625,840</b>	₱242,253,759	₱581,454,980
Attributable to:			
Equity holders of the Parent Company	<b>₱426,579,361</b>	₱244,046,290	₱583,214,719
Non-controlling interest (Note 15)	<b>(93,521)</b>	(1,792,531)	(1,759,739)
	<b>₱425,625,840</b>	₱242,253,759	₱581,454,980
<b>Earnings Per Share (Note 25)</b>			
Basic and diluted	<b>₱0.09</b>	₱0.05	₱0.12



**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

	Years Ended December 31		
	2023	2022	2021
<b>NET INCOME</b>	<b>₱425,625,840</b>	₱242,253,759	₱581,454,980
<b>OTHER COMPREHENSIVE INCOME (LOSS), NET OF TAX</b>			
<i>Item that will not be reclassified to consolidated statements of income:</i>			
Gain (loss) on remeasurement of retirement obligation - net of tax (Note 18)	<b>(12,096,237)</b>	17,253,643	(12,276,715)
<i>Item that may be reclassified subsequently to consolidated statements of income:</i>			
Translation adjustments - net of tax	<b>(303,424)</b>	20,410,228	10,359,926
	<b>(12,399,661)</b>	37,663,871	(1,916,789)
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>₱413,226,179</b>	₱279,917,630	₱579,538,191
Attributable to:			
Equity holders of the Parent Company	<b>₱414,179,700</b>	₱281,710,161	₱581,297,930
Non-controlling interest	<b>(953,521)</b>	(1,792,531)	(1,759,739)
	<b>₱413,226,179</b>	₱279,917,630	₱579,538,191

*See accompanying Notes to Consolidated Financial Statements.*





**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE YEARS ENDED DECEMBER 31, 2023, 2022, AND 2021**

	Equity Attributable to the Equity Holders of the Parent Company							Non-controlling Interest (Note 15)	Total Equity
	Capital Stock (Note 15)	Capital In Excess of Par Value	Accumulated Translation Adjustment	Loss on Remeasurement of Retirement Obligation (Note 18)	Retained Earnings Appropriated (Note 15)	Unappropriated	Total		
<b>Balances at January 1, 2023</b>	<b>₱476,000,000</b>	<b>₱53,219,024</b>	<b>₱35,110,604</b>	<b>(₱23,403,468)</b>	<b>₱585,722,237</b>	<b>₱831,101,681</b>	<b>₱1,957,750,078</b>	<b>₱16,445,346</b>	<b>₱1,974,195,424</b>
Non-controlling interest of subsidiary (Note 15)	–	–	–	–	–	–	–	<b>4,500,000</b>	<b>4,500,000</b>
Total comprehensive income (loss)	–	–	<b>(303,424)</b>	<b>(12,096,237)</b>	–	<b>426,579,361</b>	<b>414,179,700</b>	<b>(953,521)</b>	<b>413,226,179</b>
Appropriation of retained earnings (Note 15)	–	–	–	–	<b>27,332,658</b>	<b>(27,332,658)</b>	–	–	–
Reversal of appropriated retained earnings (Note 15)	–	–	–	–	<b>(27,135,148)</b>	<b>27,135,148</b>	–	–	–
Declaration of cash dividend (Note 15)	–	–	–	–	–	<b>(199,920,000)</b>	<b>(199,920,000)</b>	–	<b>(199,920,000)</b>
<b>Balances at December 31, 2023</b>	<b>₱476,000,000</b>	<b>₱53,219,024</b>	<b>₱34,807,180</b>	<b>(₱35,499,705)</b>	<b>₱585,919,747</b>	<b>₱1,057,563,532</b>	<b>₱2,172,009,778</b>	<b>₱19,991,825</b>	<b>₱2,192,001,603</b>
Balances at January 1, 2022	₱476,000,000	₱53,219,024	₱14,700,376	(₱40,657,111)	₱424,800,068	₱1,152,577,560	₱2,080,639,917	₱18,237,877	₱2,098,877,794
Total comprehensive income (loss)	–	–	20,410,228	17,253,643	–	244,046,290	281,710,161	(1,792,531)	279,917,630
Appropriation of retained earnings (Note 15)	–	–	–	–	160,922,169	(160,922,169)	–	–	–
Declaration of cash dividend (Note 15)	–	–	–	–	–	(404,600,000)	(404,600,000)	–	(404,600,000)
<b>Balances at December 31, 2022</b>	<b>₱476,000,000</b>	<b>₱53,219,024</b>	<b>₱35,110,604</b>	<b>(₱23,403,468)</b>	<b>₱585,722,237</b>	<b>₱831,101,681</b>	<b>₱1,957,750,078</b>	<b>₱16,445,346</b>	<b>₱1,974,195,424</b>
Balances at January 1, 2021	₱476,000,000	₱53,219,024	₱4,340,450	(₱28,380,396)	₱380,579,722	₱922,983,187	₱1,808,741,987	₱19,997,616	₱1,828,739,603
Total comprehensive income (loss)	–	–	10,359,926	(12,276,715)	–	583,214,719	581,297,930	(1,759,739)	579,538,191
Appropriation of retained earnings (Note 15)	–	–	–	–	44,220,346	(44,220,346)	–	–	–
Declaration of cash dividend (Note 15)	–	–	–	–	–	(309,400,000)	(309,400,000)	–	(309,400,000)
<b>Balances at December 31, 2021</b>	<b>₱476,000,000</b>	<b>₱53,219,024</b>	<b>₱14,700,376</b>	<b>(₱40,657,111)</b>	<b>₱424,800,068</b>	<b>₱1,152,577,560</b>	<b>₱2,080,639,917</b>	<b>₱18,237,877</b>	<b>₱2,098,877,794</b>

See accompanying Notes to Consolidated Financial Statements.



**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Years Ended December 31		
	2023	2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Income before income tax	₱556,482,575	₱317,809,957	₱759,101,345
Adjustments for:			
Interest income (Notes 16, and 20)	(708,469,374)	(336,345,400)	(182,061,977)
Depreciation and amortization (Notes 9, 10, 11 and 21)	47,388,846	52,875,054	61,021,380
Interest expense (Notes 18 and 21)	7,008,789	6,564,702	5,080,618
Dividend income (Notes 6 and 16)	(96,335)	(248,170)	(38,952)
Amortization of premium (discount) on investment securities at amortized cost (Note 8)	(73,765)	3,582,068	6,113,471
Gain on disposal of property and equipment (Note 9)	(6,231)	(2,499)	(14,459)
Loss on sale of investment securities at amortized cost (Note 8)	–	6,426,327	–
Other income from rent concessions (Note 21)	–	–	(57,570)
Loss on lease modification (Note 21)	–	–	49,638
Operating income (loss) before working capital changes	(97,765,495)	50,662,039	649,193,494
Decrease (increase) in:			
Cash in a segregated account	71,213,374	(21,343,284)	57,773,481
Financial assets at fair value through profit or loss	(6,201,129)	69,039,142	(118,362,094)
Trade receivables	310,329,516	(197,256,692)	191,971,879
Other receivables	126,178,081	65,453,934	37,453,315
Prepayments	(1,193,284)	583,621	(1,788,832)
Other assets	(1,507,854)	(1,428,904)	(12,200,682)
Increase (decrease) in:			
Trade payables	(989,243,153)	290,627,602	(917,534,390)
Retirement obligation	(15,514,277)	(14,765,332)	9,771,904
Other current liabilities	19,625,815	(41,058,603)	(57,227,086)
Net cash generated from (used in) operations	(584,078,406)	200,513,523	(160,949,011)
Interest received	555,660,691	275,683,096	112,412,968
Income taxes paid	(136,013,453)	(115,306,351)	(183,513,363)
Dividends received	96,335	248,170	38,952
Net cash provided by (used in) operating activities	(164,334,833)	361,138,438	(232,010,454)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Additions to investment securities at amortized cost	(591,723,490)	(24,707,545,266)	(34,965,183,973)
Proceeds from maturity of investment securities at amortized cost	200,200,000	33,377,720,368	31,547,823,633
(Increase) decrease in short-term time deposits	(200,000,000)	–	200,000,000
Acquisitions of property and equipment (Notes 9)	(10,289,179)	(23,573,705)	(5,046,488)
Acquisitions of software and licenses (Note 11)	(143,035)	(73,261)	(537,147)
Proceeds from disposal of property and equipment (Note 9)	6,250	2,500	87,329
Proceeds from sale of investment securities at amortized cost	–	193,561,411	–
Net cash provided by (used in) investing activities	(601,949,454)	8,840,092,047	(3,222,856,646)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Dividends declared and paid (Note 15)	(199,920,000)	(404,600,000)	(309,400,000)
Payment of lease liabilities (Note 21)	(26,751,409)	(27,214,525)	(26,843,394)
Proceeds of issuance of shares to the non-controlling interest (Note 15)	4,500,000	–	–
Net cash used in financing activities	(222,171,409)	(431,814,525)	(336,243,394)
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(988,455,696)</b>	<b>8,769,415,960</b>	<b>(3,791,110,494)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>	<b>10,427,435,769</b>	<b>1,658,019,809</b>	<b>5,449,130,303</b>
<b>CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)</b>	<b>₱9,438,980,073</b>	<b>₱10,427,435,769</b>	<b>₱1,658,019,809</b>

See accompanying Notes to Consolidated Financial Statements.



# COL FINANCIAL GROUP, INC. AND SUBSIDIARIES

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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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### 1. Corporate Information

COL Financial Group, Inc. (the Parent Company or COL Financial) was registered with the Philippine Securities and Exchange Commission (SEC) on August 16, 1999, primarily to engage in the business of broker of securities and to provide stockbrokerage services through innovative internet technology. The registered address of the Parent Company is Unit 2401-B East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City, Philippines.

COL Financial and its subsidiaries are collectively referred hereinto as the “Group”. The Group is engaged in offering stock brokerage and fund distribution services. The Group is also engaged in providing financial advice, in the gathering and distribution of financial and investment information and statistics and in acting as financial, commercial or business representative.

The Parent Company is a public company listed in the Philippine Stock Exchange (PSE).

On August 15, 2006, the Board of Directors (BOD) of the Parent Company approved the acquisition of the exchange trading right of Mark Securities Corporation for the purpose of making the Parent Company a PSE Trading Participant. On December 13, 2006, the BOD of PSE approved the application of the Parent Company as a Corporate Trading Participant in PSE through the transfer of the exchange trading right registered in the name of Mark Securities Corporation and the designation of Mr. Conrado F. Bate as its Nominee Trading Participant (Note 11).

The Parent Company became a clearing member of the Securities Clearing Corporation of the Philippines (SCCP) and started operating its own seat in the PSE on February 16, 2009.

In 2015, the Parent Company was registered and authorized by the SEC to distribute various mutual funds issued by the top six (6) fund providers in the Philippines.

In 2019, the Parent Company has set up its own asset management firm to diversify its portfolio as a one-stop shop online platform for capital market products. The Parent Company has unitized funds, a type of fund structure that uses pooled funds to invest, with individually reported unit values for investors and which are different from the equity-laced mutual funds that it now distributes through its platform.

The accompanying consolidated financial statements of the Group as at December 31, 2023 and 2022 and for each of the three years in the period ended December 31, 2023 were authorized for issue in accordance with a resolution by the BOD on March 20, 2024.

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### 2. Basis of Preparation, Basis of Consolidation and Summary of Material Accounting Policies

#### Basis of Preparation

The accompanying consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). The consolidated financial statements have been prepared on a historical cost basis, except for financial assets at fair value through profit or loss (FVTPL) which have been measured at fair value. The Group’s consolidated financial statements are presented in Philippine peso (PHP), which is the presentation currency under PFRS. Based on the economic substance of the underlying circumstances relevant to the Group, the functional currency of



the Group has been determined to be Philippine peso, except for COL Securities (HK) Limited (COLHK) whose functional currency has been determined to be HK dollar (HK\$). All values are rounded to the nearest peso, except when otherwise indicated.

Basis of Consolidation

The consolidated financial statements comprise the accounts of the Parent Company and its subsidiaries as at December 31, 2023 and 2022 and for each of the three years ended December 31, 2023, after eliminating significant intercompany balances and transactions. The following are the wholly and majority-owned foreign and domestic subsidiaries of COL Financial:

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Effective Percentage of Ownership	Functional Currency
COLHK	Hong Kong	100%	HK\$
COL Investment Management, Inc. (CIMI)	Philippines	70%	PHP
COL Equity Index Unitized Mutual Fund, Inc. (CEIUMF)	Philippines	100%	PHP
COL Strategic Growth Equity Unitized Mutual Fund, Inc. (CSGEUMF) (formerly: COL Cash Management Unitized Mutual Fund, Inc.)	Philippines	100%	PHP

CEIUMF and CSGEUMF started offering its Units of Participation on October 4, 2022 and October 6, 2023, respectively. The assets and liabilities held by CEIUMF and CSGEUMF in relation to the investment of the unitholders as at December 31, 2023 and 2022 are presented in Note 27.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, 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 the amount of the Parent Company’s returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and 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; and
- The Group’s voting rights and potential voting rights.

The Group re-assesses whether or not 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 financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent 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 in 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.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets (including goodwill), liabilities, non-controlling interest and other components of equity while any resulting gain or loss is recognized in profit or loss. Any investment retained is recognized at fair value.

#### Non-Controlling Interest

Non-controlling interest represents the portion of profit or loss and net assets not owned, directly or indirectly, by the Parent Company and are presented in the consolidated statements of income, consolidated statements of comprehensive income, and within equity in the consolidated statements of financial position, separately from equity attributable to the Parent Company.

#### 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 in 2023. 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 a significant impact on the consolidated financial statements of the Group.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

- Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
- Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

The amendments to the Practice Statement provide non-mandatory guidance.

- Amendments to PAS 8, *Definition of Accounting Estimates*

The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.



- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

- Amendments to PAS 12, *International Tax Reform – Pillar Two Model Rules*

The amendments introduce a mandatory exception in PAS 12 from recognizing and disclosing deferred tax assets and liabilities related to Pillar Two income taxes.

The amendments also clarify that PAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two Model Rules published by the Organization for Economic Cooperation and Development (OECD), including tax law that implements qualified domestic minimum top-up taxes. Such tax legislation, and the income taxes arising from it, are referred to as ‘Pillar Two legislation’ and ‘Pillar Two income taxes’, respectively.

The temporary exception from recognition and disclosure of information about deferred taxes and the requirement to disclose the application of the exception, apply immediately and retrospectively upon adoption of the amendments in June 2023.

Meanwhile, the disclosure of the current tax expense related to Pillar Two income taxes and the disclosures in relation to periods before the legislation is effective are required for annual reporting periods beginning on or after January 1, 2023.

#### Standards and Interpretations Issued but not yet Effective

Pronouncements issued but not yet effective are listed below. The Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

##### *Effective beginning on or after January 1, 2024*

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*
- Amendments to PAS 7 and PFRS 7, *Disclosures: Supplier Finance Arrangements*

##### *Effective beginning on or after January 1, 2025*

- PFRS 17, *Insurance Contracts*
- Amendments to PAS 21, *Lack of exchangeability*

##### *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 Material Accounting Policies

### Foreign Currency Translation

Transactions in foreign currencies are initially recorded in the prevailing functional currency spot rate at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the closing functional currency rate of exchange at the reporting period. All differences are taken to the consolidated statement of income.

On consolidation, the assets and liabilities of the consolidated foreign subsidiary are translated into Philippine Peso at the rate of exchange prevailing at the reporting date and their statement of income is translated at the average exchange rates for the year. The exchange differences arising on translation for consolidation are recognized in equity (under 'Accumulated translation adjustment'). Upon disposal of the foreign subsidiary, the component of OCI relating to the foreign subsidiary is recognized in the consolidated statement of income.

### Current versus Non-current Classification

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

- Expected to be realized or intended to be sold or consumed in a normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve (12) months after reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve (12) months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in a normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve (12) months after the reporting period.

All other liabilities are classified as non-current.

Net deferred tax assets (liabilities) are classified as non-current.

### Cash and Cash Equivalents and Time Deposits

Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from dates of acquisition and that are subject to insignificant risk of changes in value.

### Cash in a Segregated Account

Cash in a segregated account represents clients' monies maintained by COLHK with a licensed bank arising from its normal course of business.



The asset is recognized to the extent that COLHK bears the risks and rewards related to the clients' monies deposited in the bank. Similarly, the accompanying liability is recognized to the extent that COLHK has the obligation to deliver cash to its customers upon withdrawal and is liable for any loss or misappropriation of clients' monies.

### Financial Instruments - Initial Recognition and Subsequent Measurement

#### *Date of recognition*

Financial instruments are any contracts that give rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments are recognized in the consolidated statement of financial position when the Group becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace are recognized on the trade date.

#### *Financial instruments at FVTPL*

Financial assets and financial liabilities at FVTPL are recorded in the consolidated statement of financial position at fair value. Changes in fair value are recorded in 'Trading gains (losses) - net' in the consolidated statement of income. Interest earned or incurred is recorded in interest income or expense, respectively, while dividend income is recorded in other revenues according to the terms of the contract, or when the right of the payment has been established.

#### *Initial recognition and classification of financial instruments*

Financial assets are measured at FVTPL unless these are measured at fair value through other comprehensive income (FVOCI) or at amortized cost. Financial liabilities are classified as either financial liabilities at FVTPL or financial liabilities at amortized cost. The classification of financial assets depends on the contractual terms and the business model for managing the financial assets. Subsequent to initial recognition, the Group may reclassify its financial assets only when there is a change in its business model for managing these financial assets. Reclassification of financial liabilities is not allowed.

The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios. As a second step of its classification process, the Group assesses the contractual terms of financial assets to identify whether they pass the contractual cash flows test (SPPI test).

#### *Investment securities at FVOCI*

Investment securities at FVOCI include debt and equity securities. After initial measurement, investment securities at FVOCI are subsequently measured at fair value. The unrealized gains and losses arising from the fair valuation of investment securities at FVOCI are excluded, net of tax as applicable, from the reported earnings and are included in the consolidated statement of comprehensive income as 'Change in net unrealized loss on investment securities at FVOCI'.

Debt securities at FVOCI are those that meet both of the following conditions: (i) the asset is held within a business model whose objective is to hold the financial assets in order to both collect contractual cash flows and sell financial assets; and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the outstanding principal amount. The effective yield component of debt securities at FVOCI, as well as the impact of restatement on foreign currency-denominated debt securities at FVOCI, is reported in the statement of income. Interest earned on holding debt securities at debt securities at FVOCI are reported as 'Interest income' using the effective interest rate (EIR) method. When the debt securities at FVOCI are disposed of, the cumulative gain or loss previously recognized in the statement of comprehensive





income is recognized as 'Trading and securities gain (loss) - net' in the consolidated statement of income. The expected credit losses (ECL) arising from impairment of such investments are recognized in OCI with a corresponding charge to 'Provision for credit losses' in the consolidated statement of income.

Equity securities designated at FVOCI are those that the Group made an irrevocable election to present in OCI the subsequent changes in fair value. Dividends earned on holding equity securities at FVOCI are recognized in the consolidated statement of income as 'Dividends' when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Gains and losses on disposal of these equity securities are never recycled to profit or loss, but the cumulative gains or losses previously recognized in the consolidated statement of comprehensive income is reclassified to 'Retained earnings' or any other appropriate equity account upon disposal. Equity securities at FVOCI are not subject to impairment assessment.

The Group had no investment securities at FVOCI as at December 31, 2023 and 2022.

#### *Financial assets at amortized cost*

Financial assets at amortized cost are debt financial assets that meet both of the following conditions: (i) these are held within a business model whose objective is to hold the financial assets in order to collect contractual cash flows; and (ii) the contractual terms give rise on specified dates to cash flows that are SPPI on the outstanding principal amount. This accounting policy mainly relates to the consolidated statement of financial position captions 'Cash and cash equivalents', 'Cash in a segregated account', 'Short-term time deposits', 'Trade receivables', 'Other receivables', 'Investment securities at amortized cost' and deposit and refundable contributions to Clearing and Trade Guarantee Fund (CTGF) and refundable deposits under 'Other noncurrent assets', which arise primarily from service revenues and other types of receivables.

After initial measurement, financial assets at amortized cost are subsequently measured at amortized cost using the EIR method, less impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the EIR. The amortization is included in 'Interest income' in the consolidated statement of income. Gains and losses are recognized in statement of income when these investments are derecognized or impaired, as well as through the amortization process. The ECL are recognized in the statement of income under 'Provision for credit losses'. The effects of revaluation on foreign currency-denominated investments are recognized in the consolidated statement of income.

#### Fair Value Measurement

The Group measures financial instruments, such as financial assets at FVTPL, at fair value at each end of the reporting period. Also, fair values of financial instruments measured at amortized cost are disclosed in Note 24.

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

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



The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

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

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

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

The fair value of equity financial instruments that are actively traded in organized financial markets is determined by reference to quoted market close prices at the close of business of the reporting period.

For financial instruments where there is no active market, fair value is determined using valuation techniques. Such techniques include comparison to similar investments for which market observable prices exist and discounted cash flow analysis or other valuation models.

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

#### Trade Receivables and Payables

Trade receivables from customers, which include margin accounts, and payable to clearing house and other brokers arise from securities purchased (in a regular way transaction) that have been contracted for but not yet delivered and settled at the end of the reporting period. Payable to customers and receivable from clearing house and other brokers arise from securities sold (in a regular way transaction) that have been contracted for but not yet delivered and settled at the end of the reporting period. Refer to the accounting policy for 'Financial assets' and 'Financial liabilities' for recognition and measurement. The related security valuation shows all positions as of clearance date.



## Derecognition of Financial Instruments

### *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 the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the 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.

### *Financial liabilities*

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

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such 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 statement of income.

## Impairment of Financial Assets

The Group recognizes an ECL 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 effective interest rate. 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).

The Group calculates ECL either on an individual or a collective basis. The Group performs collective impairment by grouping exposures into smaller homogeneous portfolios based on a combination of borrower and account characteristics. Accounts with similar risk attributes (i.e. facility, security, credit rating, months-on-books, utilization and collateral type, etc.) are pooled together for calculation provisions based on the ECL models.



The Group assesses on a forward-looking basis the ECL associated with its debt instrument asset carried at amortized cost and the exposure arising from unutilized margin trading facility.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group uses a provision matrix that estimates provision rates per days past due bucket based on the SEC requirements, which considers the collateral securities with market value adjusted by certain factor, as required in the Group's risk-based capital calculation and incorporates forward-looking information. A broad range of forward-looking factors are considered as economic inputs, such as growth of the gross domestic product, inflation rates, unemployment rates, interest rates and Philippine Stock Exchange Composite Index (PSEi) statistical indicators.

For cash and cash equivalents, cash in a segregated account and short-term time deposits, the Group applies the low credit risk simplification.

Generally, the Group considers a financial asset in default when contractual payments are 90 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. Investment securities at amortized cost are considered in default upon occurrence of a credit event such as but not limited to bankruptcy of counterparty, restructuring, failure to pay on an agreed settlement date, or request for moratorium.

#### Offsetting of Financial Assets and Liabilities

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

#### Prepayments and Other Assets

The Group's prepayments are composed of prepaid insurance, prepaid taxes, prepaid rent and other prepayments. Other current assets are composed of creditable withholding tax (CWT) and input value-added tax (VAT). Other noncurrent assets are composed of deposit and refundable contributions to CTGF, refundable deposits, receivable from Bureau of Internal Revenue (BIR), deferred input VAT and intangible assets under development. These assets are classified as current when it is probable to be realized within one (1) year from the end of the reporting period. Otherwise, these are classified as noncurrent assets.

#### Property and Equipment

Property and equipment is stated at cost, excluding the costs of day-to-day servicing, less accumulated depreciation and amortization and any accumulated impairment losses, if any.

Such cost includes the cost of replacing part of such property and equipment, if the recognition criteria are met.

The initial cost of property and equipment comprises its purchase price, including import duties, non-refundable taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after the property and equipment have been put into operations, such as repairs and maintenance, are normally charged against income in the period when the costs are incurred. In situations where it can be clearly demonstrated that the expenditures



have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property and equipment.

Each part of an item of property and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

Depreciation and amortization is computed on the straight-line basis over the following estimated useful lives of the assets:

<u>Category</u>	<u>Number of Years</u>
Online trading equipment and facilities	3-10
Furniture, fixtures and equipment	3-10
Transportation equipment	5
Leasehold improvements	5 or term of lease, whichever is shorter

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of income in the year the asset is derecognized. The asset's residual values, if any, useful lives and methods are reviewed and adjusted if appropriate, at each end of the reporting period.

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are initially measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The initial cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of their estimated useful life of five (5) years and lease term. Right-of-use assets are subject to impairment.

#### Investment Property

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are carried at cost less accumulated depreciation (for depreciable investment properties) and impairment in value.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.



Expenditures incurred after the investment properties have been put into operations, such as repairs and maintenance costs, are normally charged to operations in the year in which the costs are incurred. Depreciation is calculated on a straight-line basis using the remaining useful lives from the time of acquisition of the investment properties based on appraisal reports but not to exceed 50 years for buildings and condominium units.

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

### Intangibles

#### *Exchange trading rights*

Exchange trading rights are carried at cost less any allowance for impairment losses and are reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying values may be impaired. The exchange trading rights are deemed to have indefinite useful lives as there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the Group. The assessment of indefinite life is reviewed annually to determine whether the indefinite useful life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. The Parent Company does not intend to sell its exchange trading right in the near future while COLHK's exchange trading right is a nontransferable right.

#### *Software costs*

Costs related to software purchased by the Group for use in operations are amortized on a straight-line basis over the estimated life of three (3) to ten (10) years.

### Impairment of Non-Financial Assets

The Group assesses at each end of the reporting period whether there is an indication that its prepayments, property and equipment, intangibles and other assets may be impaired. If any such indication exists or when the annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of the asset's value-in-use (VIU) or its fair value less costs to sell. The fair value less costs to sell is the amount obtainable from the sale of an asset at an arm's length transaction, while VIU is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. An impairment loss is recognized by a charge against current operations for the excess of the carrying amount of an asset over its recoverable amount in the year in which it arises.

Intangibles with indefinite useful lives are tested for impairment annually at end of the reporting period either individually or at the cash generating unit level, as appropriate. Intangibles with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired. A previously recognized impairment loss is reversed by a credit to current operations to the extent that it does not restate the asset to a carrying amount in excess of what would have been determined (net of any accumulated depreciation and amortization) had no impairment loss been recognized for the asset in prior years.



## Leases

### *Group as a lessee*

The Group recognized right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for leases of low-value assets. The right-of-use assets for all leases were recognized based on the amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognized. Lease liabilities were recognized based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

### *Lease liabilities*

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

### *Leases of low-value assets*

The Group applies the leases of low-value assets recognition exemption to leases of office equipment that are considered of low value. Lease payments on leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

## 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. If the effect of the time value of money is material, provisions are made by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

Where the Group expects some or all of a provision to be reimbursed, 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 statement of income, net of any reimbursement.

## Capital Stock and Capital Paid-in Excess of Par Value

The Parent Company has issued capital stock that is classified as equity. Incremental costs directly attributable to the issue of new capital stock are shown in equity as a deduction, net of any related tax benefit, from the proceeds.



Where the Group purchases the Parent Company's capital stock (treasury shares), the consideration paid, including any directly attributable incremental costs (net of applicable taxes) is deducted from equity attributable to the Parent Company's stockholders until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related tax effects, is included in equity.

Amount of contribution in excess of par value is accounted for as a capital in excess of par value. Capital in excess of par value also arises from additional capital contribution from the stockholders.

#### Retained Earnings

Retained earnings are accumulated profits realized out of normal and continuous operations of the business after deducting therefrom distributions to stockholders and transfers to capital or other accounts. Cash dividends are recognized as a liability and a deduction from equity when approved by the Parent Company's BOD while stock dividends are recognized as a deduction from retained earnings when approved by the Parent Company's BOD and stockholders. Dividends for the year that are approved after the end of the reporting period are dealt with as an event after the end of the reporting period.

Retained earnings may also include retrospective effect of changes in accounting policy as may be required by the transitional provisions of the new or revised accounting policy.

Unappropriated retained earnings represent the accumulated profits and gains realized out of the normal and continuous operations of the Group after deducting therefrom distributions to stockholders and transfers to capital stocks or other accounts, and which is:

- Not appropriated by its BOD for corporate expansion projects or programs;
- Not covered by a restriction for dividend declaration under a loan agreement;
- Not required under special circumstances obtaining in the Group such as when there is a need for a special reserve for probable contingencies.

Appropriated retained earnings represent that portion which has been restricted and, therefore, not available for dividend declaration.

#### Revenue Recognition

Revenue from contracts with customers is recognized upon transfer of services to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services.

The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or agent. The Group has concluded that it is the principal in all of its revenue arrangements except for its brokerage transactions. The following specific recognition criteria must also be met before revenue is recognized:

#### *Commissions*

Commissions are recognized as income upon confirmation of trade deals. These are computed for every trade transaction based on a flat rate or a percentage of the amount of trading transaction, whichever is higher.





#### *Trail fees*

Trail fees are recognized as income as they are earned. These pertain to the revenue earned by the Parent Company from the distribution of mutual funds of various fund houses to its customers and are computed daily as a percentage of the total assets under administration for each fund.

#### Revenues outside the scope of PFRS 15

##### *Interest*

For all financial instruments measured at amortized cost, interest income is recorded at the EIR, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. The calculation takes into account all contractual terms of the financial instrument, including any fees or incremental costs that are directly attributable to the instrument and are an integral part of the EIR. The adjusted carrying amount is calculated based on the original EIR. The change in carrying amount is recorded as 'Interest income'.

Under PFRS 9, when a financial asset becomes credit-impaired, the Group calculates interest income by applying the EIR to the net amortized cost of the financial asset. If the financial asset cures and is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis.

##### *Trading gains - net*

Results arising from trading activities include all gains and losses from changes in fair value for financial assets and financial liabilities at FVTPL and gains and losses from disposal of investment securities at FVTPL.

Unrealized trading gains and losses comprise changes in the fair value of financial instruments for the period and from reversal of prior period's unrealized gains and losses for financial instruments which were realized in the reporting period. Realized gains and losses on disposals of financial instruments classified as at FVTPL are calculated using the first-in, first-out (FIFO) method. They represent the difference between an instrument's initial carrying amount and disposal amount.

##### *Dividend*

Dividend income is recognized when the right to receive payment is established, which is the date of declaration.

##### *Other income*

Revenue is recognized in the consolidated statement of income as they are earned.

#### Costs and Expenses

Costs and expenses are decreases in economic benefits during the accounting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Cost of services such as commissions, direct personnel costs, stock exchange dues and fees, central depository fees, research costs, and communication costs are recognized when the related revenue is earned or when the service is rendered. The majority of operating expenses incurred by the Group such as indirect personnel costs, professional fees, computer services, and other operating expenses are overhead in nature and are recognized with regularity as the Group continues its operations.

#### Retirement Costs

##### *Defined benefit plan*

The Parent Company has a noncontributory defined benefit retirement plan.



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. This method reflects service rendered by employees to the date of valuation and incorporates assumptions concerning the employees' projected salaries.

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 cost, past service costs and gains or losses on non-routine settlements are recognized as 'Retirement costs' under 'Personnel costs'. Past service costs are recognized when plan amendment or curtailment occurs.

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 'Interest expense' in the consolidated statement of income.

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 the consolidated statement of income in subsequent periods. Remeasurements recognized in OCI are retained in OCI which are presented as 'Gain (loss) on remeasurement of retirement obligation' under equity.

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 Group, 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 Group'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.



#### *Defined contribution plan*

The retirement plan of COLHK is a defined contribution retirement plan. Under a defined contribution retirement plan, the entity's legal and constructive obligation is limited to the amount that it agrees to contribute to the fund. Thus, the amount of the post-employment benefits received by the employee is determined by the amount of contributions paid by an entity to a post-employment benefit plan, together with investment returns arising from the contributions. Consequently, actuarial risk (that benefits will be less than expected) and investment risk (that assets invested will be sufficient to meet expected benefits) fall on the employee.

The standard requires an entity to recognize short-term employee benefits when an employee has rendered service in exchange of those benefits.

#### Earnings per Share (EPS)

Basic EPS is computed by dividing earnings applicable to common stock by the weighted average number of common shares outstanding, after giving retroactive effect for any stock dividends, stock splits or reverse stock splits during the year.

Diluted EPS is computed by dividing net income by the weighted average number of common shares outstanding during the year, after giving retroactive effect for any stock dividends, stock splits or reverse stock splits during the year, and adjusted for the effect of dilutive options.

Outstanding share options plan (SOP) shares will have a dilutive effect under the treasury stock method only when the average market price of the underlying common share during the period exceeds the exercise price of the option. Where the effect of the exercise of all outstanding options has anti-dilutive effect, basic and diluted EPS are stated at the same amount.

Potential ordinary shares are weighted for the period they are outstanding. Potential ordinary shares that are converted into ordinary shares during the period are included in the calculation of diluted EPS from the beginning of the period to the date of conversion; from the date of conversion, the resulting ordinary shares are included in both basic and diluted EPS.

#### Taxes

##### *Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The income tax rates and income tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period in the countries where the Group operates and generates taxable income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and establishes provisions where appropriate.

##### *Deferred income tax*

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

Deferred income tax assets and liabilities are recognized for all taxable temporary differences. With respect to investments in foreign subsidiaries, deferred income tax liabilities are recognized except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.



Deferred income tax assets are recognized for all deductible temporary differences including net loss carry-over to the extent that it is probable that sufficient future taxable income will be available against which the deductible temporary differences can be utilized. Deferred income tax, however, is not recognized on temporary differences that arise 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 the taxable income or loss.

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

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

Deferred income tax relating to items recognized directly in equity is also recognized in equity. Deferred income tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

#### 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 consolidated financial statements but are disclosed when an inflow of economic benefits is probable.

#### Segment Reporting

The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on business segments is presented in Note 26.

#### Events After the End of the Reporting Period

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

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

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



Judgments and estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcome can differ from these estimates.

The following are the critical judgments and key assumptions that have a significant risk of material adjustment to the carrying amounts of assets and liabilities within the next financial year:

#### Judgments

##### *Offsetting of financial assets and liabilities*

The Group considers its compliance with the offsetting criteria as a significant judgment in presenting financial assets and liabilities in its statement of financial condition. In making such assessment, the Group determines at each financial asset and liability the existence of an enforceable legal right to offset and if there is an intention to settle on a net basis and to realize the assets and settle the liabilities simultaneously.

#### Estimates and Assumptions

##### *Impairment of the intangibles*

Intangibles include exchange trading rights which are carried at cost less any allowance for impairment loss. Exchange trading rights are reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying values may be impaired. The exchange trading rights are deemed to have indefinite useful lives as there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the Group.

The Management's impairment test for the exchange trading rights is based on the higher of fair value less costs to sell and VIU. The assumptions used in the calculation of the VIU are sensitive to estimates of future cash flows from the cash-generating unit, discount rate and revenue growth rate used to project the cash flows.

The key assumptions used to determine the recoverable amount of the Group's exchange trading rights are further explained in Note 11. The Parent Company does not intend to sell its exchange trading right in the near future. COLHK's right is nontransferable with an indefinite useful life. As at December 31, 2023 and 2022, the carrying values of intangibles are disclosed in Note 11.

##### *Estimating recoverability of deferred income tax assets*

The Group reviews the carrying amounts of deferred income tax assets at each end of the reporting period and reduces deferred income tax assets to the extent that it is no longer probable that sufficient future taxable income will be available to allow all or part of the deferred income tax assets to be utilized. Significant management judgment is required to determine the amount of deferred income tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies. In the case of the Parent Company, management has to assess annually, for income tax purposes, the method of deduction that it should use in order to determine the impact of the temporary differences and the applicable effective tax rate. As of December 31, 2023, the Parent Company expected that it will be applying the itemized deduction in determining its taxable income in 2024, which resulted in the recognition of certain deferred income tax assets. The deferred income tax assets (liabilities) as at December 31, 2023 and 2022 are disclosed in Note 19.

##### *Determining Retirement Obligation*

The costs of defined retirement obligation as well as the present value of the defined benefit obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates, future salary increases, mortality



rates and future retirement increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligation are highly sensitive to changes in these assumptions.

All assumptions are reviewed at each end of the reporting period.

In determining the appropriate discount rate, Management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

Further details about the assumptions used are provided in Note 18.

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#### 4. Cash and Cash Equivalents and Short-term Time Deposits

##### *Cash and Cash Equivalents*

This account consists of:

	2023	2022
Cash on hand and in banks	<b>₱318,657,092</b>	₱477,632,754
Short-term cash investments	<b>9,120,322,981</b>	9,949,803,015
	<b>₱9,438,980,073</b>	₱10,427,435,769

Cash in banks earn interest at the respective bank deposit rates. Short-term cash investments are made for varying periods of up to three (3) months depending on the Group's immediate cash requirements, and earn interest ranging from 3.00% to 6.38% per annum in 2023, from 0.25% to 5.88% per annum in 2022 and from 0.12% to 0.75% per annum in 2021. The Parent Company has United States dollar (US\$)-denominated cash in banks amounting to US\$50,677 and US\$1,662 as at December 31, 2023 and 2022, respectively, while COLHK has US\$-denominated cash in banks amounting to US\$39,364 and US\$146,494 as at December 31, 2023 and 2022, respectively.

In compliance with Securities Regulation Code (SRC) Rule 49.2 covering customer protection and custody of securities, the Parent Company maintains special reserve accounts for its customers amounting to ₱9,532,993,408 and ₱10,106,294,088 as at December 31, 2023 and 2022, respectively. The special reserve accounts consist of cash in banks and short-term cash investments which are recorded as 'Cash and cash equivalents,' and short-term government debt securities recorded as 'Investment securities at amortized cost' (Note 8). The Parent Company's reserve requirement is determined based on the SEC's prescribed computations. As at December 31, 2023 and 2022, the Parent Company's reserve accounts are adequate to cover its reserve requirements.

Interest income of the Group from cash and cash equivalents, cash in segregated account and time deposits amounted to ₱591,823,401, ₱133,273,719 and ₱20,007,552 in 2023, 2022 and 2021, respectively (Note 16).

##### *Short-term Time Deposits*

As of December 31, 2023, this account pertains to the Parent Company's time deposits in local banks that have original maturities of more than three (3) months but less than a year and earn interest at 6.00% to 6.25% per annum in 2023.



## 5. Cash in a Segregated Account

COLHK receives and holds money deposited by clients in the conduct of the regulated activities of its ordinary business. These clients' monies are maintained with a licensed bank. The Group has classified the clients' monies under current assets in the consolidated statements of financial position and recognized a corresponding payable to customers on grounds that it is liable for any loss or misappropriation of clients' monies (Note 13). The Group is not allowed to use the clients' monies to settle its own obligations.

Interest income from cash in segregated account is included under 'Interest income - banks' (Notes 4 and 16).

## 6. Financial Assets at FVTPL

This account consists of:

	2023	2022
Government and corporate debt securities	<b>₱89,500,791</b>	₱78,924,817
Listed equity securities	<b>907,606</b>	5,305,213
Mutual funds	<b>640,013</b>	617,251
	<b>₱91,048,410</b>	₱84,847,281

The peso-denominated government debt securities pertain to investments in Treasury bills which bear nominal annual interest rates ranging from 3.15% to 6.23% per annum in 2023, from 1.01% to 3.15% per annum in 2022 and from 1.33% to 1.69% per annum in 2021. Interest income earned from these investments amounted to ₱113,686, ₱593,340 and ₱1,245,529 in 2023, 2022 and 2021, respectively (Note 16).

The Group also invested in peso-denominated government and corporate bonds which bear nominal interest rates ranging from 2.84% to 9.25% per annum in 2023 and 2022 and from 2.84% to 4.63% per annum in 2021. Interest income earned from the investments amounted to ₱4,712,109, ₱2,920,806 and ₱924,718 in 2023, 2022 and 2021, respectively (Note 16).

The dividend income included under 'Other revenues' received from investments in shares of stocks of companies listed in the PSE amounted to ₱96,335, ₱248,170 and ₱38,952 in 2023, 2022 and 2021, respectively (Note 16).

The Group's net trading gains follow:

	2023	2022	2021
Unrealized trading gains (losses)	<b>₱4,045,028</b>	(₱4,591,607)	₱734,415
Trading gains from sale	<b>1,790,374</b>	10,252,639	51,581,004
	<b>₱5,835,402</b>	₱5,661,032	₱52,315,419



## 7. Trade Receivables and Other Receivables

### Trade Receivables

This account consists of:

	2023	2022
Customers (Note 20)	<b>₱857,875,951</b>	₱1,030,253,767
Other brokers	<b>11,563,223</b>	47,346,853
Clearing house	<b>10,886,128</b>	114,550,660
Trail fee receivables	<b>1,896,052</b>	1,875,902
	<b>882,221,354</b>	1,194,027,182
Less allowance for credit losses on trade receivables from customers	<b>2,216,128</b>	2,058,749
	<b>₱880,005,226</b>	₱1,191,968,433

The Group's trade receivables from customers and their security valuation follow:

	2023		2022	
	Money Balance	Security Valuation-Long	Money Balance	Security Valuation-Long
Fully secured accounts:				
More than 250%	<b>₱410,417,172</b>	<b>₱4,556,186,564</b>	₱613,629,241	₱5,576,630,926
Between 200% and 250%	<b>386,094,596</b>	<b>858,980,775</b>	233,052,134	500,232,142
Between 150% and 200%	<b>32,710,395</b>	<b>64,050,537</b>	75,955,662	143,469,557
Between 100% to 150%	-	-	107,616,434	122,381,550
Less than 100%	<b>28,653,482</b>	<b>28,542,257</b>	-	-
Unsecured accounts (Note 20)	<b>306</b>	-	296	-
	<b>857,875,951</b>	<b>₱5,507,760,133</b>	1,030,253,767	₱6,342,714,175
Less allowance for credit losses on trade receivables from customers	<b>2,216,128</b>		2,058,749	
	<b>₱855,659,823</b>		₱1,028,195,018	

As at December 31, 2023 and 2022, the Parent Company offered a credit line facility amounting to ₱5,682,964,950 and ₱5,667,610,950, respectively, to its customers who qualified for margin accounts.

Interest income from customers amounted to ₱69,049,168, ₱56,830,840 and ₱57,339,924 in 2023, 2022 and 2021, respectively (Note 16).

Trade receivables from margin customers have no specific credit terms but customers are required to maintain the value of their collateral within a specific level. Once the value of the collateral falls below this level, customers may either deposit additional collateral or sell stock to cover the deficiency in their account balance. Meanwhile, receivables from post-paid customers are required to be settled on two (2) trading days' term for the Parent Company and COLHK. The receivable balances become demandable upon failure of the customer to duly comply with these requirements. As at December 31, 2023 and 2022, ₱829,222,163 and ₱1,030,253,471, respectively, of the total trade receivables from customers are fully covered by collateral.

Trade receivables from clearing house as at December 31, 2023 and 2022, were fully collected in January 2024 and 2023, respectively. As at December 31, 2022, these are noninterest-bearing and are collected on three (3) trading days term and two (2) trading days' term following the settlement convention of Philippine and HK clearing houses, respectively. On August 10, 2023, the Philippine SEC approved SCCP's proposal to revise the settlement term of stock trading transactions from three (3) trading days to two (2) trading days effective August 24, 2023 (Note 13).





Receivables from other brokers pertain to clients' monies deposited to Interactive Brokers (IB) LLC through COLHK. In March 2014, COLHK opened an account with the said broker to enable its retail customers to trade in other foreign markets.

Trail fee receivables pertain to the amount due from the mutual fund managers representing the trail fees earned by the Parent Company for selling mutual funds to its customers. The fee is computed daily and collected on a monthly basis.

**Other Receivables**

This account consists of:

	2023	2022
Accrued interest on investments	₱77,326,329	₱53,009,349
Mutual fund redemption proceeds (Note 14)	4,374,111	2,045,714
Employee salary loan and advances (Note 20)	1,918,322	2,265,038
Others	8,444,382	8,112,441
	<b>₱92,063,144</b>	<b>₱65,432,542</b>

**Allowance for Credit Losses**

Movements in the allowance for credit losses follow:

	2023	2022
Balances at beginning of year	₱2,058,749	₱2,197,613
Provision for (recovery from) credit losses	157,379	(138,864)
Balances at end of year	<b>₱2,216,128</b>	<b>₱2,058,749</b>

**8. Investment Securities at Amortized Cost**

This account consists of:

	2023	2022
Current government debt securities	₱392,290,753	₱200,200,000
Noncurrent government debt securities	1,000,015,465	800,508,963
	<b>₱1,392,306,218</b>	<b>₱1,000,708,963</b>

The peso-denominated government debt securities bear a nominal interest rate of 2.63% to 6.38% per annum in 2023, 0.70% to 6.38% per annum in 2022 and 0.80% to 6.38% per annum in 2021, with an EIR of 3.27% to 6.38% in 2023, 0.70% to 5.18% in 2022 and from 0.70% to 4.38% in 2021. Sale of a government bond resulted in a loss amounting to nil and ₱6,426,327 in 2023 and 2022, respectively.

The Group's investment in government securities are considered of low credit risk since these are rated as Baa2 by an international credit rating company. These credit rating is still considered as 'Investment Grade.'

The outstanding investments in short-term government debt securities amounting to ₱295,379,790 and nil as at December 31, 2023 and December 31, 2022, respectively, are included in the Parent Company's special reserve accounts in compliance with SRC Rule 49.2 (Note 4).

Interest income earned from these investments amounted to ₱42,770,847, ₱142,726,156 and ₱102,543,447 in 2023, 2022 and 2021, respectively (Note 16).



## 9. Property and Equipment

The composition of and movements in this account follow:

	2023						Total
	Online Trading Equipment and Facilities	Furniture, Fixtures and Equipment	Transportation Equipment	Leasehold Improvements	Construction in Progress	Right-of-use Assets – Office Premises	
<b>Cost</b>							
At beginning of year	₱202,256,395	₱39,212,071	₱–	₱70,520,497	₱1,279,968	₱74,509,063	₱387,777,994
Additions	5,823,398	340,908	3,696,429	169,479	258,965	11,575,896	21,865,075
Reclassification	–	24,509	–	1,448,424	(1,472,933)	–	–
Disposals	(465,229)	–	–	–	–	(9,533,266)	(9,998,495)
Translation adjustments	(104,288)	(55,596)	–	(12,523)	–	(64,697)	(237,104)
At end of year	207,510,276	39,521,892	3,696,429	72,125,877	66,000	76,486,996	399,407,470
<b>Accumulated depreciation and amortization</b>							
At beginning of year	173,502,654	35,108,655	–	58,783,377	–	25,563,326	292,958,012
Depreciation and amortization (Note 21)	9,610,813	2,473,181	61,905	7,994,391	–	24,802,123	44,942,413
Disposals	(465,210)	–	–	–	–	(9,533,266)	(9,998,476)
Translation adjustments	(104,288)	(48,436)	–	(12,523)	–	(43,222)	(208,469)
At end of year	182,543,969	37,533,400	61,905	66,765,245	–	40,788,961	327,693,480
<b>Net book value</b>	<b>₱24,966,307</b>	<b>₱1,988,492</b>	<b>₱3,634,524</b>	<b>₱5,360,632</b>	<b>₱66,000</b>	<b>₱35,698,035</b>	<b>₱71,713,990</b>



	2022					
	Online Trading Equipment and Facilities	Furniture, Fixtures and Equipment	Leasehold Improvements	Construction in Progress	Right-of-use Assets – Office Premises	Total
Cost						
At beginning of year	₱179,676,819	₱38,241,152	₱70,421,813	₱–	₱77,457,594	₱365,797,378
Additions	21,757,787	535,950	–	1,279,968	38,880,095	62,453,800
Disposals	–	(3,125)	–	–	(42,338,435)	(42,341,560)
Translation adjustments	821,789	438,094	98,684	–	509,809	1,868,376
At end of year	202,256,395	39,212,071	70,520,497	1,279,968	74,509,063	387,777,994
Accumulated depreciation and amortization						
At beginning of year	158,941,936	31,984,093	50,941,569	–	42,872,618	284,740,216
Depreciation and amortization (Note 21)	13,738,929	2,759,066	7,743,124	–	24,843,987	49,085,106
Disposals	–	(3,124)	–	–	(42,338,435)	(42,341,559)
Translation adjustments	821,789	368,620	98,684	–	185,156	1,474,249
At end of year	173,502,654	35,108,655	58,783,377	–	25,563,326	292,958,012
Net book value	₱28,753,741	₱4,103,416	₱11,737,120	₱1,279,968	₱48,945,737	₱94,819,982

As of December 31, 2023 and 2022, the cost of the Group's fully depreciated property and equipment still in use amounted to ₱237,130,749 and ₱215,432,158, respectively. Disposal of property and equipment resulted in gains amounting to ₱6,231, ₱2,499 and ₱14,459 in 2023, 2022 and 2021.

The depreciation and amortization were distributed as follows:

	2023	2022	2021
Cost of services	₱26,763,483	₱29,190,474	₱207,753
Operating expenses	18,178,930	19,894,632	55,970,147
	₱44,942,413	₱49,085,106	₱56,177,900



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## 10. Investment Property

This account pertains to an office space purchased by the Parent Company. Movements in the account follow:

	2023	2022
<b>Cost</b>		
At beginning and end of year	<b>₱17,509,736</b>	₱17,509,736
<b>Accumulated depreciation</b>		
At beginning of year	<b>4,377,435</b>	3,501,948
Depreciation	<b>875,487</b>	875,487
At end of year	<b>5,252,922</b>	4,377,435
<b>Net book value</b>	<b>₱12,256,814</b>	₱13,132,301

The office space is held for capital appreciation. As at December 31, 2023 and 2022, the fair value of investment property amounted to ₱38,413,490.

The depreciation of investment property recorded in 'Depreciation and amortization' in the consolidated statements of income amounted to ₱875,487 in 2023, 2022 and 2021.

### Collaterals

As at December 31, 2023 and 2022, the Group's investment property is not pledged as collateral.

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## 11. Intangibles

### Stock Exchange Trading Rights

#### *Philippine Operations*

As at December 31, 2023 and 2022, the fair value of the exchange trading right less costs to sell amounted ₱8,000,000, representing the last transacted price of the exchange trading right (as provided by the PSE). As at December 31, 2023 and 2022, the carrying value of the exchange trading right amounted to ₱5,000,000.

#### *Hong Kong Operations*

COLHK's exchange trading right is carried at its cost net of accumulated impairment losses. The carrying value of the exchange trading right is reviewed annually to ensure that this does not exceed the recoverable amount, whether or not an indicator of impairment is present. The stock exchange trading right is a non-transferable right with an indefinite useful life. It is closely associated with COLHK's business activities to have a right to trade the shares in the Hong Kong Stock Exchange (HKEX) in its continuing operation.

The Group has fully impaired the exchange trading right of COLHK amounting to HK\$2,860,000 in 2017.



Software Costs and Licenses

Movements in the software costs and licenses account follow:

	2023	2022
<b>Cost</b>		
At beginning of year	₱49,143,634	₱49,070,373
Additions	143,035	73,261
At end of year	49,286,669	49,143,634
<b>Accumulated amortization</b>		
At beginning of year	44,849,389	41,934,928
Amortization	1,570,946	2,914,461
At end of year	46,420,335	44,849,389
<b>Net book value</b>	<b>₱2,866,334</b>	<b>₱4,294,245</b>

The amortization of software costs and licenses recorded in 'Depreciation and amortization' in the consolidated statements of income were distributed as follows:

	2023	2022	2021
Cost of services	₱1,370,732	₱2,719,866	₱-
Operating expenses	200,214	194,595	3,967,993
	<b>₱1,570,946</b>	<b>₱2,914,461</b>	<b>₱3,967,993</b>

As of December 31, 2023 and 2022, the costs of the Group's fully amortized software still in use amounted to ₱36,014,846 and ₱33,744,090, respectively.

## 12. Other Assets

Other Current Assets

This account consists of:

	2023	2022
Income tax overpayment	₱20,574,493	₱15,474,261
Deferred input VAT	1,079,604	659,573
	<b>₱21,654,097</b>	<b>₱16,133,834</b>

Other Noncurrent Assets

This account consists of:

	2023	2022
Deposit and refundable contributions to CTGF	₱55,242,230	₱53,260,803
Intangible assets under development	7,849,571	7,849,571
Refundable deposits:		
Rental and utility deposits	8,108,533	8,025,833
Other refundable deposits	4,186,124	4,168,681
	<b>75,386,458</b>	<b>73,304,888</b>
Deferred input VAT	1,910,426	2,530,931
	<b>₱77,296,884</b>	<b>₱75,835,819</b>



*Deposit and refundable contributions to CTGF*

The Parent Company, as a clearing member, is required to pay monthly contributions to the CTGF maintained by the SCCP equivalent to 1/500 of 1% of the Clearing Member's total monthly turnover value less block sales and cross transactions of the same flag.

These are refundable upon cessation of the Clearing Members' business and/or termination of their membership with SCCP, provided that all liabilities owing to SCCP at the time of termination, whether actual or contingent, shall have been satisfied or paid in full. The Parent Company recognized total refundable contributions as of December 31, 2023 and 2022 as 'Other noncurrent assets' amounting to ₱55,242,230 and ₱53,260,803, respectively.

*Refundable deposits*

Other refundable deposits include statutory deposits made to HKEX, admission fees for HK's SFC and for HK Securities Clearing Company Ltd., and contributions to Central Clearing and Settlement System Guarantee Fund.

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**13. Trade Payables**

This account consists of:

	<b>2023</b>	2022
Customers (Note 20)	<b>₱9,898,277,252</b>	₱10,768,039,309
Clearing house	–	120,761,453
	<b>₱9,898,277,252</b>	<b>₱10,888,800,762</b>

The Group's trade payables to customers and their security valuation follow:

	<b>2023</b>		2022	
	<b>Money Balance</b>	<b>Security Valuation-Long</b>	Money Balance	Security Valuation-Long
Payable to customers:				
With money balances	<b>₱9,898,277,252</b>	<b>₱87,523,830,009</b>	₱10,768,039,309	₱86,762,102,123
No money balances	–	<b>5,040,572,870</b>	–	2,345,130,730
	<b>₱9,898,277,252</b>	<b>₱92,564,402,879</b>	₱10,768,039,309	<b>₱89,107,232,853</b>

Generally, trade payables to customers are noninterest-bearing and have no specific credit terms.

Payable to customers with money balances amounting to ₱26,614,280 and ₱105,349,227 as at December 31, 2023 and 2022, respectively, were payable to COLHK's clients in respect of the trust and segregated bank balances received and held for clients in the course of conduct of regulated activities. These balances are payable on demand.

Trade payables to clearing house as at December 31, 2022 were subsequently paid in January 2023. These are noninterest-bearing and are settled on three (3) trading days' term and two (2) trading days' term following the settlement convention of Philippine and HK clearing houses (Note 7).



#### 14. Other Current Liabilities

This account consists of:

	2023	2022
Accrued expenses	₱37,788,771	₱25,569,387
Accrued management bonus	31,657,492	25,696,422
Due to BIR	30,266,567	26,926,234
Unposted customers' deposits	7,633,627	11,328,254
Mutual fund redemption proceeds (Note 7)	4,374,110	2,057,564
Trading fees	1,626,500	2,036,829
Others	12,335,119	12,310,273
	<b>₱125,682,186</b>	<b>₱105,924,963</b>

Accrued expenses and accrued management bonus pertain to accruals of operating expenses that were incurred but not yet paid and accruals made for the officers and employees' performance bonus.

Due to BIR consists of stock transaction, withholding and output taxes payable to the Philippine BIR.

Unposted customers' deposits represent additional funding, remittances and initial deposits made by customers that were either unconfirmed or were received beyond the cut-off time for the back-office processing of collections. Confirmed and verified deposits are credited to the customers' trading accounts on the next business day following the end of the reporting period.

Trading fees pertain to transaction costs and clearing fees on the purchase and sale of stocks that are payable to the regulatory bodies.

'Others' consist mostly of withdrawal proceeds in the form of checks issued and released to the customers of the Parent Company which are outstanding beyond six (6) months.

#### 15. Equity

##### Capital Stock

The details and movements of the Parent Company's capital stock (number and amounts of shares in thousands) follow:

	Shares	Amount
Common stock - ₱0.10 per share		
Authorized	10,000,000	₱1,000,000
Issued and outstanding		
Balances at beginning and end of year	4,760,000	₱476,000

All issued and outstanding shares of the Parent Company are listed with the PSE (Note 1). As of December 31, 2023 and 2022 there were 32 and 34 holders of the listed shares of the Parent Company, respectively, with its share price closing at ₱2.66 and ₱3.21 per share, respectively.

##### Retained Earnings

In compliance with SRC Rule 49.1 B, *Reserve Fund*, the Parent Company appropriates annually ten percent (10%) of its audited net income and transfers the same to appropriated retained earnings account. Minimum appropriation shall be 30.00%, 20.00% and 10.00% of profit after tax for broker



dealers with unimpaired paid-up capital between ₱10.00 million to ₱30.00 million, between ₱30.00 million to ₱50.00 million and more than ₱50.00 million, respectively. It is intended that in the event that the Parent Company's paid-up capital is impaired, the Parent Company will be required to transfer from the appropriated retained earnings to the capital account an amount equivalent to the impairment. Such amount so transferred out shall not be made available for payment of dividend.

In 2023 and 2022, the BOD approved the appropriation of retained earnings amounting to ₱27.33 million and ₱60.92 million, respectively, in compliance with such requirement.

On November 15, 2022, the BOD approved the appropriation of ₱100.00 million from the Parent Company's unrestricted retained earnings as of December 31, 2021 to support its IT development plan and expansion project, which will run until December 2027. On December 27, 2023, the BOD approved the reversal of the utilized portion of appropriated retained earnings earmarked for IT development amounting to ₱27.14 million.

On April 28, 2023, the BOD declared a regular and a special dividend amounting to ₱0.0114 per share held or ₱54,264,000 (4,760,000,000 shares multiplied by ₱0.0114 cash dividend per share) and ₱0.0306 per share held or ₱145,656,000 (4,760,000,000 shares multiplied by ₱0.0306 cash dividend per share), respectively, to stockholders as of record date of May 16, 2023. These dividends were paid on June 2, 2023.

On April 27, 2022, the BOD declared a regular and a special dividend amounting to ₱0.024 per share held or ₱114,240,000 (4,760,000,000 shares multiplied by ₱0.024 cash dividend per share) and ₱0.061 per share held or ₱290,360,000 (4,760,000,000 shares multiplied by ₱0.061 cash dividend per share), respectively, to stockholders as of record date of May 16, 2022. These dividends were paid on June 2, 2022.

On May 14, 2021, the BOD declared a regular and a special dividend amounting to ₱0.020 per share held or ₱95,200,000 (4,760,000,000 shares multiplied by ₱0.020 cash dividend per share) and ₱0.045 per share held or ₱214,200,000 (4,760,000,000 shares multiplied by ₱0.045 cash dividend per share), respectively, to stockholders as of record date of May 28, 2021. These dividends were paid on June 9, 2021.

As of December 31, 2023 and 2022, the consolidated retained earnings include the retained earnings of the Subsidiaries amounting to ₱72,233,769 and ₱86,656,031, respectively, which are not available for dividend declaration until such amounts are declared to the Parent Company (see Note 19).

#### Non-Controlling Interest

The Parent Company formed CIMI in 2019 and as of December 31, 2023 and 2022, 30.00% of its equity interest is being held by non-controlling interest.

In 2023, CIMI released 15,000,000 shares, each at par value, accumulating a total of ₱15,000,000. 30% of these issued shares were purchased by parties with non-controlling interests.

The summarized financial information of CIMI is provided below. This information is based on amounts before inter-company eliminations.





*Summarized statements of financial position as of December 31, 2023 and 2022*

	2023	2022
Cash and cash equivalents (current)	<b>₱49,462,512</b>	₱28,226,969
Financial assets at FVTPL	<b>14,460,441</b>	23,660,307
Other receivables (current)	<b>845,429</b>	316,057
Other assets (current)	<b>1,141,903</b>	728,426
Property and equipment (non-current)	<b>2,511,704</b>	1,941,134
Other assets (non-current)	<b>479,322</b>	543,478
Trade payables (current)	<b>(234,633)</b>	(69,610)
Accrued expenses (current)	<b>(181,000)</b>	(155,384)
Other liabilities (current)	<b>(224,393)</b>	(120,809)
Lease liability (current)	<b>(643,931)</b>	(252,750)
Lease liability (non-current)	<b>(977,938)</b>	-
<b>Total equity</b>	<b>₱66,639,416</b>	₱54,817,818
Attributable to:		
Equity holders of the Parent Company	<b>₱46,647,591</b>	₱38,372,472
Non-controlling interest	<b>19,991,825</b>	16,445,346

*Summarized statements of income for the years ended December 31, 2023, 2022 and 2021*

	2023	2022	2021
Interest income	<b>₱2,641,654</b>	₱1,580,545	₱883,523
Management fees	<b>2,181,465</b>	168,669	-
Trading gains (losses) - net	<b>800,134</b>	(1,573,989)	252,877
Operating expenses	<b>(8,115,753)</b>	(6,135,543)	(6,815,646)
Loss before income tax	<b>(2,492,500)</b>	(5,960,318)	(5,679,246)
Provision for income tax	<b>685,902</b>	14,785	186,554
<b>Net loss</b>	<b>(₱3,178,402)</b>	(₱5,975,103)	(₱5,865,800)
Attributable to:			
Equity holders of the Parent Company	<b>(₱2,224,881)</b>	(₱4,182,572)	(₱4,106,061)
Non-controlling interest	<b>(953,521)</b>	(1,792,531)	(1,759,739)
	<b>(₱3,178,402)</b>	(₱5,975,103)	(₱5,865,800)

*Summarized cash flow information for the years ended December 31, 2023, 2022 and 2021*

	2023	2022	2021
Operating activities	<b>₱7,121,865</b>	₱27,967,020	(₱51,750,323)
Investing activities	<b>(160,665)</b>	(366,519)	(146,915)
Financing activities	<b>14,274,343</b>	(753,614)	(717,727)
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>₱21,235,543</b>	₱26,846,887	(₱52,614,965)



## 16. Revenues

Breakdown of the Group's revenues are as follows:

	2023	2022	2021
Revenue from contracts with customers			
Commissions	<b>₱329,599,703</b>	₱447,051,831	₱1,013,013,332
Trail fees	<b>21,973,385</b>	22,117,691	21,484,857
Others	<b>25,846,709</b>	24,558,485	53,797,890
	<b>377,419,797</b>	493,728,007	1,088,296,079
Other revenues			
Interest income	<b>708,469,374</b>	336,345,400	182,061,977
Trading gains - net	<b>5,835,402</b>	5,661,032	52,315,419
Others	<b>96,335</b>	248,385	96,522
	<b>714,401,111</b>	342,254,817	234,473,918
	<b>₱1,091,820,908</b>	₱835,982,824	₱1,322,769,997

'Others' presented in the consolidated statements of income consists of:

	2023	2022	2021
Trading charges billed to customer	<b>₱15,891,413</b>	₱22,247,719	₱52,413,284
Corporate action processing fees	<b>5,982,267</b>	–	–
Management fee	<b>2,181,465</b>	168,590	–
Dividend income	<b>96,335</b>	248,170	38,952
Miscellaneous	<b>1,791,564</b>	2,142,391	1,384,606
Income from rent concessions	–	–	57,570
	<b>₱25,943,044</b>	₱24,806,870	₱53,894,412

Trading charges billed to customer pertains to the regular transaction fees that are normally charged to customers upon execution and completion of trade orders. Since the Parent Company is primarily responsible to its counterparties for the settlement of trading fees charged to its customers, it has concluded that it is acting as a principal and accordingly presents the fees collected from its customers as revenue under 'Others' and to treat the subsequent remittance as expense recognized as part of 'Stock exchange dues and fees.'

Stock exchange dues and fees consists of:

	2023	2022	2021
Stock trading costs charged to customers	<b>₱15,891,413</b>	₱22,247,719	₱52,413,284
Membership fees and dues	<b>7,784,786</b>	10,507,167	23,569,157
Dealer trades and other transaction costs	<b>753,805</b>	760,522	158,890
Miscellaneous	<b>674,223</b>	756,797	864,925
	<b>₱25,104,227</b>	₱34,272,205	₱77,006,256



Set out below is the disaggregation of the Group's revenue from contracts with customers:

2023				
	Commissions	Trail fees	Other income	Total
Primary geographical markets				
Philippines	₱327,095,466	₱21,973,385	₱24,950,677	₱374,019,528
Hong Kong	2,504,237	–	896,032	3,400,269
	<b>₱329,599,703</b>	<b>₱21,973,385</b>	<b>₱25,846,709</b>	<b>₱377,419,797</b>
2022				
	Commissions	Trail fees	Other income	Total
Primary geographical markets				
Philippines	₱443,675,556	₱22,117,691	₱23,198,592	₱488,991,839
Hong Kong	3,376,275	–	1,359,893	4,736,168
	<b>₱447,051,831</b>	<b>₱22,117,691</b>	<b>₱24,558,485</b>	<b>₱493,728,007</b>
2021				
	Commissions	Trail fees	Other income	Total
Primary geographical markets				
Philippines	₱1,007,379,492	₱21,484,857	₱ 53,105,721	₱1,081,970,070
Hong Kong	5,633,840	–	692,169	6,326,009
	<b>₱1,013,013,332</b>	<b>₱21,484,857</b>	<b>₱53,797,890</b>	<b>₱1,088,296,079</b>

Interest income earned consists of income from:

	2023	2022	2021
Banks (Notes 4 and 5)	<b>₱591,823,401</b>	₱133,273,719	₱20,007,552
Customers (Note 7)	<b>69,049,168</b>	56,830,840	57,339,924
Investment securities at amortized cost (Note 8)	<b>42,770,847</b>	142,726,156	102,543,447
Financial assets at FVTPL (Note 6)	<b>4,825,795</b>	3,514,146	2,170,247
Others	<b>163</b>	539	807
	<b>₱708,469,374</b>	<b>₱336,345,400</b>	<b>₱182,061,977</b>

## 17. Personnel Costs

This account consists of:

	2023	2022	2021
Salaries and wages	<b>₱167,660,758</b>	₱149,860,532	₱144,833,804
Management bonus	<b>52,097,188</b>	43,660,200	57,774,403
Retirement costs (Note 18)	<b>9,011,597</b>	9,824,477	9,771,904
Other benefits (Note 18)	<b>22,851,948</b>	20,006,149	18,734,514
	<b>₱251,621,491</b>	<b>₱223,351,358</b>	<b>₱231,114,625</b>

Other benefits include monetized leave credits of employees and other regulatory benefits.



The above accounts were distributed as follows:

	2023	2022	2021
Cost of services	<b>₱88,843,959</b>	₱77,329,335	₱70,900,503
Operating expenses	<b>162,777,532</b>	146,022,023	160,214,122
	<b>₱251,621,491</b>	₱223,351,358	₱231,114,625

## 18. Employee Benefits

### Retirement Benefits

The Parent Company has a funded, non-contributory defined benefit retirement plan covering substantially all of its regular employees. The benefits are based on a certain percentage of the final monthly basic salary for every year of credited service of employees. The defined benefit obligation is determined using the projected unit credit method. There was no plan termination, curtailment or settlement in 2023, 2022 and 2021. The Parent Company's retirement fund is being held in trust by a trustee bank.

Under the existing regulatory framework, RA 7641, *The Retirement Pay Law*, 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 employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The following tables summarize the components of the Parent Company's net retirement costs recognized in the consolidated statements of income and the amounts recognized in the consolidated statements of financial position:

Retirement costs consist of:

	2023	2022	2021
Current service cost (Note 17)	<b>₱9,011,597</b>	₱9,824,477	₱9,771,904
Net interest expense	<b>3,932,708</b>	4,167,912	2,763,007
	<b>₱12,944,305</b>	₱13,992,389	₱12,534,911

Current service cost is shown under 'Personnel costs' in operating expenses while net interest expense is shown under 'Interest expense' in the consolidated statements of income.

Movements in the retirement obligation recognized in the consolidated statements of financial position follow:

	2023	2022
Retirement obligation at beginning of year	<b>₱53,872,706</b>	₱81,723,769
Contributions	<b>(24,525,874)</b>	(24,589,809)
Net actuarial (gains) losses	<b>12,096,237</b>	(17,253,643)
Retirement costs	<b>12,944,305</b>	13,992,389
Retirement obligation at end of year	<b>₱54,387,374</b>	₱53,872,706



Retirement obligation is the net of the present value of defined benefit obligation and fair value of plan assets computed as follows:

	2023	2022
Present value of defined benefit obligation	₱125,371,864	₱103,314,131
Fair value of plan assets	(70,984,490)	(49,441,425)
	<b>₱54,387,374</b>	<b>₱53,872,706</b>

Changes in the present value of defined benefit obligation are as follows:

	2023	2022
Opening present value of defined benefit obligation	₱103,314,131	₱108,504,173
Current service cost	9,011,597	9,824,477
Interest cost	7,541,932	5,533,713
Benefits paid	(5,292,026)	(1,398,360)
Remeasurement losses (gains) on:		
Financial assumptions	12,731,513	(24,011,008)
Experience adjustments	(1,935,283)	4,861,136
Closing present value of defined benefit obligation	<b>₱125,371,864</b>	<b>₱103,314,131</b>

Changes in the fair value of plan assets follow:

	2023	2022
Balances at beginning of year	₱49,441,425	₱26,780,404
Contributions	24,525,874	24,589,809
Benefits paid	(5,292,026)	(1,398,360)
Expected interest income	3,609,224	1,365,801
Remeasurement loss on plan assets	(1,300,007)	(1,896,229)
Balances at end of year	<b>₱70,984,490</b>	<b>₱49,441,425</b>

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	2023	2022
Fixed income	90.88%	91.05%
Cash in bank	8.46%	8.52%
Others	0.75%	0.52%
	<b>100.09%</b>	<b>100.09%</b>
Accrued trust fees payable	(0.09%)	(0.09%)
	<b>100.00%</b>	<b>100.00%</b>

Fixed income investments include investment in unit investment trust funds (UITF) which comprise of bond instruments, government securities and other debt instruments.

The principal assumptions used in determining retirement obligation for the Parent Company's plan are shown below:

	2023	2022
Discount rate	6.10%	7.30%
Future salary increases	5.00%	5.00%
Mortality rates		
Male	0.08%-0.74%	0.08%-0.74%
Female	0.07%-0.61%	0.07%-0.61%



The sensitivity analysis has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as at December 31, 2023 and 2022 assuming all other assumptions were held constant.

	Increase (decrease) in significant assumptions	Increase (decrease) in defined benefit obligation	
		2023	2022
Discount rates	+0.50%	<b>(₱5,610,953)</b>	(₱4,335,781)
	-0.50%	<b>6,103,294</b>	4,701,673
Future salary increases	+0.50%	<b>5,743,207</b>	4,454,058
	-0.50%	<b>(5,327,952)</b>	(4,140,328)
Mortality rate	+1 year	<b>(695,980)</b>	(921,680)
	-1 year	<b>749,114</b>	1,015,312

The Parent Company does not perform any asset-liability matching strategy. The overall investment policy and strategy of the retirement plan is based on the client suitability assessment, as provided by its trust bank, in accordance with the requirements of the Bangko Sentral ng Pilipinas. It does not, however, ensure that there will be sufficient assets to pay the retirement benefits as they fall due while attempting to mitigate the various risks of the plan.

The Parent Company assesses the funding requirements of the retirement plan annually. Once it deems that the retirement plan needs additional funds, it engages the services of an actuarial expert to quantify the required amount of funds to be contributed. The Parent Company contributed ₱24,525,874 to the retirement plan in 2023.

The Parent Company is currently assessing the contribution to be made in 2024.

Shown below is the maturity analysis of the undiscounted benefit payments:

	2023	2022
Zero (0) to five (5) years	<b>₱60,003,696</b>	₱59,015,646
Six (6) to ten (10) years	<b>65,358,793</b>	66,881,466
Eleven (11) to fifteen (15) years	<b>78,164,933</b>	62,398,313
Beyond fifteen (15) years	<b>551,913,376</b>	550,781,717
	<b>₱755,440,798</b>	₱739,077,142

The weighted average duration of the defined benefit obligation is 14 years in 2023, 2022 and 2021.

COLHK makes monthly contribution to a fund under the mandatory provident fund schemes ordinance enacted by the HK Government. The plan is a defined contribution retirement plan. Under the plan, COLHK should contribute five percent (5%) of the monthly relevant income of all its qualified employees. The contribution recognized as 'Other benefits' under 'Personnel costs' amounted to ₱302,743, ₱342,300 and ₱311,894 in 2023, 2022 and 2021, respectively.



## 19. Income Taxes

Income taxes include the corporate income tax, as discussed below, and final taxes paid at the rate of 20.00% for interest income on Peso cash deposits and short-term placements and 15.00% for interest income on foreign currency cash deposits and short-term placements. These income taxes, as well as the deferred tax benefits and provisions, are presented as 'Provision for income tax' in the consolidated statements of income.

Provision for (benefit from) income tax consists of:

	2023	2022
Current:		
Final	<b>₱127,835,907</b>	₱59,753,217
RCIT/MCIT	<b>2,657,283</b>	17,955,259
Deferred	<b>363,545</b>	(2,152,278)
	<b>₱130,856,735</b>	₱75,556,198

On March 26, 2021, Republic Act (RA) No. 11534, otherwise known as Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act was signed into law. CREATE reduced the RCIT rate from 30.00% to 25.00% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5.00 million and with total assets not exceeding ₱100.00 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20.00%.

The regulations also provide for MCIT of 2.00% (prior to CREATE) and 1.00% (from July 1, 2020 to June 30, 2023 before reverting to 2.00%) on modified gross income and allow a net operating loss carryover (NOLCO). The MCIT and NOLCO may be applied against the Parent Company's and its domestic subsidiaries' income tax liability and taxable income, respectively, over a three-year period from the year of inception. For the taxable years 2020 and 2021, the NOLCO incurred can be carried over as a deduction for the next five (5) consecutive taxable years, pursuant to Revenue Regulations (RR) No. 25-2020.

As of December 31, 2023, the Group has incurred NOLCO which can be claimed as deduction from the regular taxable income with details as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
2023	₱69,481,212	₱-	₱69,481,212	2026
2022	6,716,634	-	6,716,634	2025
2021	7,761,742	-	7,761,742	2026
2020	8,235,603	-	8,235,603	2025
	<b>₱92,195,191</b>	<b>₱-</b>	<b>₱92,195,191</b>	

A reconciliation of provision for income tax computed at the statutory income tax rates to net provision for income tax shown in the consolidated statements of income follows:

	2023	2022	2021
Income tax at statutory income tax rate	<b>₱139,120,644</b>	₱79,452,489	₱189,775,336
Additions to (reductions in) income tax resulting from:			
Interest income subjected to final tax	<b>(32,014,375)</b>	(9,901,105)	(4,012,571)
Change in unrecognized DTA	<b>21,518,803</b>	3,393,610	17,788,805

(Forward)



	2023	2022	2021
Effect of lower income tax rate in HK	<b>₱1,724,174</b>	₱2,069,381	₱1,921,345
Non-deductible expense	<b>286,692</b>	403,584	3,250
Effect of lower income tax rate for domestic subsidiaries	<b>256,708</b>	322,558	234,068
Tax-exempt income	<b>(35,911)</b>	(184,319)	(24,221)
40% OSD	-	-	(20,594,270)
Adjustment on tax expense due to change in enacted rates	-	-	(7,445,377)
<b>Provision for income tax</b>	<b>₱130,856,735</b>	<b>₱75,556,198</b>	<b>₱177,646,365</b>

In 2021, the Parent Company used the optional standard deduction (OSD) method in calculating the allowed deductions for income tax purposes, while in 2023 and 2022, the Parent Company availed of the itemized deduction method.

#### Deferred Income Taxes

The components of the Group's net deferred income tax assets (liabilities) follow:

	2023	2022
Deferred income tax assets		
Retirement obligation	<b>₱1,326,887</b>	₱1,186,773
Leases under PFRS 16	<b>859,800</b>	603,181
Others	<b>59,935</b>	193,799
	<b>2,246,622</b>	1,983,753
Deferred income tax liabilities		
Accumulated translation adjustment	<b>(11,602,393)</b>	(11,703,535)
Unrealized trading gains	<b>(626,414)</b>	-
Others	<b>(127,328)</b>	(128,894)
	<b>(12,356,135)</b>	(11,832,429)
	<b>(₱10,109,513)</b>	<b>(₱9,848,676)</b>

Realization of the future tax benefits related to the net deferred tax assets is dependent on many factors, including the Group's ability to generate taxable income, within the carry-over period (see Note 3).

#### *Unrecognized deferred tax assets*

The Group did not recognize deferred tax assets on the following temporary differences since Management believes that it is not probable that the related benefits will be realized in the future:

	2023	2022
Unused tax losses	<b>₱318,608,712</b>	₱298,324,310
Retirement obligation	<b>76,934,497</b>	70,637,298
NOLCO	<b>45,073,329</b>	22,431,830
MCIT	<b>2,657,283</b>	-
Allowance for credit losses	<b>2,216,128</b>	2,058,749
Unrealized trading losses	-	2,301,742
	<b>₱445,489,949</b>	<b>₱395,753,929</b>





## 20. Related Party Disclosures

- a. The summary of significant transactions and account balances with related parties are as follows:

Category	Commission income	Interest income	Trail fees	Professional fees	Directors' fees	Capital expenditures	Condominium dues	Rental Payments	Other Expenses	Trade receivables	Trade payables
<i>Key management personnel</i>											
2023	₱986,846	₱1,009,250	₱-	₱-	₱-	₱-	₱-	₱-	₱-	₱35,850,008	₱3,686,255
2022	1,668,338	1,291,719	-	-	-	-	-	-	-	20,925,352	12,230,388
2021	2,229,811	1,190,880	-	-	-	-	-	-	-	47,498,133	2,184,283
<i>Companies with common officers, directors and stockholders</i>											
2023	3,949,535	4,046,752	1,511,348	3,280,428	-	-	441,000	3,326,400	57,951	198,518,368	145,242,183
2022	4,628,872	3,265,967	121,638	4,159,088	-	70,386	441,000	3,326,400	3,600	60,652,777	26,581
2021	5,642,869	2,733,461	-	3,789,633	-	17,857	441,000	3,326,400	16,714	53,711,788	-
<i>Directors</i>											
2023	1,253,111	3,098,022	-	-	2,250,000	-	-	-	-	54,317,388	41,437,991
2022	1,002,659	1,157,051	-	-	2,380,000	-	-	-	-	23,385,469	29,488,927
2021	1,439,510	743,867	-	-	1,665,000	-	-	-	-	19,758,762	58,188,126

Trade receivables from and payables to related parties are due to be settled in three (3) trading days in the Philippines and two (2) trading days in HK, except for trade receivables under margin accounts. On August 10, 2023, the Philippine SEC approved SCCP's proposal to revise the settlement term of stock trading transactions from three (3) trading days to two (2) trading days effective August 24, 2023. Trade receivables from related parties under margin accounts are interest-bearing, not guaranteed, and secured by shares of stocks (except for trade receivables amounting to ₱306 and ₱296, which were unsecured as of December 31, 2023 and December 31, 2022 (Note 7). The trade receivables from related parties are not impaired.

- b. As of December 31, 2023 and 2022, the Group also has unsecured noninterest-bearing employee salary loans and advances amounting to ₱1,918,322 and ₱2,265,038 with remaining terms ranging from six months to one year, which are included under 'Other receivables' (Note 7).



c. Compensation of key management personnel of the Group follows:

	2023	2022	2021
Short-term employee benefits	<b>₱91,807,062</b>	₱83,720,881	₱99,889,672
Retirement costs (Note 18)	<b>3,010,097</b>	3,138,452	3,627,431
Other benefits	<b>1,023,357</b>	1,001,855	912,859
	<b>₱95,840,516</b>	₱87,861,188	₱104,429,962

Short-term employee benefits include management bonus.

Related party transactions are settled in cash.

## 21. Leases

The Group leases its office premises under separate operating lease agreements expiring on various dates and whose lease terms are negotiated every one (1) to three (3) years.

The Group applied a single recognition and measurement approach for all leases. Set-out below are the carrying amount of lease liabilities and the movements during the period:

	2023	2022
At beginning of year	<b>₱51,401,522</b>	₱37,075,248
Additions	<b>11,575,896</b>	38,880,095
Accretion of interest	<b>2,941,183</b>	2,240,992
Payments	<b>(26,751,409)</b>	(27,214,525)
Translation adjustment	<b>(20,639)</b>	419,712
At end of year	<b>₱39,146,553</b>	₱51,401,522
Current	<b>₱19,662,395</b>	₱19,413,343
Non-current	<b>19,484,158</b>	31,988,179
	<b>₱39,146,553</b>	₱51,401,522

The following are the amounts recognized in the consolidated statements of income:

	2023	2022
Depreciation expense of right-of-use assets included in property and equipment (Note 9)	<b>₱24,843,987</b>	₱24,843,987
Interest expense on lease liabilities	<b>2,941,183</b>	2,240,992
	<b>₱27,785,170</b>	₱27,084,979

The Group also has lease contracts on low-value assets. The Group applies the recognition exemption for these leases. Rental costs charged to operations pertaining to leases of low-value assets amounted to ₱1,363,292, ₱362,567 and ₱360,771 in 2023, 2022 and 2021, respectively.



Shown below is the maturity analysis of the undiscounted lease payments:

	2023	2022
Within one (1) year	<b>₱21,674,085</b>	₱21,992,753
More than one (1) year to two (2) years	<b>11,476,092</b>	16,183,195
More than two (2) years to three (3) years	<b>3,662,610</b>	9,851,852
More than three (3) years to four (4) years	<b>3,175,200</b>	3,175,200
More than four (4) years to five (5) years	<b>3,175,200</b>	3,175,200
After five (5) years	–	3,175,200
	<b>₱43,163,187</b>	<b>₱57,553,400</b>

## 22. Capital Management

The primary objective of the Group's capital management is to ensure that the Group maintains healthy capital ratios in order to support its business, pay existing obligations and maximize shareholder value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the years ended December 31, 2023, 2022 and 2021.

The Amended Implementing Rules and Regulations of the SRC effective March 6, 2004 include, among others, revisions in the terms and conditions for registration and subsequent renewal of license applicable to both exchange trading participants and non-exchange broker dealers as follows: (a) to allow a net capital of ₱2.50 million or 2.50% of aggregate indebtedness, whichever is higher, for broker dealers dealing only in proprietary shares and not holding securities, (b) to allow the SEC to set a different net capital requirement for those authorized to use the Risk-Based Capital Adequacy (RBCA) model, and (c) to require unimpaired paid-up capital of ₱100.00 million for broker dealers, which are either first time registrants or those acquiring existing broker dealer firms and will participate in a registered clearing agency; ₱10.00 million plus a surety bond for existing broker dealers not engaged in market making transactions; and ₱2.50 million for broker dealers dealing only in proprietary shares and not holding securities.

The SEC approved Memorandum Circular No. 16 dated November 11, 2004 which provides the guidelines on the adoption in the Philippines of the RBCA Framework for all registered brokers dealers in accordance with SRC. These guidelines cover the following risks: (a) position or market risk, (b) credit risks such as counterparty, settlement, large exposure, and margin financing risks, and (c) operational risk.

The Parent Company being a registered broker dealer in securities is subject to the stringent rules of the SEC and other regulatory agencies with respect to the maintenance of specific levels of RBCA ratios. RBCA is a ratio that compares the broker dealer's total measured risk to its liquid capital. As a rule, the Parent Company must maintain an RBCA ratio of at least one hundred ten percent (110.00%) and a net liquid capital (NLC) of at least ₱5.00 million or five percent (5.00%) of its aggregate indebtedness, whichever is higher. Also, the Aggregated Indebtedness (AI) of every broker dealer should not exceed two thousand percent (2,000.00%) of its NLC. In the event that the minimum RBCA ratio of one hundred ten percent (110.00%) or the minimum NLC is breached, the Parent Company shall immediately cease doing business as a broker dealer and shall notify the PSE and SEC. As at December 31, 2023 and 2022, the Parent Company is compliant with the foregoing requirements.



The Parent Company's capital pertains to equity per books adjusted for deferred tax assets and assets not readily convertible into cash.

The RBCA ratio of the Parent Company as at December 31, 2023 and 2022 are as follows:

	2023	2022
Equity eligible for NLC	<b>₱2,114,630,498</b>	₱1,871,731,347
Less ineligible assets	<b>505,607,811</b>	515,052,279
<b>NLC</b>	<b>₱1,609,022,687</b>	<b>₱1,356,679,068</b>
Position risk	<b>₱35,087,692</b>	₱34,507,193
Operational risk	<b>199,229,777</b>	214,412,180
Large exposure risk	<b>20,251,104</b>	19,220,559
<b>Total Risk Capital Requirement (TRCR)</b>	<b>₱254,568,573</b>	<b>₱268,139,932</b>
<b>AI</b>	<b>₱10,049,963,285</b>	<b>₱10,795,400,421</b>
5.00% of AI	<b>₱502,498,164</b>	₱539,770,021
<b>Required NLC</b>	<b>₱502,498,164</b>	<b>₱539,770,021</b>
<b>Net Risk-Based Capital Excess</b>	<b>₱1,106,524,523</b>	<b>₱816,909,047</b>
Ratio of AI to NLC	<b>625%</b>	796%
<b>RBCA ratio (NLC/TRCR)</b>	<b>632%</b>	<b>506%</b>

The following are the definition of terms used in the above computation:

1. Ineligible assets

These pertain to fixed assets and assets which cannot be readily converted into cash.

2. Operational risk requirement

The amount required to cover a level of operational risk which is the exposure associated with commencing and remaining in business arising separately from exposures covered by other risk requirements. It is the risk of loss resulting from inadequate or failed internal processes, people and systems which include, among others, risks of fraud, operational or settlement failure and shortage of liquid resources, or from external events.

3. Position risk requirement

The amount necessary to accommodate a given level of position risk which is the risk a broker dealer is exposed to and arising from securities held by it as a principal or in its proprietary or dealer account.

4. AI

Total money liabilities of a broker dealer arising in connection with any transaction whatsoever, and includes, among other things, money borrowed, money payable against securities loaned and securities failed to receive, the market value of securities borrowed to the extent to which no equivalent value is paid or credited (other than the market value of margin securities borrowed from customers and margin securities borrowed from non-customers), customers' and non-customers' free credit balances, and credit balances in customers' and non-customers' account having short positions in securities subject to the exclusions provided in the said SEC Memorandum.



On May 28, 2009, the SEC approved the PSE's Rules Governing Trading Rights and Trading Participants, which supersede the Membership Rules of the PSE. Section 8(c) of Article III of the said rules requires trading participants to have a minimum unimpaired paid-up capital, as defined by the SEC, of ₱20.00 million effective December 31, 2009, and ₱30.00 million effective December 31, 2011 and onwards. In 2023 and 2022, the Parent Company is compliant with this capital requirement.

The Parent Company's regulated operations have complied with all externally-imposed capital requirements as at December 31, 2023 and 2022.

COLHK monitors capital using liquid capital as provided for under HK's Securities and Futures Ordinance (Cap. 571) and Securities and Futures (Financial Resources) Rules (Cap. 571N). COLHK's policy is to keep liquid capital at the higher of the floor requirement of HK\$3.00 million and computed variable required capital. As at December 31, 2023 and 2022, COLHK is compliant with the said requirement.

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### 23. Financial Risk Management Objectives and Policies

The main purpose of the Group's financial instruments is to fund its operations. The Group's principal financial instruments consist of cash and cash equivalents, cash in a segregated account, short-term time deposits, financial assets at FVTPL, investment securities at amortized cost, trade receivables, other receivables, refundable deposits under other noncurrent assets, trade payables and other current liabilities, which arise from operations.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk, equity price risk and foreign currency risk.

The BOD reviews and agrees on the policies for managing each of these risks which are summarized below:

#### Credit risk

Credit risk refers to the potential loss arising from any failure by counterparties to fulfill their obligations, as and when they fall due. It is inherent to the stock brokerage business as potential losses may arise due to the failure of its customers and counterparties to fulfill their trading obligations on settlement dates or the possibility that the value of collateral held to secure obligations becoming inadequate due to adverse market conditions.

The business model of the Group minimizes its exposure to credit risk. The Group's customers, except those granted with a credit line facility by the Parent Company, are required to deposit funds to their accounts and their purchases are limited to their cash deposit. In order to manage the potential credit risk associated with the Parent Company's margin lending activities, the Group has established policies and procedures in evaluating and approving applications for margin financing as well as the review of credit performance and limits. In addition, the Parent Company requires its margin customers a Two Peso (₱2) security cover for every One Peso (₱1) exposure. The security cover can either be in cash or a combination of cash and marginable stock identified by the Parent Company using a set of criteria.



The Group utilizes an internal credit rating system based on its assessment of the quality of its financial assets. The Group classifies its financial assets into the following credit grades:

- *High grade* - This pertains to accounts with a very low probability of default as demonstrated by the counterparty's long history of stability, profitability and diversity. This applies to highly rated financial obligors, strong corporate counterparties and personal borrowers with whom the Group has excellent repayment experience.
- *Standard grade* – This pertains to counterparties with no history of default. This applies to financial assets that are performing as expected.

*Financial assets at amortized cost*

The Group's financial assets at amortized cost, are classified as high grade and are in stage 1 of the ECL model, due to its high probability of collection (i.e. the counterparty has the evident ability to satisfy its obligation).

Cash and cash equivalents, cash in a segregated and short-term time deposits account are considered high grade and are in stage 1 of the ECL model. These are deposited with reputable banks duly approved by the BOD and have low probability of insolvency. These are considered to be low credit risk investments.

Trade receivables from margin customers have no specific credit terms but customers are required to maintain the value of their collateral within a specific level. Once the value of the collateral falls down this level, customers may either deposit additional collateral or sell stock to cover any shortfall. Meanwhile, receivables from post-paid customers are required to be settled on two (2) trading days' term for COLHK and three (3) trading days' term for the Parent Company. On August 10, 2023, the Philippine SEC approved SCCP's proposal to revise the settlement term of stock trading transactions from three (3) trading days to two (2) trading days effective August 24, 2023. The receivable balances become demandable upon failure of the customer to duly comply with these requirements. As at December 31, 2023 and 2022, ₱857,875,645 and ₱1,030,253,471 of the total receivables from customers is secured by collateral comprising of equity securities of listed companies with a total market value of ₱5,507,760,133 and ₱6,342,714,175, respectively (Note 7).

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses, while also considering the regulatory requirements under SRC Rule 52.1. The provision matrix is based on the Group's historical observed default rates. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

The aging analyses of the Group's trade receivables as at December 31, 2023 and 2022 are summarized in the following table (gross of allowance for credit losses):

	Days after trade date				Total
	T+0 to T+1	T+2 to T+12	T+13 to T+30	T+31 to T+365	
<b>2023</b>					
Expected loss rate	0.00%	2.00%	0.00%	0.00%	0.26%
Trade receivables	₱67,801,196	₱110,791,099	₱91,183,589	₱588,100,067	₱857,875,951
Expected credit loss	–	2,215,822	–	306	2,216,128



	Days after trade date				Total
	T+0 to T+2	T+3 to T+13	T+14 to T+30	T+31 to T+365	
2022					
Expected loss rate	0.00%	2.00%	0.00%	0.00%	0.20%
Trade receivables	₱210,665,156	₱102,922,710	₱195,468,144	₱521,197,757	₱1,030,253,767
Expected credit loss	–	2,058,453	–	296	2,058,749

Past due accounts pertain to margin accounts of the Parent Company that are charged an interest rate ranging from 8.00% to 10.00%. A margin account has no due date and becomes demandable only when the equity percentage of the customers falls below 33.33%. The loss rate for trade receivables is considered minimal.

Transactions through the stock exchange are covered by the guarantee fund contributed by member brokers and maintained by the clearing house.

Refundable deposits under other noncurrent assets are classified as high grade and are in stage 1 of the ECL model since the amount shall be kept intact by: (1) the lessor throughout the term of the contract and shall be returned after the term; and (2) the government institutions as a requirement to conduct stock brokerage business and shall be returned after the Group ceases to operate its business.

*Investment securities at amortized cost*

The investments are classified as high grade. The Group's investments in government securities are considered of low credit risk since these are rated as Baa2 by an international credit rating company. These credit ratings can still be considered as 'Investment Grade.'

*Deposit and refundable contributions to CTGF*

Deposit and refundable contributions to CTGF pertain to contributions made by the Parent Company to a guarantee fund as required by the SCCP and are classified as high grade. The Parent Company does not expect significant exposure on the balance as the amount shall be kept intact by the SCCP as a requirement to conduct stock brokerage business and shall be returned after the Parent Company ceases to operate its business.

*Other receivables*

These receivables from counterparties with no history of default and are not past due as at the end of the reporting period are classified as standard grade.

*Collateral and other credit enhancement*

Margin customers are required to maintain the value of their collateral within a specific level. Once the value of the collateral falls down this level, customers may either deposit additional collateral or sell stock to cover their shortfall.

Collateral comes in the form of financial assets. This pertains to securities listed and traded in the PSE and lodged with the Philippine Depository and Trust Corporation under the account of the Parent Company. The market value of the securities is closely monitored to ensure compliance with the required levels of collaterals.

The Group's exposure to credit risk arising from default of the counterparty has a maximum exposure equal to the carrying amount of the particular instrument plus any irrevocable loan commitment or credit facility.

There are no significant concentrations of credit risk within the Group.



*Maximum exposure to credit risk and collateral and other credit enhancements*

Except for receivable from customers, the carrying values of the Company's financial assets as reflected in the statements of financial condition as of December 31, 2023 and 2022 represent the financial asset's maximum exposure to credit risk as there are no collateral held or other credit enhancements related to these financial assets.

2023				
	Gross Carrying Amount	Fair Value of Collateral*	Maximum Exposure to Credit Risk	Financial effect of collateral and other credit enhancements
Receivable from customers				
Unsecured	P306	P-	P306	P306
Partially secured	28,653,482	28,542,257	111,225	28,542,257
Fully secured	829,222,163	5,479,217,876	-	829,222,163
	<b>P857,875,951</b>	<b>P5,507,760,133</b>	<b>P111,531</b>	<b>P857,764,726</b>
2022				
	Gross Carrying Amount	Fair Value of Collateral*	Maximum Exposure to Credit Risk	Financial effect of collateral and other credit enhancements
Receivable from customers				
Unsecured	P296	P-	P296	P296
Fully secured	1,030,253,471	6,342,714,175	-	1,030,253,471
	<b>P1,030,253,767</b>	<b>P6,342,714,175</b>	<b>P296</b>	<b>P1,030,253,767</b>

Liquidity Risk

Liquidity risk arises from the possibility that the Group may encounter difficulties in raising funds to meet commitments from financial instruments or that a market for derivatives may not exist in some circumstances.

The Group manages its liquidity profile to meet the following objectives: a) to ensure that adequate funding is available at all times; b) to meet commitments as they arise without incurring unnecessary costs; and c) to be able to access funding when needed at the least possible cost.

As at December 31, 2023 and 2022, all of the Group's financial liabilities, which consist of trade payables and other current liabilities (except statutory payables), are contractually payable on demand and up to sixty (60) days' term.

Correspondingly, the financial assets that can be used by the Group to manage its liquidity risk as at December 31, 2023 and 2022 consist of cash and cash equivalents, short-term time deposits, financial assets at FVTPL and trade receivables.

Market Risk

Market risk is the risk of loss to future earnings, to fair values or to future cash flows that may result from changes in the price of a financial instrument. The value of a financial instrument may change as a result of changes in interest rates, foreign currency exchanges rates, commodity prices, equity prices and other market changes. The Group's market risk originates from its holdings of equity instruments and foreign currency-denominated financial instruments.





*Equity price risk*

Equity price risk is the risk to earnings or capital arising from changes in stock exchange indices relating to its quoted equity securities. The Group's exposure to equity price risk relates primarily to its financial assets at FVTPL which pertain to investments in shares of stock of companies listed in the PSE and in mutual fund shares. The Group's policy is to maintain the risk within an acceptable level. Movement in share price is monitored regularly to determine the impact on its financial position.

Since the carrying amount of financial assets subject to equity price risk is immaterial relative to the consolidated financial statements, Management believes that disclosure of equity price risk sensitivity analysis for 2023 and 2022 is not significant.

*Foreign currency risk*

The Group's policy is to maintain foreign currency exposure within acceptable limits and within existing regulatory guidelines. The Group believes that its profile of foreign currency exposure on its assets and liabilities is within conservative limits for a financial institution engaged in the type of business in which the Group is engaged.

The Group's exposure to foreign currency exchange risk arises from its US\$-denominated cash in banks amounting to US\$90,041 and US\$148,156 as at December 31, 2023 and 2022, respectively (Note 4).

Since the amount of US\$-denominated cash in bank subject to foreign currency risk is immaterial relative to the consolidated financial statements, Management believes that disclosure of foreign currency risk analysis for 2023 and 2022 is not significant.

Offsetting of Financial Assets and Liabilities

The table below presents information about rights to offset related arrangements (such as collateral posting requirements) for financial instruments under an enforceable master netting agreements or similar agreements.

2023							
Financial Instruments Recognized at End of Reporting Period by Type	Gross Carrying Amounts (Before Offsetting)	Gross Amounts Offset in Accordance with the Offsetting Criteria	Net Amount Presented in Consolidated Statements of Financial Position	Effect of Remaining Rights of Set-Off (Including Rights to Set Off Financial Collateral) that do not Meet PAS 32 Offsetting Criteria			Net Exposure
				Fair Value of			
				Financial Instruments	Financial Collateral		
	[a]	[b]	[c] = [a-b]	[d]	[e]	[f] = [c-d-e]	
<b>Financial Assets</b>							
Receivable from customers	₱857,875,951	₱-	₱857,875,951	₱229,318	₱857,535,102		₱111,531
Due from clearing house	10,886,128	-	10,886,128	-	-		10,886,128
	<b>₱868,762,079</b>	<b>₱-</b>	<b>₱868,762,079</b>	<b>₱229,318</b>	<b>₱857,535,102</b>		<b>₱10,997,659</b>
<b>Financial Liabilities</b>							
Payable to customers	₱9,898,277,252	₱-	₱9,898,277,252	₱229,318	₱-		₱9,898,047,934
	<b>₱9,898,277,252</b>	<b>₱-</b>	<b>₱9,898,277,252</b>	<b>₱229,318</b>	<b>₱-</b>		<b>₱9,898,047,934</b>



2022						
Financial Instruments Recognized at End of Reporting Period by Type	Gross Carrying Amounts (Before Offsetting)	Gross Amounts Offset in Accordance with the Offsetting Criteria	Net Amount Presented in Consolidated Statements of Financial Position	Effect of Remaining Rights of Set-Off (Including Rights to Set Off Financial Collateral) that do not Meet PAS 32 Offsetting Criteria		Net Exposure
				Financial Instruments	Fair Value of Financial Collateral	
	[a]	[b]	[c] = [a-b]	[d]	[e]	[f] = [c-d-e]
<b>Financial Assets</b>						
Receivable from customers	₱1,030,253,767	₱-	₱1,030,253,767	₱45,911,165	₱984,342,306	₱296
Due from clearing house	114,550,660	-	114,550,660	114,550,660	-	-
	₱1,144,804,427	₱-	₱1,144,804,427	₱160,461,825	₱984,342,306	₱296
<b>Financial Liabilities</b>						
Payable to customers	₱10,768,039,309	₱-	₱10,768,039,309	₱45,911,165	₱-	₱10,722,128,144
Due to clearing house	120,761,453	-	120,761,453	114,550,660	-	6,210,793
	₱10,888,800,762	₱-	₱10,888,800,762	₱160,461,825	₱-	₱10,728,338,937

## 24. Fair Value Measurement

The following table shows the carrying value and fair value of the Group's refundable deposits, investment securities at amortized cost and investment property, whose carrying value does not approximate its fair value as at December 31, 2023 and 2022:

	Carrying Values		Fair Values	
	2023	2022	2023	2022
<i>Financial assets</i>				
Investment securities at amortized cost	<b>₱1,392,306,218</b>	₱1,000,708,963	<b>₱1,242,965,655</b>	₱856,948,771
<i>Non-financial assets</i>				
Refundable deposits	<b>12,294,657</b>	12,194,514	<b>10,709,047</b>	10,621,819
Investment property	<b>12,256,814</b>	13,132,301	<b>38,413,490</b>	38,413,490

The carrying amounts of cash and cash equivalents, cash in a segregated account, short-term time deposits, trade receivables, other receivables, trade payables and other current liabilities, which are all subject to normal trade credit terms and are short-term in nature, approximate their fair values.

The carrying value of long-term time deposit approximates its fair value since the placement earns interest at prevailing market rates.

### *Financial assets at FVTPL*

The Group's financial assets at FVTPL are carried at their fair values as at December 31, 2023 and 2022. Fair value of financial assets at FVTPL is based on the closing quoted prices of stock investments published by the PSE. Fair value of mutual funds is based on net asset values computed and published by the mutual fund providers. Fair value of debt securities is based on the quoted market price in an active market as at December 31, 2023 and 2022.

### *Refundable deposits*

The fair value of the refundable deposits is based on the present value of the future cash flows discounted using credit adjusted risk-free rates for a similar type of instrument using 2.80% as at December 31, 2023 and 2022. There are no changes in the valuation techniques in 2023 and 2022.



*Investment securities at amortized cost*

The fair value of the investment is based on the quoted market price in an active market as at December 31, 2023 and 2022.

*Investment property*

The fair value of the investment property has been based on highest and best use of property being appraised. Valuations were derived on the basis of recent sales of similar properties in the same areas as the investment property and taking into account the economic conditions prevailing at the time the valuations were made and comparability of similar properties sold with the property being valued.

Fair Value Hierarchy

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy as follows:

	2023			
	Carrying Value	Level 1	Level 2	Level 3
<i>Asset measured at fair value:</i>				
Financial assets at FVTPL	₱91,048,410	₱90,408,397	₱640,013	₱-
<i>Asset for which fair values are disclosed:</i>				
Refundable deposits	12,294,657	-	-	10,709,047
Investment securities at amortized cost	1,392,306,218	154,286,072	1,088,679,583	-
Investment property	12,256,814	-	-	38,413,490
	2022			
	Carrying Value	Level 1	Level 2	Level 3
<i>Asset measured at fair value:</i>				
Financial assets at FVTPL	₱84,847,281	₱84,230,030	₱563,397	₱-
<i>Asset for which fair values are disclosed:</i>				
Refundable deposits	12,194,514	-	-	10,621,819
Investment securities at amortized cost	1,000,708,963	86,182,751	770,766,021	-
Investment property	13,132,301	-	-	38,413,490

During the years ended December 31, 2023 and 2022, there were no transfers among levels 1, 2 and 3 of fair value measurements.

## 25. EPS Computation

	2023	2022	2021
Net income attributable to the equity holders of the Parent Company	₱426,579,361	₱244,046,290	₱583,214,719
Weighted average number of shares for basic earnings per share (Note 15)	4,760,000,000	4,760,000,000	4,760,000,000
Dilutive shares arising from stock options	-	-	-
Adjusted weighted average number of common shares for diluted earnings per share	4,760,000,000	4,760,000,000	4,760,000,000
Basic EPS	₱0.09	₱0.05	₱0.12
Diluted EPS	₱0.09	₱0.05	₱0.12



## 26. Segment Information

### Business Segments

The Group's business segments follow:

- Stockbrokerage services pertaining to the Group's stockbrokerage companies, mainly the Parent Company and COLHK; and
- Others pertaining to the Group's subsidiaries other than COLHK. This includes CIMI which is an asset management firm and CEIUMF and CSGEUMF which are unitized funds.

The following table presents certain information regarding the Group's business segments:

	2023			
	Stockbrokerage services	Others	Elimination	Total
Revenue from external customers:				
Commissions	₱329,612,059	₱-	(₱12,356)	₱329,599,703
Interest	700,351,485	8,117,889	-	708,469,374
Trail fees	23,484,733	-	(1,511,348)	21,973,385
Others	25,480,717	6,285,393	12,336	31,778,446
Segment revenue	1,078,928,994	14,403,282	(1,511,368)	1,091,820,908
Cost of services	(280,328,459)	(1,512,248)	1,511,368	(280,329,339)
Operating expenses, net of other income	(219,633,478)	(6,031,034)	-	(225,664,512)
Depreciation and amortization	(17,705,264)	(1,549,367)	-	(19,254,631)
Other losses	(10,020,434)	(69,417)	-	(10,089,851)
Income before income tax	551,241,359	5,241,216	-	556,482,575
Provision for income tax	(128,478,210)	(2,378,525)	-	(130,856,735)
Net income	₱422,763,149	₱2,862,691	₱-	₱425,625,840
Segment assets	₱12,586,109,414	₱175,989,284	(₱440,276,633)	₱12,321,822,065
Segment liabilities	10,271,381,941	3,066,605	(144,628,084)	10,129,820,462
Capital expenditures:				
Fixed assets	10,289,179	-	-	10,289,179
Cash flows arising from:				
Operating activities	(162,632,736)	(1,702,097)	-	(164,334,833)
Investing activities	(601,788,789)	(160,665)	-	(601,949,454)
Financing activities	(236,445,752)	14,274,343	-	(222,171,409)



2022				
	Stockbrokerage services	Others	Elimination	Total
Revenue from external customers:				
Commissions	P447,058,462	P-	(P6,631)	P447,051,831
Interest	331,890,567	4,454,833	-	336,345,400
Trail fees	22,239,329	-	(121,638)	22,117,691
Others	34,555,151	(4,088,139)	890	30,467,902
Segment revenue	835,743,509	366,694	(127,379)	835,982,824
Cost of services	(279,970,304)	(139,789)	127,379	(279,982,714)
Operating expenses, net of other income	(200,320,015)	(5,118,716)	-	(205,438,731)
Depreciation and amortization	(19,436,290)	(1,528,424)	-	(20,964,714)
Other losses	(11,755,781)	(30,927)	-	(11,786,708)
Income (loss) before income tax	324,261,119	(6,451,162)	-	317,809,957
Provision for income tax	(74,966,556)	(589,642)	-	(75,556,198)
Net income (loss)	P249,294,563	(P7,040,804)	P-	P242,253,759
Segment assets	P13,217,568,924	P155,828,492	(P287,369,610)	P13,086,027,806
Segment liabilities	11,111,133,488	768,504	(69,610)	11,111,832,382
Capital expenditures:				
Fixed assets	23,207,186	366,519	-	23,573,705
Cash flows arising from:				
Operating activities	298,366,714	62,771,724	-	361,138,438
Investing activities	8,840,458,566	(366,519)	-	8,840,092,047
Financing activities	(431,060,911)	(753,614)	-	(431,814,525)
2021				
	Stockbrokerage services	Others	Elimination	Total
Revenue from external customers:				
Commissions	P1,013,021,770	P-	(P8,438)	P1,013,013,332
Interest	179,691,820	2,370,157	-	182,061,977
Trail fees	21,484,857	-	-	21,484,857
Others	105,532,132	677,265	434	106,209,831
Segment revenue	1,319,730,579	3,047,422	(8,004)	1,322,769,997
Cost of services	(240,403,351)	(88,668)	8,004	(240,484,015)
Operating expenses, net of other income	(251,085,710)	(6,041,250)	-	(257,126,960)
Depreciation and amortization	(59,278,245)	(1,535,382)	-	(60,813,627)
Other losses	(5,180,578)	(63,472)	-	(5,244,050)
Income (loss) before income tax	763,782,695	(4,681,350)	-	759,101,345
Provision for income tax	(177,162,484)	(483,881)	-	(177,646,365)
Net income (loss)	P586,620,211	(P5,165,231)	P-	P581,454,980
Segment assets	P13,104,748,565	P163,325,259	(P287,300,000)	P12,980,773,824
Segment liabilities	10,880,671,562	1,224,468	-	10,881,896,030
Capital expenditures:				
Fixed assets	(4,899,573)	(146,915)	-	(5,046,488)
Cash flows arising from:				
Operating activities	(105,088,805)	(126,921,649)	-	(232,010,454)
Investing activities	(3,222,709,731)	(146,915)	-	(3,222,856,646)
Financing activities	(335,525,667)	(717,727)	-	(336,243,394)

### Geographical Information

For management purposes, the Group is organized into business units based on its geographical location and has two (2) reportable segments as follows:

- Philippine segment, which pertains to the Group's Philippine operations.
- Hong Kong segment, which pertains to the Group's HK operations.



The following tables present certain information regarding the Group's geographical segments:

	2023			
	Philippines	Hong Kong	Elimination	Total
Revenue from external customers:				
Commissions	₱327,107,822	₱2,504,237	(₱12,356)	₱329,599,703
Interest	708,450,456	18,918	–	708,469,374
Trail fees	23,484,733	–	(1,511,348)	21,973,385
Others	30,870,078	896,032	12,336	31,778,446
Segment revenue	1,089,913,089	3,419,187	(1,511,368)	1,091,820,908
Cost of services	(268,424,839)	(13,415,868)	1,511,368	(280,329,339)
Operating expenses, net of other income	(217,095,296)	(8,569,216)	–	(225,664,512)
Depreciation and amortization	(17,612,572)	(1,642,059)	–	(19,254,631)
Other losses	(9,834,452)	(255,399)	–	(10,089,851)
Income (loss) before income tax	576,945,930	(20,463,355)	–	556,482,575
Provision for income tax	(130,856,735)	–	–	(130,856,735)
Net income (loss)	₱446,089,195	(₱20,463,355)	₱–	₱425,625,840
Segment assets	₱12,489,530,559	₱272,568,139	(₱440,276,633)	₱12,321,822,065
Segment liabilities	10,235,286,642	39,161,904	(144,628,084)	10,129,820,462
Capital expenditures:				
Fixed assets	10,289,179	–	–	10,289,179
Cash flows arising from:				
Operating activities	(28,451,001)	(135,883,832)	–	(164,334,833)
Investing activities	(601,949,454)	–	–	(601,949,454)
Financing activities	(220,468,452)	(1,702,957)	–	(222,171,409)
	2022			
	Philippines	Hong Kong	Elimination	Total
Revenue from external customers:				
Commissions	₱443,682,187	₱3,376,275	(₱6,631)	₱447,051,831
Interest	336,339,637	5,763	–	336,345,400
Trail fees	22,239,329	–	(121,638)	22,117,691
Others	29,107,119	1,359,893	890	30,467,902
Segment revenue	831,368,272	4,741,931	(127,379)	835,982,824
Cost of services	(263,036,394)	(17,073,699)	127,379	(279,982,714)
Operating expenses, net of other income	(196,834,022)	(8,604,709)	–	(205,438,731)
Depreciation and amortization	(18,392,624)	(2,572,090)	–	(20,964,714)
Other losses	(11,263,262)	(523,446)	–	(11,786,708)
Income (loss) before income tax	341,841,970	(24,032,013)	–	317,809,957
Provision for income tax	(75,556,198)	–	–	(75,556,198)
Net income (loss)	₱266,285,772	(₱24,032,013)	₱–	₱242,253,759
Segment assets	₱12,996,530,823	₱376,866,593	(₱287,369,610)	₱13,086,027,806
Segment liabilities	10,991,359,864	120,542,128	(69,610)	11,111,832,382
Capital expenditures:				
Fixed assets	23,573,705	–	–	23,573,705
Cash flows arising from:				
Operating activities	380,153,179	(19,014,741)	–	361,138,438
Investing activities	8,840,092,047	–	–	8,840,092,047
Financing activities	(429,056,272)	(2,758,253)	–	(431,814,525)
	2021			
	Philippines	Hong Kong	Elimination	Total
Revenue from external customers:				
Commissions	₱1,007,387,930	₱5,633,840	(₱8,438)	₱1,013,013,332
Interest	182,061,708	269	–	182,061,977
Trail fees	21,484,857	–	–	21,484,857
Others	105,517,228	692,169	434	106,209,831

(Forward)



	2021			Total
	Philippines	Hong Kong	Elimination	
Segment revenue	₱1,316,451,723	₱6,326,278	(₱8,004)	₱1,322,769,997
Cost of services	(222,216,338)	(18,275,681)	8,004	(240,484,015)
Operating expenses, net of other income	(249,083,793)	(8,043,167)	–	(257,126,960)
Depreciation and amortization	(58,470,018)	(2,343,609)	–	(60,813,627)
Other losses	(4,978,761)	(265,289)	–	(5,244,050)
Income (loss) before income tax	781,702,813	(22,601,468)	–	759,101,345
Provision for income tax	(177,646,365)	–	–	(177,646,365)
Net income (loss)	₱604,056,448	(₱22,601,468)	₱–	₱581,454,980
Segment assets	₱12,922,223,878	₱345,849,946	(₱287,300,000)	₱12,980,773,824
Segment liabilities	10,795,992,335	85,903,695	–	10,881,896,030
Capital expenditures:				
Fixed assets	5,046,488	–	–	5,046,488
Cash flows arising from:				
Operating activities	(256,511,463)	24,501,009	–	(232,010,454)
Investing activities	(3,222,856,646)	–	–	(3,222,856,646)
Financing activities	(333,749,297)	(2,494,097)	–	(336,243,394)

## 27. Mutual Fund Operations

The following assets and liabilities held by the mutual fund subsidiaries in relation to the investment of the unitholders are not included in the accompanying statements of financial position as these are not assets of the mutual fund subsidiaries:

### *CEIUMF*

	2023	2022
Cash and cash equivalents	₱3,864,631	₱3,478,317
Financial assets at FVTPL	225,736,432	109,589,528
Other assets	212,453	16,997
Due to broker	(420,093)	(1,110,215)
Other liabilities	(402,601)	(221,659)
Net assets attributable to unitholders	₱228,990,822	₱111,752,968

### *CSGEUMF*

	2023*
Cash and cash equivalents	₱43,283,881
Financial assets at FVTPL	67,911,579
Other assets	338,976
Due to broker	(1,039,828)
Other liabilities	(275,960)
Net assets attributable to unitholders	₱110,218,648

\* *CSGEUMF* started its commercial operations on October 6, 2023.

## 28. Subsequent Event Disclosure

On February 16, 2024, the BOD approved the intention of COLHK's management to cease its operations by May 30, 2024.

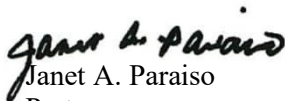


## **INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES**

The Stockholders and the Board of Directors  
COL Financial Group, Inc.  
Unit 2401-B East Tower, PSE Centre  
Exchange Road, Ortigas Center, Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of COL Financial Group, Inc. and Subsidiaries (the Group) as at December 31, 2023 and 2022, and for each of the three years in the period ended December 31, 2023, and have issued our report thereon dated March 20, 2024. 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 Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the 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 financial information required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Janet A. Paraiso  
Partner

CPA Certificate No. 92305

Tax Identification No. 193-975-241

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

BIR Accreditation No. 08-001998-062-2023, October 23, 2023, valid until October 22, 2026

PTR No. 10079894, January 5, 2024, Makati City

March 20, 2024





## **INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS**

The Stockholders and the Board of Directors  
COL Financial Group, Inc.  
Unit 2401-B East Tower, PSE Centre  
Exchange Road, Ortigas Center, Pasig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of COL Financial Group, Inc. and Subsidiaries (the Group) as at December 31, 2023 and 2022, and for each of the three years in the period ended December 31, 2023 and have issued our report thereon dated March 20, 2024. Our audits were made for the purpose of forming an opinion on the basic consolidated 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 consolidated financial statements prepared in accordance with PFRSs. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2023 and 2022 and for each of the three years in period ended December 31, 2023 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.



Janet A. Paraiso

Partner

CPA Certificate No. 92305

Tax Identification No. 193-975-241

BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024

BIR Accreditation No. 08-001998-062-2023, October 23, 2023, valid until October 22, 2026

PTR No. 10079894, January 5, 2024, Makati City

March 20, 2024



**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**INDEX TO THE SUPPLEMENTARY SCHEDULES**  
**FOR THE YEAR ENDED DECEMBER 31, 2023**

**SUPPLEMENTARY SCHEDULES**

- I. Reconciliation of retained earnings available for dividend declaration
- II. Supplementary schedules under Annex 68-J
- III. Map of the relationships of the companies within the group

**SCHEDULE I**  
**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF RETAINED EARNINGS AVAILABLE**  
**FOR DIVIDEND DECLARATION**  
**PURSUANT TO REVISED SRC RULE 68 AND**  
**SEC MEMORANDUM CIRCULAR NO.11**  
**DECEMBER 31, 2023**

<b><u>Unappropriated Retained Earnings of the Parent Company, beginning of the reporting period</u></b>		P728,982,725
<b><u>Add: Items that are directly credited to Unappropriated Retained Earnings</u></b>		
Reversal of Retained Earnings Appropriations	P27,135,148	27,135,148
<b><u>Less: Items that are directly debited to Unappropriated Retained Earnings</u></b>		
Dividend declarations during the reporting period	(199,920,000)	(199,920,000)
<b><u>Unappropriated Retained Earnings of the Parent Company, as adjusted, beginning of the year</u></b>		556,197,873
<b><u>Net income during the period closed to retained earnings (Parent)</u></b>	443,226,504	
<b><u>Less: Unrealized income recognized in the profit or loss during the reporting period (net of tax)</u></b>		
Unrealized fair value gains on financial assets at fair value through profit or loss (FVTPL)	(73,094)	
<b><u>Net Income Actual/Realized</u></b>	443,153,410	443,153,410
<b><u>Add (Less): Other items that should be excluded from the determination of the amount of available for dividends distribution</u></b>		
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	(153,190)	
Net movement in deferred tax asset and deferred tax liabilities related to same transaction, e.g. set up of right of use asset retirement obligation	(254,163)	
Appropriations of retained earnings based on 10% of 2023 audited net income to be approved subsequently in 2024**	(44,322,650)	
Subtotal	(44,730,003)	(44,730,003)
<b><u>Unappropriated Retained Earnings of the Parent Company, as adjusted, end of the year*</u></b>		P954,621,280

\* As of December 31, 2023, the amount of consolidated retained earnings shown in the accompanying consolidated financial statements includes the net accumulated earnings of the subsidiaries amounting to P55,881,360. The retained earnings shown in the above table represents the retained earnings of COL Financial Group, Inc. in the parent company financial statements.

\*\* Appropriation of retained earnings is in compliance with SRC Rule 49.1 B Reserve Fund requiring the Parent Company to annually appropriate ten percent (10.00%) of its audited net income.

**SCHEDULE II**  
**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULES UNDER ANNEX 68-J**  
**PURSUANT TO REVISED SRC RULE 68**  
**DECEMBER 31, 2023**

**Schedule A. Financial Assets**

*Financial Assets at FVTPL*

Financial assets at FVTPL are carried at their fair values. Fair value of financial assets at FVTPL is based on closing quoted prices of stock investments published by the PSE and mutual funds are based on the published net asset value per share of the investment company where the investment was bought.

The Group did not present the schedule of financial assets since the aggregate cost or market value of financial assets at FVTPL as of the end of the reporting period did not constitute five percent (5%) or more of the total current assets.

**Schedule B. Amounts of Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)**

Name and designation of debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of period
Various employees	₱2,265,038	₱2,049,587	₱2,396,303	₱-	₱1,918,322	₱-	₱1,918,322

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

Name and designation of debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of period
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

**Schedule D. Long Term Debt**

Title of issue and type of obligation	Amount authorized by indenture	Amount shown under caption 'Current position of long term debt' in related statement of financial position	Amount shown under caption 'Long-Term Debt' in related statement of financial position
None	N/A	N/A	N/A

**Schedule E. Indebtedness to Related Parties (Long-Term Loans from Related Companies)**

Name of related party	Balance at beginning of period	Balance at end of period
None	N/A	N/A

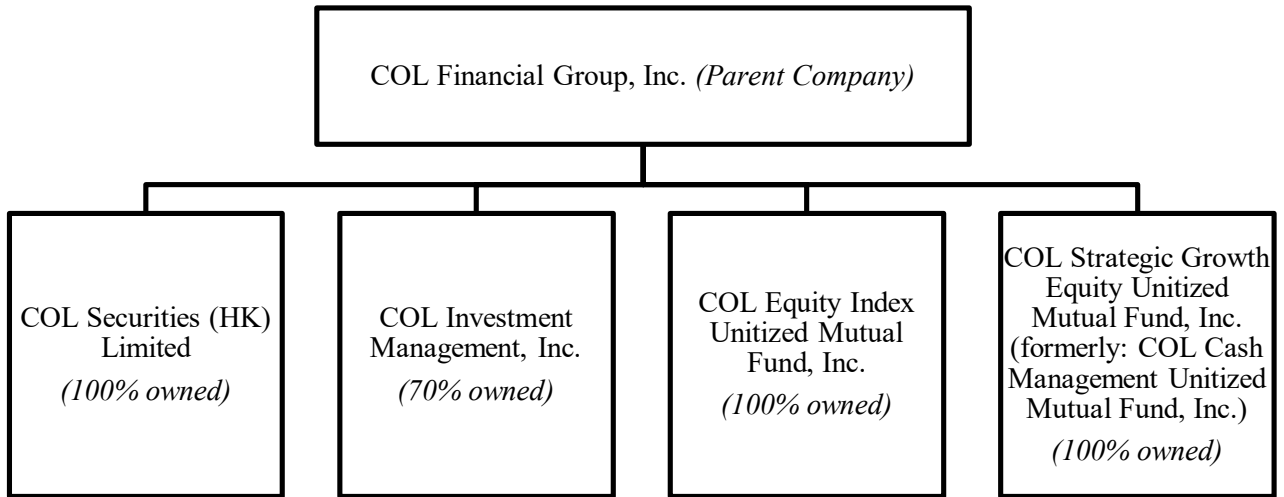
**Schedule F. Guarantees of Securities of Other Issuers**

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

**Schedule G. Capital Stock (Figures in Thousands)**

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related financial condition caption	Number of shares reserved for options, warrants, conversion and other rights	No. of shares held by		
				Affiliates	Directors and Officers	Others
Common shares	10,000,000	4,760,000	–	–	2,845,193	1,914,807

**SCHEDULE III**  
**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**MAP OF THE RELATIONSHIPS OF THE COMPANIES**  
**WITHIN THE GROUP**  
**PURSUANT TO REVISED SRC RULE 68**  
**DECEMBER 31, 2023**



**SCHEDULE IV**  
**COL FINANCIAL GROUP, INC. AND SUBSIDIARIES**  
**SCHEDULE SHOWING FINANCIAL SOUNDNESS INDICATORS**  
**PURSUANT TO REVISED SRC RULE 68**  
**DECEMBER 31, 2023**

Below are the financial ratios that are relevant to the Group as of and for the years ended December 31, 2023 and 2022:

Ratio	Formula	Current Year	Prior Year
Current ratio	Total current assets divided by Total current liabilities  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Total current assets</div> <div style="width: 40%; text-align: right;">₱11,150,454,994</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by Total current liabilities</div> <div style="width: 40%; text-align: right;">10,043,621,833</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Current ratio</div> <div style="width: 40%; text-align: right;">1.11</div> </div> <hr style="border: 1px solid black;"/>	<b>1.11:1</b>	1.10:1
Debt-to-equity ratio	Total liabilities divided by Average equity  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Total liabilities</div> <div style="width: 40%; text-align: right;">₱10,129,820,462</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by Average equity</div> <div style="width: 40%; text-align: right;">2,064,879,928</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Debt-to-equity ratio</div> <div style="width: 40%; text-align: right;">4.91</div> </div> <hr style="border: 1px solid black;"/>	<b>4.91:1</b>	5.50:1
Quick ratio	Total liquid assets divided by Total current liabilities  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Total liquid assets</div> <div style="width: 40%; text-align: right;">₱11,119,990,706</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by Total current liabilities</div> <div style="width: 40%; text-align: right;">10,043,621,833</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Current ratio</div> <div style="width: 40%; text-align: right;">1.11</div> </div> <hr style="border: 1px solid black;"/>	<b>1.11:1</b>	1.10:1
Asset-to-equity ratio	Total assets divided by Average equity  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Total assets</div> <div style="width: 40%; text-align: right;">₱12,321,822,065</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by Average equity</div> <div style="width: 40%; text-align: right;">2,064,879,928</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Asset-to-equity ratio</div> <div style="width: 40%; text-align: right;">5.97</div> </div> <hr style="border: 1px solid black;"/>	<b>5.97:1</b>	6.48:1
Return on assets	Net income divided by Average assets  <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Net income</div> <div style="width: 40%; text-align: right;">₱426,579,361</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by Average assets</div> <div style="width: 40%; text-align: right;">12,703,924,936</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Return on assets</div> <div style="width: 40%; text-align: right;">3%</div> </div> <hr style="border: 1px solid black;"/> <p>Average assets is computed as follows:</p> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Beg. total assets</div> <div style="width: 40%; text-align: right;">₱13,086,027,806</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Ending total assets</div> <div style="width: 40%; text-align: right;">12,321,822,065</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Total</div> <div style="width: 40%; text-align: right;">25,407,849,871</div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Divide by</div> <div style="width: 40%; text-align: right;">2</div> </div> <hr style="border: 1px solid black;"/> <div style="display: flex; justify-content: space-between;"> <div style="width: 40%;">Average assets</div> <div style="width: 40%; text-align: right;">₱12,703,924,936</div> </div> <hr style="border: 1px solid black;"/>	<b>3%</b>	2%

<b>Ratio</b>	<b>Formula</b>	<b>Current Year</b>	<b>Prior Year</b>																
Return on average stockholder's equity	<p>Net income divided by Average stockholder's equity</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Net income</td> <td style="text-align: right;">₱426,579,361</td> </tr> <tr> <td>Divide by Average stockholder's equity*</td> <td style="text-align: right;"><u>2,064,879,928</u></td> </tr> <tr> <td>Return on average stockholder's equity</td> <td style="text-align: right;"><u>21%</u></td> </tr> </table> <p>Average stockholder's equity is computed as follows:</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Beg. total stockholder's equity*</td> <td style="text-align: right;">₱1,957,750,078</td> </tr> <tr> <td>Ending total stockholder's equity*</td> <td style="text-align: right;"><u>2,172,009,778</u></td> </tr> <tr> <td>Total</td> <td style="text-align: right;">4,129,759,856</td> </tr> <tr> <td>Divide by</td> <td style="text-align: right;"><u>2</u></td> </tr> <tr> <td>Average total stockholder's equity*</td> <td style="text-align: right;"><u>₱2,064,879,928</u></td> </tr> </table> <p><i>*Attributable to the equity holders of the Parent Company</i></p>	Net income	₱426,579,361	Divide by Average stockholder's equity*	<u>2,064,879,928</u>	Return on average stockholder's equity	<u>21%</u>	Beg. total stockholder's equity*	₱1,957,750,078	Ending total stockholder's equity*	<u>2,172,009,778</u>	Total	4,129,759,856	Divide by	<u>2</u>	Average total stockholder's equity*	<u>₱2,064,879,928</u>	<b>21%</b>	12%
Net income	₱426,579,361																		
Divide by Average stockholder's equity*	<u>2,064,879,928</u>																		
Return on average stockholder's equity	<u>21%</u>																		
Beg. total stockholder's equity*	₱1,957,750,078																		
Ending total stockholder's equity*	<u>2,172,009,778</u>																		
Total	4,129,759,856																		
Divide by	<u>2</u>																		
Average total stockholder's equity*	<u>₱2,064,879,928</u>																		
Net profit margin	<p>Net income divided by Total revenues</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Net income</td> <td style="text-align: right;">₱426,579,361</td> </tr> <tr> <td>Total revenues</td> <td style="text-align: right;"><u>1,091,820,908</u></td> </tr> <tr> <td>Net profit (loss) margin</td> <td style="text-align: right;"><u>39%</u></td> </tr> </table>	Net income	₱426,579,361	Total revenues	<u>1,091,820,908</u>	Net profit (loss) margin	<u>39%</u>	<b>39%</b>	29%										
Net income	₱426,579,361																		
Total revenues	<u>1,091,820,908</u>																		
Net profit (loss) margin	<u>39%</u>																		



# **SUSTAINABILITY REPORT**

**COL Financial Group, Inc.**

**Year 2023**

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## A. CONTEXTUAL INFORMATION

### 1. Company Details

<b><i>Name of Organization</i></b>	<b><i>COL Financial Group, Inc. (“COL”, the “Corporation”)</i></b>
<b><i>Location of Headquarters</i></b>	<b><i>Pasig City, Metro Manila, Philippines</i></b>
<b><i>Location of Operations</i></b>	<b><i>Pasig City, Metro Manila, Philippines</i></b>
<b><i>Report Boundary: Legal entities included in this report</i></b>	<b><i>COL Financial Group, Inc. (parent company only)</i></b>
<b><i>Business Model, including Primary Activities, Brands, Products, and Services</i></b>	<b><i>Broker/ Dealer of Securities</i></b>
<b><i>Reporting Period</i></b>	<b><i>Calendar year ending 31 December 2023</i></b>
<b><i>Highest Ranking Person responsible for this Report</i></b>	<b><i>Sharon T. Lim / Corporate Secretary</i></b>

### 2. Materiality Process

To create this report, the Corporation’s management identified key areas that are materially relevant for COL to reach long-term sustainable operations. It likewise endeavored to identify the expectations and interests of its various stakeholders comprising of, among others, its personnel (e.g., directors, officers, employees, agents, consultants, and other persons assigned to COL by their respective employers), clients, service providers, regulators, investors and shareholders, and competitors.

Out of the 33 GRI topics, the following are material to the Corporation’s stakeholders. These topics must be validated against stakeholder interviews:

- Economic Performance;
- Indirect Economic Impacts;
- Employee Hiring and Benefits;
- Employee Training and Development;
- Customer Satisfaction;
- Customer Privacy;
- Data Security; and
- Local Communities; Financial Inclusion, Accessibility and Financial Education.

*(This space is intentionally left blank.)*

## B. ECONOMIC

### 1. Economic Performance

#### a. Direct Economic Value Generated and Distributed

The following figures are based on the 2023 Audited Financial Statements of COL (parent company only):

Disclosure	Amount (in PhP)
<i>Direct economic value generated (revenue)</i>	1,075,509,807
<i>Direct economic value distributed:</i>	
<i>a. Operating costs</i>	227,284,846
<i>b. Employee wages and benefits</i>	237,016,409
<i>c. Payments to suppliers, other operating costs</i>	207,547,495
<i>d. Dividends given to stockholders</i>	199,920,000
<i>e. Taxes given to government*</i>	105,427,058
<i>f. Investments to community (e.g. donations, CSR)**</i>	4,243,631

\*COL also remitted to the government sales transactions tax collected from its customers amounting to PhP337,908,873.

\*\*Investments to community for 2023 consist primarily of financial literacy campaigns.

#### (1) Impact

COL is the leading online financial services provider in the Philippines. COL aims to be the most trusted wealth-building partner of every Filipino that provides practical and ethical financial products through value-driven and innovative solutions to help them achieve their financial goals.

As part of COL's commitment to provide more useful products and services to help its customers build genuine wealth, it has an online stock brokerage platform where clients may purchase stocks listed in the Philippine Stock Exchange. COL also created COL Fund Source, the first online fund supermarket in the Philippines which provides investors access to a wide selection of mutual funds. In 2019, to diversify COL's portfolio as a one-stop shop online platform for capital market products, it set up its own asset management firm, COL Investment Management, Inc. which serves as the fund manager and distributor for COL Equity Index Unitized Mutual Fund, Inc. and COL Strategic Growth Equity Unitized Mutual Fund, Inc. (formerly, COL Cash Management Unitized Mutual Fund, Inc.).

The economic performance of COL affects the following stakeholders: its own personnel (consisting of its directors, officers, full-time employees, agents, consultants, and personnel who are employed by COL's service providers but are assigned to the Corporation), the Corporation's more than 500,000 clients, its investors and shareholders, its regulators consisting of, among others, the Securities and Exchange Commission, the Anti-Money Laundering Council, the Philippine Stock Exchange, Inc., and the Capital Markets Integrity Corporation, and the capital markets in general.

To manage its economic performance, COL is committed to maximizing its profitability through the efficient use of its capital resources with the ultimate objective of increasing shareholder value. Consequently, COL regularly monitors and reviews the effectiveness of its corporate activities and key performance indicators, which are considered important in measuring the success of implemented financial and operating strategies and concomitant

action plans. Below are some of the Corporation's key performance indicators which are measured from time to time:

- Number of Customer Accounts;
- Customers' Net Equity;
- Revenues;
- Return on Average Equity; and
- Risk Based Capital Adequacy Ratio.

## (2) **Identified Risks**

The stock market ended 2023 hardly changed, down by 1.8% on a year-on-year basis. However, it had a volatile performance during the year, rising by as much as 8.7% and falling by as deep as 9.8%.

Philippine stocks initially performed well, hitting their highs for the year in January. This was due to signs that both inflation and interest rates were on the way down. Stocks also benefited from the strengthening of the peso (due to the weakening of the dollar) and increasing fund flows to emerging markets, triggered by excitement towards China's reopening.

However, the market's strong performance quickly faded after January inflation surprised on the upside. This prompted the Bangko Sentral ng Pilipinas (BSP) to raise rates by 50 basis points in February and 25 basis points in March. Sentiment for risk assets also deteriorated following several developments including the surprise collapse of Silicon Valley Bank and a few other banks in the U.S. in March; the disappointing economic outcome of China's reopening; the U.S. Fed's decision to continue raising rates (which prevented the dollar from weakening further); and the strong performance of artificial intelligence related stocks and other tech stocks which are absent in the Philippines.

Investor sentiment towards Philippine stocks deteriorated further after domestic inflation rebounded to 5.3% in August and 6.1% in September, caused by rising food and oil prices. At the same time, second quarter GDP growth disappointed, falling to only 4.3% from 6.3% in the first quarter. To control inflation, the BSP raised rates by another 25 basis points in October despite the slower economic growth, making stocks even less attractive compared to fixed income products which now provide higher yields.

In November, the U.S. Fed surprised positively as it decided to keep rates unchanged despite talking hawkishly in the September meeting. This resulted to lower bond rates and a weaker dollar, benefiting most risk assets globally including Philippine stocks. Local stocks rallied as a result, allowing the PSEi index to close the year almost unchanged despite falling by as much as 9.8% during the year.

Aside from heightened volatility, Philippine stocks suffered from a steep decline in trading volume. The average daily value turnover in the Philippine Stock Exchange fell by 31.3% to only PhP5.31 billion in 2023 from PhP7.74 billion in 2022. Foreign investors remained net sellers, liquidating another PhP49.08 billion worth of stocks during the period year in review

The volatility in the stock market is a risk that affects the Corporation's personnel, clients, shareholders, and the capital markets in general.

The Corporation continues to conduct free online investor education seminars to help clients navigate through these volatile times. It also tries to maximize the use of its resources to avoid unnecessary spending.

As a trading participant of the Philippine Stock Exchange, the Corporation is also required to comply with the risk-based capital adequacy ratios (RBCA) imposed by the Securities and Exchange Commission. These RBCA ratios, in general, ensure that broker dealers such as the Corporation have sufficient capital to sustain operating losses while maintaining a safe and efficient market.

### **(3) Identified Opportunities**

Volatile market conditions lead to heightened interest among Filipinos to invest outside of traditional fixed income instruments. To address this, COL launched an online account opening portal that would allow Filipinos to open their accounts remotely. The Corporation also leveraged its use of social media and assigned personnel devoted to managing its various social media accounts and address any customer concerns raised through these platforms. These avenues provide COL with a wider reach, allowing it to address the needs of more clients more effectively.

COL also remains active in educating and encouraging Filipinos to save and invest through its market forums and investor education seminars. It continues to improve its processes, moving most of it online to allow for greater convenience of its customers.

These opportunities affect the Corporation's personnel, clients, shareholders and the capital markets in general.

## **2. Climate-Related Risks and Opportunities**

Although environmental concerns rank lower in the Corporation's materiality assessment, the Corporation is cognizant of the integral role of environmental issues in its business and operations. To show its commitment to mitigating climate change, COL has been taking concrete actions to raise environmental awareness the past few years by conducting different activities for its personnel. These include the following activities: tree planting, ocean clean-up, and hosting of environment-related talks and partnering with organizations such as the Haribon Foundation for the Conservation of Natural Resources, Inc. (Haribon Foundation), which advocates for biodiversity conservation through building constituencies, empowering communities, and applying multi-disciplinary approaches.<sup>1</sup>

## **3. Procurement Practices**

### ***a. Proportion of Spending on Local Suppliers***

While COL dealt only with Philippine-based suppliers, there is no data available to confirm whether the products sourced were locally made or manufactured or were sourced by said suppliers from overseas.

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<sup>1</sup> <https://haribon.org.ph/about-us/>

**(1) Impact**

The Corporation's procurement practices affect its personnel, suppliers, and service providers.

Being an online broker/dealer in securities, the Corporation relies on its suppliers only for its internal requirements. Most items sourced from suppliers involve office equipment, which, while necessary to allow its personnel to work more effectively, is not critical to the actual operations of the business. The only items sourced from suppliers which are critical to the Corporation's performance are those related to its technical equipment, such as its computer servers. In terms of services, the most critical would involve the Corporation's internet or web connection. The Corporation sources these critical pieces of equipment from established suppliers, with reputations for implementing sound business practices and meet the quality requirements set by the Corporation.

All supplier procurement is coursed through the Corporation's procurement team, working under its Admin Department. They work closely with the department requesting the procurement, to ensure that the quality standards are met. Procurement of critical equipment and/or services is likewise approved by the Corporation's management.

**(2) Identified Risks**

The identified risks would affect the Corporation's personnel, suppliers, and service providers.

Getting the wrong vendor or supplier may result in losses to the Corporation. These involve financial losses as well as time lost. This means that time that could have been spent providing improved services to customers may have to be reallocated to fixing the issues caused by the vendor or supplier.

To address the abovementioned risks, the Corporation implements quality control checks for supplies and services received. The procurement team is required to obtain quotes from multiple potential suppliers, to ensure that it is getting the best deal in the market. The Corporation has likewise streamlined its supplier contracts to include, among others, warranties on quality of materials and/or supplies, as well as structuring the compensation to supplier to allow the Corporation an opportunity to withhold partial payment in case of defective materials.

**(3) Identified Opportunities**

The identified opportunities involve the Corporation's personnel, suppliers, and service providers.

The Corporation is continuously studying additional ways it can improve its procurement system and processes. These present an opportunity for the Corporation to find better suppliers and service providers which are aligned with the Corporation's objectives. In improving its procurement processes, the Corporation may have potential savings or may be able to obtain better products or services.

#### 4. Anti-Corruption

##### a. Training on Anti-Corruption Policies and Procedures

Disclosure	Quantity
<i>Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to</i>	100%
<i>Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to</i>	(see note below)
<i>Percentage of directors and management that have received anti-corruption training</i>	(see note below)
<i>Percentage of employees that have received anti-corruption training</i>	100%

The Corporation has a zero-tolerance policy for Corruption and Bribery. It has put in place and implemented an Anti-Bribery and Anti-Corruption Policy which is integrated in both its Office Handbook and Code of Business Conduct and Ethics. Said policy is also publicly available in the Corporation's website. This policy is relayed to all employees and directors as part of their orientation. Although this is not an issue being experienced by the Corporation, as part of its training and development program, COL conducted a separate training on its Anti-Bribery and Anti-Corruption Policy in March 2023.

##### b. Incidents of Corruption

Disclosure	Quantity
<i>Number of incidents in which directors were removed or disciplined for corruption</i>	0
<i>Number of incidents in which employees were dismissed or disciplined for corruption</i>	0
<i>Number of incidents when contracts with business partners were terminated due to incidents of corruption</i>	0

##### (1) **Impact (for both items (a) and (b))**

The actions of its people reflect on the Corporation. As such, it is the Corporation's responsibility to ensure that each person acts with integrity and is above reproach.

The Corporation is aware that the adequacy or inadequacy of its anti-corruption training will affect its own personnel, the regulators with whom it engages with, its suppliers and service providers, as well as its clients.

To address potential incidents of corruption, the Corporation has instituted an Anti-Bribery and Anti-Corruption policy to clarify and strengthen the Corporation's stance against these unethical practices. The policy puts in place the proper procedures for the handling of complaints of this nature. The procedures are flexible – in that complaints may be submitted by various means. It likewise empowers several offices to make the investigation to provide complainants with various avenues to seek redress of their grievances.

All Corporation personnel are required to review the Corporation's Anti-Bribery and Anti-Corruption policy incorporated in its Office Manual and Code of Business Conduct and Ethics. These policies are discussed during the personnel's on-boarding with the Corporation and supported through the Corporation's processes and procedures which reduce the possible instances of violation. The Corporation's Anti-Bribery and Anti-



Corruption policy is supported by its Grievance and Whistleblowing mechanisms, which provides avenues for Corporation personnel to report any untoward incidents.

**(2) Identified Risks (for both items (a) and (b))**

No significant risks have been identified.

**(3) Identified Opportunities (for both items (a) and (b))**

There are always opportunities to strengthen the Corporation's adherence to its existing policies through the conduct of personnel and supplier training.

The Corporation is currently studying how to further strengthen and support its Anti-Bribery and Anti-Corruption Policy. Potential programs being reviewed include inclusion of anti-bribery and anti-corruption terms in all supplier and service contracts.

These identified opportunities affect the Corporation's personnel, suppliers and service providers, and regulators.

*(This space is intentionally left blank.)*

C. ENVIRONMENT

1. Resource Management

a. *Energy Consumption within the Organization*

Disclosure	Quantity
<i>Energy consumption (renewable sources)</i>	0 GJ
<i>Energy consumption (gasoline)</i>	0 GJ
<i>Energy consumption (LPG)</i>	0 GJ
<i>Energy consumption (diesel)</i>	0 GJ
<i>Energy consumption (electricity)</i>	431,864.03 kWh

Given the nature of the Corporation’s business, it does not utilize energy other than electricity. As for its electricity consumption, it sources its electricity from the local distribution utilities.

b. *Reduction of Energy Consumption*

Disclosure	Quantity
<i>Energy reduction (renewable sources)</i>	0 GJ
<i>Energy reduction (gasoline)</i>	0 GJ
<i>Energy reduction (LPG)</i>	0 GJ
<i>Energy reduction (diesel)</i>	0 GJ
<i>Energy reduction (electricity)</i>	0 kWh

Given the nature of the Corporation’s business, it does not utilize energy other than electricity. As for its electricity consumption, the Corporation does not have sufficient data on hand regarding its electricity consumption on a year-on-year basis.

(1) **Impact**

The Corporation’s energy consumption affects its personnel, suppliers, clients, and the community at large.

The Corporation consumes energy, in the form of electricity, to support its business operations. It obtains the electricity supply from the local distribution utility, and thus is dependent on such distribution utility on the source of such power supply (e.g. whether from renewable or non-renewable sources). Given that it is a financial services company, its use of the other forms of energy (such as from LPG, diesel, and gasoline), if any, is very insignificant.

As part of its efforts to help conserve energy, the Corporation tries to use energy efficient equipment. Employees are also reminded to be conscientious of their energy consumption.

(2) **Identified Risks and Opportunities**

No significant risks and/or opportunities have been identified with respect to this matter.

c. *Water Consumption within the Organization*

<b>Disclosure</b>	<b>Quantity</b>
<i>Water withdrawal</i>	-
<i>Water consumption</i>	131 Cubic meters
<i>Water recycled and reused</i>	-

(1) **Impact**

As the Corporation is in the financial services industry, it uses tap water mainly for cleaning and personal hygiene purposes of its personnel and clients who visit its investor centers.

Aware that the Corporation's water consumption affects its personnel and community at large, the Corporation promotes conscientious use of water through giving its personnel reminders and issuing guidelines on use of water.

(2) **Identified Risks and Opportunities**

No significant risks and/ or opportunities have been identified with respect to this matter.

d. *Materials Used by the Organization*

<b>Disclosure</b>	<b>Quantity</b>
<i>Materials used by weight or volume</i>	
• <i>renewable</i>	*
• <i>non-renewable</i>	*
<i>Percentage of recycled input materials used to manufacture the organization's primary products and services</i>	*

\*These do not apply as the Corporation is not in the manufacturing business.

(1) **Impact**

While the Corporation is not involved in manufacturing, and thus, concerns with respect to materials it uses does not rank high in its materiality assessment, the Corporation understands its responsibility to ensure that it does its part to protect the environment.

The Corporation has been a consistent corporate partner of the Haribon Foundation. As an affiliate of the Haribon Foundation, the Corporation is able to support its mission of advocating for biodiversity through building constituencies, empowering communities, and applying multi-disciplinary approaches.

On an operational level, the Corporation conducts most of its processes online and refrains from using paper unless the same is necessary. Personnel are also discouraged from printing unnecessary items and without compromising data security, encouraged to recycle paper. For items that need to be printed for internal purposes, they are printed in newsprint rather than white paper.

The Corporation also has an on-going garbage segregation project where personnel are encouraged to segregate their garbage between renewable and non-renewable materials.

(2) **Identified Risks**

The Corporation has not identified any significant risks with respect to this matter.

(3) **Identified Opportunities**

There is an opportunity to deepen the participation of the Corporation’s personnel in its environmental conservation efforts. Aside from increasing its recycling and garbage segregation efforts, the Corporation can also encourage its employees to attend and actively participate in the different environmentally themed activities and educational campaigns.

e. *Ecosystem and Biodiversity (Upland / Watershed or Coastal / Marine)*

<b>Disclosure</b>	<b>Quantity</b>
<i>Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas</i>	<i>None identified</i>
<i>Habitats protected or restored</i>	<i>None identified</i>
<i>IUCN Red List species and national conservation list species with habitats in areas affected by operations</i>	<i>None identified</i>

(1) **Impact**

All of the Corporation’s leased offices, including its primary office, investor centers, data centers, and units in the Philippine Stock Exchange Tower in Bonifacio High Street, Taguig, are situated in business district areas. As none of these locations are in, or adjacent to, any protected areas, there are currently no identified impacts of the Corporation’s operations on biodiversity and ecosystems.

(2) **Identified Risks and Opportunities**

As of the moment, there are no significant risks or opportunities identified with respect to the above matter.

**2. Environmental Impact Management**

a. *Air Emissions*

(1) **GHG**

<b>Disclosures</b>	<b>Quantity</b>
<i>Direct (Scope 1) GHG Emissions</i>	-
<i>Energy indirect (Scope 2) GHG Emissions</i>	-
<i>Emissions of ozone-depleting substances (ODS)</i>	-

(2) **Air Pollutants**

Disclosure	Quantity
<i>NO<sub>x</sub></i>	-
<i>SO<sub>x</sub></i>	-
<i>Persistent organic pollutants (POPs)</i>	-
<i>Volatile organic compounds (VOCs)</i>	-
<i>Hazardous air pollutants (HAPs)</i>	-
<i>Particulate matter (PM)</i>	-

(3) **Impact for both (1) and (2)**

As previously shown, the nature of the business of the Corporation does not result in as much direct material environmental impact as opposed to a business that is part of the manufacturing industry, for instance. As such, the Corporation's impact on greenhouse gas emissions is insignificant, and mainly results from business travel and/or courier services. However, there is currently no data available on the greenhouse gas emissions resulting from these activities.

Internally, the Corporation encourages employees to help in reducing greenhouse gas emissions by doing simple practices to conserve electricity and water. The Corporation also considers environmental impact in the design and maintenance of its facilities, such as the use of LED bulbs, among others.

Further, the nature of the Corporation's business does not lead to distinct or identifiable sources of emissions involving pollutants detrimental to public health or the environment.

(4) **Identified Risks and Opportunities for both (1) and (2)**

There are no significant risks or opportunities identified for the matters above.

*b. Solid and Hazardous Wastes*

(1) **Solid Waste**

Disclosure	Quantity
<i>Total solid waste generated</i>	-
<i>Reusable</i>	-
<i>Recyclable</i>	-
<i>Composted</i>	-
<i>Incinerated</i>	-
<i>Residuals/Landfilled</i>	-

(2) **Hazardous Waste**

Disclosure	Quantity
<i>Total weight of hazardous waste generated</i>	-
<i>Total weight of hazardous waste transported</i>	-

(3) **Effluents**

<b>Disclosure</b>	<b>Quantity</b>
<i>Total volume of water discharges</i>	-
<i>Percent of wastewater recycled</i>	-

(4) **Impact for Solid and Hazardous Waste and Effluents**

The Corporation's operations generate, for the most part, commercial waste consisting mostly of paper and plastic waste. No hazardous waste has been identified within the operations of the Corporation, as the term is defined by Republic Act No. 6969 (Toxic Substances and Hazardous Nuclear Waste Control Act of 1990). With respect to effluents, as previously mentioned, the Corporation uses tap water mainly for personal hygiene of its employees and clients. This water is sourced from the water utility provider in its building.

To help maintain the cleanliness of the premises, the Corporation provides trash bins within the office areas which are collected daily by the janitors of the building. Segregation into biodegradable, non-biodegradable and organic waste is also being observed.

(5) **Identified Risks and Opportunities for all items**

There are no significant risks or opportunities identified for the matters above.

c. *Environmental Compliance*

(1) **Non-Compliance with Environmental Laws and Regulations**

<b>Disclosure</b>	<b>Quantity</b>
<i>Total amount of monetary fines for non-compliance with environmental laws and/or regulations</i>	0
<i>No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations</i>	0
<i>No. of cases resolved through dispute resolution mechanism</i>	0

(2) **Impact**

Given the nature of the Corporation's business, any changes in environmental laws or regulations would not affect it more significantly than how it would affect any other business. Such amendment of regulation or law may have an impact on the Corporation's personnel, clients, investors, and suppliers or service providers.

(3) **Identified Risks and Opportunities for all items**

There are no significant risks or opportunities identified for the matters above.

## D. SOCIAL

### 1. Employee Management

#### a. Employee Hiring and Benefits

##### (1) Employee Data

<b>Disclosure</b>	<b>Quantity</b>
<i>Total number of employees</i>	149
<i>a. Number of female employees</i>	109
<i>b. Number of male employees</i>	40
<i>Attrition rate</i>	0%
<i>Ratio of lowest paid employee against minimum wage</i>	-

The attrition rate was computed by deducting the number of resigned employees against the number of newly hired employees and dividing the difference by the average between the total number of employees for 2022 and 2023.

All COL full-time employees are paid above the minimum wage.

##### (2) Employee Benefits

<b>List of Benefits</b>	<b>Y/N</b>	<b>% Female Employee Availment</b>	<b>% Male Employee Availment</b>
<i>SSS</i>	Y	100.0%	100.0%
<i>PhilHealth</i>	Y	100.0%	100.0%
<i>Pag-IBIG</i>	Y	100.0%	100.0%
<i>Parental leaves</i>	Y	100.0%	100.0%
<i>Vacation leaves</i>	Y	100.0%	100.0%
<i>Sick leaves</i>	Y	100.0%	100.0%
<i>Medical benefits (aside from PhilHealth)</i>	Y	100.0%	100.0%
<i>Housing assistance (aside from Pag-IBIG)</i>	N	-	-
<i>Retirement fund (aside from SSS)</i>	Y	100.0%	100.0%
<i>Further education support</i>	Y		
<i>Company stock options</i>	N	-	-
<i>Telecommuting</i>	N	-	-
<i>Flexible-working Hours</i>	Y	100.0%	100.0%
<i>Emergency Salary Loan</i>	Y	13.8%	0%

*SSS, Philhealth, and Pag-IBIG Benefits:* The Corporation regularly remits the monthly contributions for SSS, Philhealth, and Pag-IBIG. The Corporation, through its Human Resources Department, processed the benefit applications of all employees who have applied for these benefits and have met the minimum conditions for availment. These benefits include maternity and sickness benefits for SSS, Philhealth deductions on medical expenses, SSS and Pag-IBIG loans, among others.

*Parental, Vacation, and Sick Leaves:* All employees who are qualified to avail of said leaves have been granted them. All employees are granted a certain number of sick and vacation leaves per calendar year, which amount of leaves would depend on the employee's rank and tenure.

*Medical Benefits (aside from SSS):* The Corporation gives a health card to all regular employees. Further, the Corporation sponsors the annual physical examination of its personnel. In light of the COVID-19 pandemic, this benefit was extended to all personnel, including probationary employees and even agency hires assigned to the Corporation.

*Retirement Fund (aside from SSS):* The Corporation has a retirement program which may be availed of by employees who have rendered at least five (5) years of service.

*Further Education Support:* The Corporation has a training and development program to support the training needs of its personnel.

*Housing Assistance (aside from Pag-IBIG); Company Stock Options:* The Corporation does not have a housing assistance program (other than Pag-IBIG). It also does not currently have an employee stock option program.

*Flexible Working Hours and Telecommuting:* As Corporation employees need to be accessible during the hours that trading in the Philippine Stock Exchange are open, the Corporation cannot adopt flexible working hours for all positions. However, some employees, depending on their rank and role, have been granted flexible or semi-flexible working hours.

In 2023, even after the COVID-19 mobility restrictions were lifted, the Corporation continued to adopt a hybrid work set-up wherein employees report to work in the office premises on certain days of the week.

*Emergency Salary Loan:* The Corporation grants an emergency salary loan to all regular employees. The loanable amount as well as repayment terms depend on several factors including, among others, tenure and purpose for the loan.

### **(3) Impact**

Among the missions of COL is to provide a conducive and rewarding work environment for its employees. The Corporation values the contribution of each and every employee of COL and has crafted its human resources policies with the aim of attracting and retaining key talent in the organization. These policies are constantly being reviewed in line with the changing circumstances as well as the changing needs of the Corporation's employees.

To attract and retain its talents, the Corporation has adopted, among others, the following human resources benefits and programs:

- i. Competitive salary which is regularly benchmarked against market rates;
- ii. Annual performance review to determine salary adjustments and promotions;
- iii. Annual review of job functions and needed skills and training to ensure career growth;
- iv. At least 24 annual leave credits, which may be increased to up to 30 annual leave credits, depending on tenure;
- v. HMO health benefits;
- vi. Group life insurance;
- vii. Meal and transportation allowances;



- viii. Emergency salary loans;
- ix. Employee training / study grant;
- x. Maternity benefit;
- xi. Personal Investment Plan;
- xii. Service Awards;
- xiii. Retirement and separation pay; and
- xiv. Employee referral program.

#### **(4) Identified Risks**

A critical risk is employee disengagement. A disengaged employee will only do the minimum, which performance will affect the overall performance of the Corporation.

Another risk is the resignation or separation of employees who then shift to either direct competitors or other companies within the same industry.

The Corporation shares its advocacy of a “richer life” for all Filipinos to its personnel. COL believes that it is important that its employees share in its advocacy to understand the direction and the overall focus of the Corporation.

To address engagement and foster a spirit of community within COL, the Corporation hosts various employee related events including teambuilding, a year-end party, quarterly town halls, and quarterly wellness webinars to name a few. While most of these events are held face-to-face, the wellness webinars are still done virtually.

The Corporation’s leaders also practice an “open door” policy which allows personnel to approach them directly in case of any concerns. The Corporation also has a grievance mechanism and has implemented a whistleblowing policy that provides additional avenues for personnel to forward their grievances. The Corporation has exerted efforts to measure its employee net promoter score, to allow COL to keep track of the employee’s happiness and engagement and address any issues that arise.

#### **(5) Identified Opportunities**

There are many new developments in human resources that provide the Corporation with opportunities to deepen employee engagement and drive employment retention. Further, each interaction with the employee also provides the Corporation with an opportunity of understanding their needs and seeing how COL can properly address them.

The Corporation studies each trend in human resources against the needs of the employees to see how the former can address the latter. The Corporation does this by sending its human resources team for continuous learning and through its memberships in HR organizations. The Corporation also encourages employees to make suggestions and explores these ideas to see if they can be applied.

*(This space is intentionally left blank.)*

**b. Employee Training and Development**

<b>Disclosure</b>	<b>Quantity</b>
<i>Total training hours provided to employees</i>	-
<i>a. Female employees</i>	-
<i>b. Male employees</i>	-
<i>Average training hours provided to employees</i>	-
<i>a. Female employees</i>	-
<i>b. Male employees</i>	-

The above information is not available. While the Corporation has a list of employees who underwent training programs in 2023, it does not have on file the total number of hours of training of each employee.

For 2023, select personnel of the Corporation attended the following seminars:

<b>Training</b>	<b>In-house / External Trainer</b>	<b>Department Concerned</b>
<i>January</i>		
<i>Sanctions Screening Obligations and Best Practices Webinar</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>SSS In-Depth Information Seminar</i>	<i>External</i>	<i>Human Resources</i>
<i>Paano nga ba mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>2023 Goals for a Richer Life</i>	<i>In-house</i>	<i>All Departments</i>
<i>February</i>		
<i>Sales Seminar: Be Your Own CFO</i>	<i>External</i>	<i>Sales and Customer Support, Fund Source, Marketing</i>
<i>Info Session on Data Privacy Risks in HR</i>	<i>External</i>	<i>Human Resources</i>
<i>AMLC Registration and Reporting Guidelines (ARRG) Course</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Wellness Wednesday: Intellicare Benefit Orientation</i>	<i>In-house</i>	<i>All Departments</i>
<i>Online Digital Media Planning Program (with CDM Certification)</i>	<i>External</i>	<i>Marketing</i>
<i>Easy Investing Through Funds</i>	<i>In-house</i>	<i>All Departments</i>
<i>Choosing the Right Stocks for your First Trade</i>	<i>In-house</i>	<i>All Departments</i>
<i>Wellness Wednesday: Cook at Home: Easy and Healthy Meal Recipes</i>	<i>In-house</i>	<i>All Departments</i>
<i>Webinar on SEC Regulations on the Disclosure of Beneficial Ownership Information</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Targeted Financial Sanctions (TFS) Course</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Paano nga ba mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>Anti-Bribery and Corruption Policy Seminar</i>	<i>In-house</i>	<i>All Departments</i>
<i>March</i>		
<i>Paano nga ba mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>Google's Foundations of User Experience (UX) Design</i>	<i>External</i>	<i>Marketing</i>
<i>Gender Sensitivity Training</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Easy Investing Through Funds</i>	<i>In-house</i>	<i>All Departments</i>
<i>Choosing the Right Stocks for your First Trade</i>	<i>In-house</i>	<i>All Departments</i>

<b>Training</b>	<b>In-house / External Trainer</b>	<b>Department Concerned</b>
<i>Wellness Wednesday: Basic Mobile Phone Editing</i>	<i>In-house</i>	<i>All Departments</i>
<i>Smoking Cessation Webinar</i>	<i>In-house</i>	<i>All Departments</i>
<i>Sales Seminar</i>	<i>External</i>	<i>Sales and Customer Support, Fund Source, Marketing</i>
<b>April</b>		
<i>Accounting for Non-Accountants I</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Usapang Investment (Stock Market Webinar for Beginner Investors)</i>	<i>In-house</i>	<i>All Departments</i>
<i>Investing Made Easy &amp; Affordable</i>	<i>In-house</i>	<i>All Departments</i>
<i>Starter Guide: How to Choose Your First Stocks</i>	<i>In-house</i>	<i>All Departments</i>
<i>Dividend Investing</i>	<i>In-house</i>	<i>All Departments</i>
<b>May</b>		
<i>Usapang Investment (Stock Market Webinar for Beginner Investors)</i>	<i>In-house</i>	<i>All Departments</i>
<i>Investing Made Easy &amp; Affordable</i>	<i>In-house</i>	<i>All Departments</i>
<i>Paralegal Training Program</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<b>June</b>		
<i>COL Multi-Asset Investing Summit</i>	<i>In-house</i>	<i>All Departments</i>
<i>Usapang Investment (Stock Market Webinar for Beginner Investors)</i>	<i>In-house</i>	<i>All Departments</i>
<b>July</b>		
<i>Financial Wellness: Investing Made Easy with COL PIP</i>	<i>In-house</i>	<i>All Departments</i>
<i>Usapang Investment (Stock Market Webinar for Beginner Investors)</i>	<i>In-house</i>	<i>All Departments</i>
<i>Investing Made Easy &amp; Affordable</i>	<i>In-house</i>	<i>All Departments</i>
<i>Mid-Year Market Outlook</i>	<i>In-house</i>	<i>All Departments</i>
<i>Starter Guide: How to Choose Your First Stocks</i>	<i>In-house</i>	<i>All Departments</i>
<b>August</b>		
<i>Usapang Investment (Stock Market Webinar for Beginner Investors)</i>	<i>In-house</i>	<i>All Departments</i>
<i>Online Masterclass: Creative Branding on Digital</i>	<i>External</i>	<i>Marketing</i>
<i>Marketing Manager Development Program</i>	<i>External</i>	<i>Marketing</i>
<i>Investing Made Easy &amp; Affordable</i>	<i>In-house</i>	<i>All Departments</i>
<i>Effective Creatives That Convert</i>	<i>External</i>	<i>Sales and Customer Support, Marketing</i>
<i>ITIL 4 Foundation Workshop</i>	<i>External</i>	<i>I.T.</i>
<i>Addressing Attrition Trends in the Current Workplace Landscape: An HR Perspective</i>	<i>External</i>	<i>Human Resources</i>
<i>Starter Guide: How to Choose Your First Stocks</i>	<i>In-house</i>	<i>All Departments</i>
<b>September</b>		
<i>Unlocking the Investor's Mindset Smart Habits Toward Investing Success</i>	<i>In-house</i>	<i>All Departments</i>
<i>Paano ba mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>Beginner's Guide to Picking the Right Stocks</i>	<i>In-house</i>	<i>All Departments</i>
<i>Fund Investing for Your Life Goals</i>	<i>In-house</i>	<i>All Departments</i>
<i>Passive Income Opportunities Through Dividend</i>	<i>In-house</i>	<i>All Departments</i>

<i>Training</i>	<i>In-house / External Trainer</i>	<i>Department Concerned</i>
<i>Investing</i>		
<i>October</i>		
<i>Masterclass in Management and Leadership Development Program</i>	<i>External</i>	<i>I.T.</i>
<i>Paano magsimula mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>Investing on a 1K Budget</i>	<i>In-house</i>	<i>All Departments</i>
<i>Go Up Forum “Government Updates from BIR, DOLE, Pag-IBIG, PhilHealth, and SSS”</i>	<i>External</i>	<i>Human Resources</i>
<i>Beauty Inside Out</i>	<i>In-house</i>	<i>All Departments</i>
<i>Invest with Confidence: How to Use COL Fundamental &amp; Technical Guides</i>	<i>In-house</i>	<i>All Departments</i>
<i>COLCON: GTCAP</i>	<i>In-house</i>	<i>All Departments</i>
<i>2023 Trading Participants' Seminar</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>November</i>		
<i>BOSH (Basic Occupational Safety and Health) SO2 Training</i>	<i>External</i>	<i>Admin</i>
<i>Paano magsimula mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>Investing on a 1K Budget</i>	<i>In-house</i>	<i>All Departments</i>
<i>Advanced Corporate Governance Training</i>	<i>External</i>	<i>Directors and Officers</i>
<i>2023 AML/CFT Summit</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Best Gift Ever: Earn Extra Income Through Dividend Investing</i>	<i>In-house</i>	<i>All Departments</i>
<i>December</i>		
<i>Paano magsimula mag-invest sa stock market?</i>	<i>In-house</i>	<i>All Departments</i>
<i>COLCON: AREIT</i>	<i>In-house</i>	<i>All Departments</i>
<i>May Bonus na? Build an Investment Portfolio With Your Extra Cash</i>	<i>In-house</i>	<i>All Departments</i>
<i>Invest With Confidence: How to Use COL Fundamental &amp; Technical Guides</i>	<i>In-house</i>	<i>All Departments</i>
<i>Masterclass: The Brand Architecture: A Valuable Framework for Setting Strategy</i>	<i>External</i>	<i>Legal &amp; Compliance</i>
<i>Standard First Aid w/ Basic Life Support Training</i>	<i>External</i>	<i>I.T.</i>

**(1) Impact**

The continued improvement and learning of the Corporation’s personnel directly impacts the organization. The Corporation further believes in the capabilities of each individual member of the organization, and thus seeks different methods to help them reach their full potential.

On an annual basis, during the performance evaluation, Corporation managers provide recommendations on how their team members may continue their professional development. These may be in the form of learning a new set of skills, attending a training program, or exposure to a different facet of the job to help them have a more meaningful understanding of their role in the Corporation. These trainings are Corporation sponsored and all concerned employees are highly encouraged to attend.

The Corporation also encourages the employees to join outside organizations related to their tasks to help deepen their networks and expose them to the best practices of other companies.

The Corporation also allows its employees to take long leaves (sabbaticals) to give them an opportunity to pursue further studies. As long as allowed by the individual's role, the Corporation is also amenable to adjusting the work schedule of employees who are taking additional studies to fit their school schedule.

Employee training may also involve topics for personal development, such as leadership training and strengths training.

Aside from the above, the Corporation culture also encourages employees to approach their managers, department heads, or the human resources department if they have any suggestions, including possible topics for further study.

## **(2) Identified Risks**

Each learning and development training or activity is an investment in the employee, requiring resources on the part of the Corporation. There is a risk that the employee leaves the Corporation after completion of their training, bringing their upgraded skills to a competitor or other organization.

However, for the Corporation to move to the next level and meet new challenges, it cannot stop from and must continue to invest in the learning, training, and development of its personnel. The risk of employee resignation, after investment on their training, may be mitigated as follows:

- i. For training requiring a substantial investment on the part of the Corporation, the employee is required to sign a training bond;
- ii. The Corporation employs a selection mechanism to determine who will receive training which includes the consideration of, among others, the following factors: tenure and employee performance; and
- iii. Employment of employee retention and employee engagement strategies as listed previously.

## **(3) Identified Opportunities**

Technology is breaking barriers in terms of accessibility – programs that used to be only available overseas may be accessed remotely, some courses by renowned institutions are available online, and what used to be classroom only type lectures may now be translated to an online platform. All of these present opportunities to the Corporation and give it and its employees more options in finding the training most suited to them.

The Corporation's human resources department is continually exploring which learning methodologies, courses, platforms, etc. fit the needs and profile of the employees.

**c. Labor Management Relations**

<b>Disclosure</b>	<b>Quantity</b>
<i>% of employees covered with Collective Bargaining Agreements</i>	0
<i>Number of consultations conducted with employees concerning employee-related policies</i>	-

The Corporation does not have formal data on this. However, prior to implementation of any policy, consultations are done with employee representatives of different departments to obtain their views on the proposed policy.

**(1) Impact**

The Corporation believes that its people are its most valuable resource. Any issue that directly affects the Corporation’s personnel will have an impact on the organization. Likewise, most Corporation decisions will impact its employees, directly or indirectly.

As part of its mission to provide a conducive and rewarding work environment to all personnel, the Corporation strives to provide employees with compensation, benefits, and a work environment that are at least at par with, or better, than what is required by labor laws and best practices of other corporations.

Given the relatively small size of the Corporation, the employees are not unionized. Thus, to ensure transparency and open dialogue with the employees, the Corporation seeks many ways to engage them. These include the imposition of an “open door” policy for all officers, the hosting of events such as town hall meetings where employees may openly ask their questions to management, the seeking of employee feedback and employee representatives in certain human resources initiatives.

**(2) Identified Risks and Opportunities**

The Corporation has not identified any significant risks and/or opportunities with regards to this matter.

**d. Diversity and Equal Opportunity**

<b>Disclosure</b>	<b>Quantity</b>
<i>% of female workers in the workforce</i>	73.2%
<i>% of male workers in the workforce</i>	26.9.%
<i>Number of employees from indigenous communities and/or vulnerable sector</i>	-

While the Corporation employs persons from the vulnerable sector, it does not monitor the headcount from such sectors. The term “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).

**(1) Impact**

The gender ratio affects the predominant needs of the employees as well as defines the approach taken by Management to respond to them. It should be noted that unlike traditional institutions, COL is a predominantly female organization. Seventy-three percent

(73%) of its employees are female. While only one (1) out of its eleven (11) directors is female, it is worth noting that ten (10) out of its eighteen (18) officers with rank of at least Assistant Vice President, or fifty-five percent (55%), are female.

Preliminarily, it bears stressing that the Corporation employs a merit-based approach in hiring and employee movements (e.g. promotions). While there are certain departments that are predominantly male or female, this was not a result of a deliberate preference by the Corporation of one gender over another. An applicant or employee is evaluated only against factors that affect their job performance, ignoring aspects which have no bearing on them such as their gender, age, race, religion, or social status.

Given the predominant female population of the Corporation, the Corporation has developed programs catered to women – such as the company maternity benefit policy. However, Department Heads are also given some degree of flexibility in defining some of their programs to suit their employees.

**(2) Identified Risks**

There is a risk that the needs of the minority may be ignored or not given the proper priority. The Human Resources Department must continually exert efforts to interact with all employees and remain updated on ongoing issues, to avoid becoming tone-deaf and inadvertently exclude the needs of a minority group.

The Corporation encourages accessibility of all officers and the Human Resources Department. Further, prior to implementation of policies, the Corporation seeks the opinion of its personnel, and tries to ensure that all interests and groups are represented.

**(3) Identified Opportunities**

There is an opportunity in understanding what makes each member of the organization unique. Diversity should not be understood only in the limited male-female dichotomy. Rather, there is a need for the Corporation to look at diversity in terms of age, sexual orientation, religion, experiences, roles, and skill sets, among others.

The Corporation engages in constant dialogue between the human resources team, Management, and the personnel to understand what makes each individual unique, what binds all of them together, and how the Corporation may best address their needs.

*e. Occupational Health and Safety*

<b>Disclosure</b>	<b>Quantity</b>
<i>Safe Man-Hours</i>	-
<i>No. of work-related injuries</i>	0
<i>No. of work-related fatalities</i>	0
<i>No. of work-related ill-health</i>	0
<i>No. of safety drills</i>	-

**(1) Impact**

Given the nature of the Corporation’s business as a financial institution, work-related hazards are limited to occasional accidents, such as slipping, falling, or contact with sharp objects, as well as those that affect the community as a whole.

The Corporation has tasked its Admin department, together with select personnel who are Occupational Safety and Health (OSH) certified to ensure that the work premises are safe for its personnel, clients, and guests. Work areas are routinely checked and items deemed to be hazardous or with a potential to cause injury are immediately remedied.

The Corporation likewise is in close coordination with the building administration office to ensure that any building-related issues affecting the health and safety of the personnel are immediately raised and addressed.

As part of its benefits, the Corporation sponsors the health card of its employees. With the help of its HMO provider, the Corporation regularly reviews the common illnesses, if any, of its employees, and finds solutions to address them. On an annual basis, the Corporation also sponsors the annual physical exam of all personnel to ensure their continued health and safety. Prior to reporting for their first day in the office, new employees are required to complete a pre-employment examination and receive cleared results. Those who are not cleared by the doctor are given additional time to address their medical issues before joining the Corporation.

## **(2) Identified Risks**

The Corporation manages all applicable risks using the approaches mentioned above.

In addition to the risks that have been discussed above, the onset of the COVID-19 pandemic is an unprecedented black swan event. The health crisis has affected the Corporation as a Luzon-wide lockdown was implemented and public transportation was curtailed.

With respect to the situation caused by the COVID-19 pandemic, the Corporation instituted its business continuity protocols which allowed most employees to work remotely, and the implementation of a skeletal staff and rotational staff system. The Corporation has also complied with the recommended protocols of the Department of Health and the World Health Organization, such as the more frequent disinfection and sanitation of its office spaces, conduct of temperature checks, and making alcohols, vitamins, face masks, and face shields available for its employees. Additional prevention and control measures were also established such as (a) installation acrylic barriers at workstations where face-to-face transactions take place; (b) installation of stanchion post to control entrance/exit at the main door; (c) an alternate seating arrangement; (d) installation of floor markings for social distancing; (e) posting of personal hygiene and etiquette signages; (f) provision of alcohol dispensers and footbath; and (g) provision of air purifiers for the employees. To reduce potential exposure of both its employees and clients, the Corporation has also transitioned some of its client transactions online.

## **(3) Identified Opportunities**

Each crisis provides the Corporation with an opportunity of discovering new and improved ways to deliver services to its clients and look after the safety and welfare of its personnel.

The Corporation is always open and seeks to remain flexible in order to explore new alternatives and solutions. The Corporation has identified key personnel who will spearhead the Occupational and Safety Committee of the organization. The Corporation also has an Emergency Response Team in place, comprised mostly of Corporation decision-makers such as its department heads, to handle the more critical issues.

### ***f. Labor Laws and Human Rights***



<b>Disclosure</b>	<b>Quantity</b>
<i>No. of legal actions or employee grievances involving forced or child labor</i>	0

<b>Topic</b>	<b>Company Policy</b>
<i>Forced labor</i>	<i>The Corporation complies with all applicable laws, including the Philippine Constitution and labor laws, which prohibit forced labor.</i>
<i>Child labor</i>	<i>The Corporation only hires applicants who are of legal age, or at least 18 years old.</i>
<i>Human Rights</i>	<i>The Corporation complies with all applicable laws, including the Philippine Constitution and labor laws, which protect human rights.</i>

**(1) Impact**

Any violation of labor laws or human rights against the Corporation's personnel directly impacts its people.

The Corporation believes that its people are its greatest resource. As such, apart from ensuring compliance with the requirements of all applicable laws and regulations, the Corporation, as much as possible, tries to adopt the best practices in other organizations. Further, the Corporation ensures that there are open lines of communication between its personnel and management, to ensure that the personnel's critical needs are addressed.

**(2) Identified Risks**

Being in the financial services industry, there are instances when Corporation personnel are ill-treated by clients or other third parties.

As much as possible, the Corporation tries to find a win-win solution for any incident. However, this is never at the expense of the rights of its personnel. Clients are informed in advance that Corporation personnel must be treated with courtesy and respect, and that unprofessional behavior will not be tolerated. Under the Corporation's contract with its clients, any such behavior will give rise to the Corporation's right to terminate the engagement. Further, the Corporation ensures that there are security guards posted at or near its business centers, to protect its employees.

**(3) Identified Opportunities**

New solutions to emerging or existing issues are constantly being developed which the Corporation can learn from.

The Corporation reviews these potential solutions vis-à-vis the factual circumstances of the Corporation and its personnel. Depending on the urgency of the situation, applicable solutions may be adopted on a staggered basis.

## 2. Supply Chain Management

While there is no formal written policy on supplier accreditation, the Corporation requires new vendors/suppliers to complete a Vendor Information Sheet and to submit the same together with supporting documents which includes, among others:

- i. Company Profile
- ii. List of Product Lines/Services
- iii. List of Completed Projects
- iv. Business Permit
- v. SEC/DTI Registration
- vi. Audited Financial Statement
- vii. Latest General Information Sheet
- viii. BIR Registration Form 2303
- ix. VAT Exemption Certificate
- x. Certificate of Appointment (if exclusive distributor)
- xi. Sample Official Receipt/Sales Invoice/Collection Receipt
- xii. Secretary's Certificate/Special Power of Attorney (Authorized representative and signatory)

The Corporation then conducts a background check of the prospective vendor based on their trade references. In conducting its background check, it considers a variety of factors which include sustainability topics such as environmental performance, forced labor, child labor, human rights, and bribery and corruption, among others.

### (1) **Impact**

The Corporation highly values integrity and its reputation may be affected by its partnerships with various persons, including its vendors and service providers. Thus, the reputation of the prospective supplier or service provider forms part of the criteria to be considered prior to entering into any agreement. Any adverse news on the above topics will cause the Corporation to reconsider its relationship with said supplier or service provider.

### (2) **Identified Risks and Opportunities**

The Corporation has not identified any substantial risks and/or opportunities with respect to the above matters.

## 3. Relationship with Community

### a. *Significant Impacts on Local Community*

#### (1) **Impact**

COL believes that every Filipino deserves to be rich. Because of this, the Corporation has chosen to focus its efforts on educating more Filipinos on the merits of financial literacy and investor education. To this end, COL holds free seminars and workshops which are open to clients and non-clients alike. COL also regularly partners with public and private companies and organizations, as well as schools and student organizations, to further its advocacy and reach.

As the Corporation's operations are located in urban areas, it is not aware of any impact its business may have on local communities, vulnerable groups, and indigenous people.

**(2) Identified Risks and Opportunities**

There are no significant risks and/or opportunities identified with respect to this matter.

**4. Customer Management**

*a. Customer Satisfaction*

<b>Disclosure</b>	<b>Score</b>	<b>Did a third party conduct the customer satisfaction study (Y/N)?</b>
<i>Customer Satisfaction</i>	89.66%	N

**(1) Impact**

The Corporation conducts an optional customer satisfaction survey after responding to queries received through live chat and email. In the survey, customers are also given the opportunity to provide additional qualitative comments to allow the Corporation to determine why the client found the service helpful or identify potential areas for improvement in its services.

The results of the survey are tallied and reported to Management on a regular basis. Management likewise receives a report on other material consumer-related developments and concerns that may impact the Corporation's clients. This ensures that the Corporation has in place an effective system to promptly detect, analyze, and respond to customer concerns and serious infractions, if any, of the Corporation's established customer protection mechanisms.

**(2) Identified Risks**

Any inability to address customer pain points may lead clients to avail of the services of competing brokers.

The Corporation reviews all customer complaints and finds solutions to address them. Priority is given to the more critical and/or common items. These solutions form part of the deliverables and key result areas of the concerned department.

**(3) Identified Opportunities**

Customer feedback provides the Corporation with opportunities to improve its services by addressing pain points and leveraging on strengths identified by customers. It gives COL a unique insight into the needs of its clients, and helps guide customer retention and engagement initiatives.

**b. Health and Safety**

<b>Disclosure</b>	<b>Quantity</b>
<i>No. of substantiated complaints on product or service health and safety</i>	0
<i>No. of complaints addressed</i>	0

Given the nature of the Corporation's business, substantiated customer complaints, if any, do not involve health and safety issues. 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.

**(1) Impact**

As the Corporation is an online broker /dealer of securities and fund distributor, its services do not have any impact on the physical health and safety of its clients.

**(2) Identified Risks and Opportunities**

The Corporation has not identified any material risks and/or opportunities with respect to the above.

**c. Marketing and Labelling**

<b>Disclosure</b>	<b>Quantity</b>
<i>No. of substantiated complaints on marketing and labelling</i>	0
<i>No. of complaints addressed</i>	0

Given the nature of the Corporation's business, substantiated customer complaints, if any, do not involve marketing and labelling issues. 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.

**(1) Impact**

The Corporation conducts its advertising mostly through its digital or social media platforms.

Most marketing campaigns are done in-house. They are reviewed by the concerned departments, to ensure that the language used is accurate and easy to understand. Paid advertisements through social media channels, if any, must comply with the ad standards of said channel (e.g. Facebook).

**(2) Identified Risks and Opportunities**

The Corporation has not identified any material risks and/or opportunities with respect to the above.

*d. Customer Privacy*

<b>Disclosure</b>	<b>Quantity</b>
<i>No. of substantiated complaints on customer privacy</i>	0
<i>No. of complaints addressed</i>	0
<i>No. of customers, users and account holders whose information is used for secondary purposes</i>	0

The Corporation did not receive any substantiated complaints on customer privacy for the calendar year ending 31 December 2023. 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.

**(1) Impact**

The Corporation values the privacy of its customers. Unless otherwise required by applicable law or regulations, or necessary to process customer transactions, the Corporation does not disclose any customer data. Further, in case disclosures are needed, only the required minimum information is disclosed.

The Corporation has published its privacy policy in the website. In case the basis of processing is consent, the customer may choose to withdraw such consent or unsubscribe from such email blasts. The Corporation also regularly reviews its account opening documentation and other customer forms to minimize, as much as is reasonably and legally possible, the customer data being collected.

In case customers have a concern with respect to their data, they may contact the Corporation through any of COL’s official customer channels, such as its helpdesk email and social media accounts. Said client may also directly contact the Corporation’s Data Protection Officer at [dpo@colfinancial.com](mailto:dpo@colfinancial.com).

**(2) Identified Risks**

A privacy incident may lead to the disclosure of customer information.

To manage this risk, the Corporation has imposed policies to protect customer privacy. These include, among others, the following:

- i. having a regular training on data privacy to all personnel;
- ii. identifying persons in charge of data from each department;
- iii. imposing levels of access that would limit access to customer data to what is needed by a particular personnel’s role;
- iv. incorporating a review process for requests of customer data; and
- v. cybersecurity and other IT measures as will be discussed in the succeeding portion of this report.

**(3) Identified Opportunities**

There are a variety of training as well as security protocols that are being developed. The Corporation can take advantage of these trainings and products to further enhance its customer privacy protocols.

*e. Data Security*

<b>Disclosure</b>	<b>Quantity</b>
<i>No. of data breaches, including leaks, thefts and losses of data</i>	<i>0</i>

**(1) Impact**

The Corporation needs to collect and process personal data in the pursuit of its services. The Corporation must ensure security and integrity of such data to maintain the trust of its clients.

The Corporation prioritizes the security and integrity of its online systems. The Corporation has established its security operations center (SOC) that responds to all potential security issues and threats. All online systems are subjected to penetration tests and points of vulnerability are identified and addressed immediately.

The Corporation has assigned a data protection officer and a compliance officer for privacy to ensure protection of the data subjects. Under the Data Privacy Act, the Corporation is mandated to comply with the Five Pillars of Compliance, namely, (a) appointment of data protection officer; (b) conduct of ongoing privacy impact assessments; (c) implementation of a privacy management program; (d) establishing data privacy and security measures; and (e) exercise of data breach protocols.

**(2) Identified Risks**

Any data breach or security incident may result in disruption of Corporation operations, the loss of data, or compromise the integrity of data. In case of such event, some clients may choose to no longer transact with COL.

To ensure data and IT security, the Corporation, among others:

- i. Ensures all employees are trained on relevant data privacy policies;
- ii. Ensures relevant IT employees receive the appropriate advance training to help them address any changes in IT security; and
- iii. Ensures that it is kept up to date on all trends and developments in IT and data security through its partnerships with its external providers and data privacy organizations.

**(3) Identified Opportunities**

The Corporation finds new and innovative ways to keep its data secure.

Aside from keeping abreast of the fast-changing technology involving data security, the Corporation has also taken advantage of the available training for its personnel.

**E. UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS**

**1. Product or Service Contribution to UN SGDs**

<b>Topic</b>	<b>Remarks</b>
<b>Key Products and Services</b>	Online Stock Brokerage Services
<b>Societal Value/ Contribution to UN SDGs</b>	<p>Goal 1: End poverty in all its forms everywhere</p> <p>Goal 10. Reduce inequality within and among countries</p> <p>The Corporation’s financial literacy program, online platform, low minimum investment rates, give clients the opportunity to participate in and access to the capital markets. Through its peso cost averaging system, it is hoped that the retail sector, comprising of individuals of different social statures, are able to get into an investment habit which will allow them to protect themselves financially.</p>
<b>Potential Negative Impact of Contribution</b>	The stock market does not have a guaranteed return, thus clients risk losing some of their capital.
<b>Management Approach to Negative Impact</b>	The Corporation has a gamut of financial literacy seminars, webinars, and events to help guide its clients in their investment journey. The Corporation espouses the use of the peso cost averaging system, which reduces the risk of investment and potentially increases the value of the client’s investment in the long-term. Clients are also encouraged to invest in mutual funds to help minimize their risk.

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**From:** eafs@bir.gov.ph  
**Sent:** April 05, 2024 4:33 PM  
**To:** ACCOUNTING@COLFINANCIAL.COM  
**Cc:** ACCOUNTING@COLFINANCIAL.COM  
**Subject:** Your BIR AFS eSubmission uploads were received

Hi COL FINANCIAL GROUP, INC.,

**Valid files**

- EAFS203523208AFSTY122023.pdf
- EAFS203523208TCRTY122023-01.pdf
- EAFS203523208OTHTY122023.pdf
- EAFS203523208RPTTY122023.pdf
- EAFS203523208ITRTY122023.pdf

**Invalid file**

- <None>

Transaction Code: **AFS-0-42ZX2WQ203ZPSVTYXQV3XN1YY0MV3SMQQY**

Submission Date/Time: **Apr 05, 2024 04:33 PM**

Company TIN: **203-523-208**

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- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

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