



SECURITIES AND EXCHANGE COMMISSION

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The following document has been received:

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Company Information

SEC Registration No.: 0000030939

Company Name: PHILIPPINE NATIONAL CONSTRUCTION CORPORATION

Industry Classification: F45300

Company Type: Stock Corporation

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES
REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended March 31, 2025
2. SEC Identification No. 30939
3. BIR Tax Identification No. 000-058-330-000
4. Exact name of issuer as specified in its charter: Philippine National Construction Corporation
5. Province, country or other jurisdiction of incorporation or organization: Metro Manila, Philippines
6. Industry Classification Code: (SEC Use Only)
7. PNCC Complex, KM. 15, East Service Road, Bicutan, Parañaque City
Address of issuer's principal office 1700
Postal Code
8. (632) 8822-5725
Issuer's telephone number, including area code
9. Not applicable
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of Each ClassNumber of Shares

Common	75,000,000
Special Common	10,000,000
Preferred	<u>10,000,000</u>
	<u>95,000,000</u>

Note:

Philippine National Construction Corporation (PNCC) has 141,519,380 shares (99,444,759 common shares and 42,074,621 preferred shares) issued to different Government Financial Institutions in 1983. For purposes of registration of said shares, PNCC with Feria Law Offices as consultant filed its Amended Registration Statement on August 15, 2001. On December 19, 2001, the Securities and Exchange Commission (SEC), under Resolution No. 726, Series of 2001, ruled that the equity securities of PNCC are exempt from registration requirements in accordance with Section 9.1 of the Securities Regulation Code.

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

Yes [x] No []

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

The Common shares of the Company are listed on the Philippine Stock Exchange (PSE).

12. Indicate by check mark whether the registrant:

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

Yes [] No [x]

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

Yes [x] No []

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

Interim financial statements are attached as Exhibits 1 to 5 hereof and incorporated herein by reference:

Exhibit 1	Statements of Financial Position as at March 31, 2025 and December 31, 2024
Exhibit 2	Statements of Comprehensive Income for the six months ended March 31, 2025 and March 31, 2024
Exhibit 3	Statements of Changes in Equity for the six months ended March 31, 2025 and March 31, 2024
Exhibit 4	Statements of Cash Flows for the six months ended March 31, 2025 and March 31, 2024
Exhibit 5	Notes to Interim Financial Statements

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Please refer to Exhibits 6 & 7.

PART II – OTHER INFORMATION

The Company is not in possession of information which has not been previously reported in a report on SEC Form 17-C and with respect to which a report on SEC Form 17-C is required to be filed.

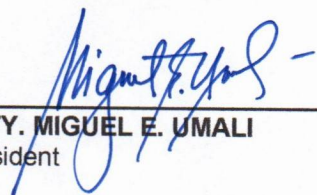
SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

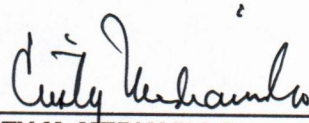
PHILIPPINE NATIONAL CONSTRUCTION CORPORATION

Issuer

By:



ATTY. MIGUEL E. UMALI
President



CRISTY M. MEDIAVILLO
Corporate Treasurer



VERONICA B. TACDERAS
Head - Controllershship



May 30, 2025

SECURITIES AND EXCHANGE COMMISSION

SEC Building

7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City

Gentlemen:

In connection with the financial statements of Philippine National Construction Corporation as of March 31, 2024, which will be submitted to the Philippine Stock Exchange (PSE), we confirm to the best of our knowledge and belief, the following:

1. We are responsible for the fair presentation of the financial statements in conformity with the generally accepted accounting principles.
2. There have been no:
 - a. Irregularities involving management or employees who have significant roles in the system or internal accounting control.
 - b. Irregularities involving other employees that could have a material effect on financial statements.
 - c. Communication from regulatory agencies concerning non-compliance with or deficiencies in, financial reporting practices that could have a material effect on the financial statements.
3. There are no:
 - a. Violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
 - b. Other material liabilities or gain or loss contingencies that are required to be accrued or disclosed.
4. The accounting records underlying the financial statements accurately and fairly reflect the transactions of the company.
5. The company has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged.

6. Provision has been made for any material loss to be sustained.
7. We have complied with all respects of contractual agreements that would have a material effect on the financial statements in the event of non-compliance.

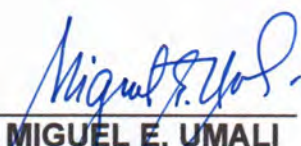

CRISTY M. MEDIAVILLO
Corporate Treasurer

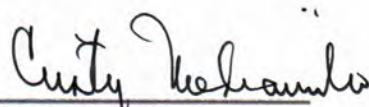


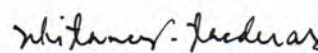
**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The Management of Philippine National Construction Corporation (PNCC) is responsible for all information and representations contained in the consolidated unaudited financial statements for the quarter ended March 31, 2025. The financial statements have been prepared in conformity with generally accepted accounting principles and reflect amounts that are based on the best estimates and informed judgment with an appropriate consideration to materiality.

In this regard, management maintains a system of accounting and reporting which provides for the necessary internal controls to ensure that transactions are properly authorized and recorded, assets are safeguarded against unauthorized use or disposition and liabilities are recognized.


ATTY. MIGUEL E. UMALI
President and CEO
TIN: 106-974-003


CRISTY M. MEDIAVILLO
Head, Treasury
TIN: 118-060-474


VERONICA B. TACDERAS
Head, Controllership
TIN: 122-819-743

ANNEX "G"

Philippine National Construction Corporation
Quarter Statement of Comprehensive Income
For the period ended March 31, 2025 and 2024
(in Philippine Peso)

	For the period ended March 31,	
	2025	2024
Revenue/Income		
Service and Business Income		
Business Income	P 233,717,467.21	P 207,819,440.16
Rent/Lease Income	233,717,467.21	207,819,440.16
Dividend Income	84,430,052.09	69,981,974.54
Interest Income	6,622,437.60	14,348,614.80
Share in the Profit/Revenue of Joint Venture	42,117,333.15	29,707,729.71
Other Non-Operating Income	1,520.00	502,802.42
Miscellaneous Income	1,520.00	502,802.42
Miscellaneous Income	1,520.00	502,802.42
Total Income	233,718,987.21	208,322,242.58
Expenses		
Personnel Services	20,025,581.73	17,354,901.20
Salaries and Wages	10,190,881.91	10,147,513.04
Salaries and Wages-Regular	10,190,881.91	10,147,513.04
Other Compensation	7,415,104.74	4,846,650.81
Personnel Economic Relief Allowance (PERA)	322,245.99	-
Clothing/Uniform Allowance	350,000.00	324,000.00
Honoraria	405,000.00	-
Overtime and Night Pay	474,551.59	379,847.01
Year End Bonus	863,511.88	826,451.24
Cash Gift	67,500.02	69,583.34
Mid-Year Bonus	2,072,428.58	1,652,902.52
Directors and Committee Members' Fees	2,589,866.68	1,323,866.70
Other Bonuses and Allowances	270,000.00	270,000.00
Personnel Benefit Contributions	767,167.92	1,465,174.66
Pag-IBIG Contributions	32,200.00	27,100.00
PhilHealth Contributions	192,457.92	167,869.37
Employees Compensation Insurance Premiums	542,510.00	450,172.50
Provident/Welfare Fund Contributions	-	820,032.79
Other Personnel Benefits	1,652,427.16	895,562.69
Terminal Leave Benefits	932,592.87	892,567.36
Other Personnel Benefits	719,834.29	2,995.33
Maintenance and Other Operating Expenses	13,600,139.21	16,041,801.69
Traveling Expenses	407,999.42	320,175.26
Traveling Expenses-Local	407,999.42	320,175.26
Training and Scholarship Expenses	900.00	7,000.00
Training Expenses	900.00	7,000.00
Supplies and Materials Expenses	1,380,133.59	1,101,903.26
Office Supplies Expenses	459,350.79	601,032.99
Fuel, Oil and Lubricants Expenses	97,190.91	489,321.60
Semi-Expendable Machinery and Equipment Expenses	761,452.15	-
Semi-Expendable Furniture, Fixtures and Books Expenses	28,571.43	-
Other Supplies and Materials Expenses	33,568.31	11,548.67
Utility Expenses	501,438.49	537,000.78
Water Expenses	106,373.92	80,694.23
Electricity Expenses	395,064.57	456,306.55
Communication Expenses	293,088.59	292,714.98
Postage and Courier Services	2,656.00	5,941.54
Telephone Expenses	181,011.15	179,327.12
Internet Subscription Expenses	106,600.00	103,214.16
Cable, Satellite, Telegraph and Radio Expenses	2,821.44	4,232.16
Professional Services	1,694,276.76	1,650,139.21
Legal Services	334,504.44	456,950.00
Auditing Services	869,593.74	796,926.00
Other Professional Services	490,178.58	396,263.21
General Services	2,694,786.50	3,516,109.08
Security Services	2,131,962.44	3,017,359.08
Other General Services	562,824.06	498,750.00
Repairs and Maintenance	186,228.40	93,893.14
Repairs and Maintenance-Buildings and Other Structures	9,902.00	23,598.93
Repairs and Maintenance-Machinery and Equipment	6,153.57	-
Repairs and Maintenance-Transportation Equipment	99,069.83	36,482.13
Repairs and Maintenance-Other Property, Plant and Equipment	71,103.00	33,812.08
Taxes, Insurance Premiums and Other Fees	5,146,504.65	7,911,154.69
Taxes, Duties and Licenses	4,911,128.06	7,401,374.27
Insurance/Reinsurance Expenses	235,376.59	509,780.42
Other Maintenance and Operating Expenses	1,294,782.81	611,511.29
Advertising, Promotional and Marketing Expenses	190.00	-
Representation Expenses	561,931.20	159,999.40
Membership Dues and Contributions to Organizations	57,369.50	18,263.80
Subscription Expenses	5,944.91	-
Donations	5,000.00	-
Major Events and Conventions Expenses	260,192.80	264,123.53
Other Maintenance and Operating Expenses	404,154.40	169,124.56
Financial Expenses	63,625,500.00	63,623,920.05
Financial Expenses	63,625,500.00	63,623,920.05
Bank Charges	8,500.00	6,920.00
Other Financial Charges	63,617,000.00	63,617,000.05
Non-Cash Expenses	1,418,732.07	692,770.28
Depreciation	1,418,732.07	692,770.28
Depreciation-Buildings and Other Structures	457,354.98	457,354.92
Depreciation-Machinery and Equipment	30,267.87	-
Depreciation-Transportation Equipment	923,668.74	213,837.98
Depreciation-Other Property, Plant and Equipment	7,440.48	7,440.48
Depreciation-Furniture, Fixtures and Books	-	14,136.90
Total Expenses	96,669,953.01	97,713,193.22
Profit/(Loss) Before Tax	135,049,034.20	110,609,049.36
Income Tax Expense/(Benefit)	21,704,587.86	16,638,176.23
Income Tax Expenses	21,704,587.86	16,638,176.23
Profit/(Loss) After Tax	113,344,446.34	93,970,873.13
Net Assistance and Subsidy/(Assistance/Subsidy/Contribution)	-	-
Net Income/(Loss)	P 113,344,446.34	P 93,970,873.13

ANNEX "G"

Philippine National Construction Corporation
Quarter Statement of Financial Position
As of March 31, 2025 and December 31, 2024
(in Philippine Peso)

	As of March 31, 2025	As of December 31, 2024
Assets		
Current Assets		
Cash and Cash Equivalents	P 154,572,183.47	P -
Cash on Hand	315,000.00	-
Petty Cash	315,000.00	-
Cash in Bank-Local Currency	154,257,183.47	-
Cash in Bank-Local Currency, Current Account	151,276,754.62	-
Cash in Bank-Local Currency, Savings Account	2,980,428.85	-
Receivables	690,496,890.97	-
Loans and Receivable Accounts	156,195,512.53	-
Accounts Receivable	195,857,932.47	-
Allowance for Impairment-Accounts Receivable	(117,308,588.37)	-
Interests Receivable	32,527,143.46	-
Allowance for Impairment-Interests Receivable	(163,499.30)	-
Contributions and Premiums Receivable	70,000.00	-
Receivables from Joint Ventures	45,212,524.27	-
Lease Receivable	234,847,871.78	-
Operating Lease Receivable	289,676,390.89	-
Allowance for Impairment-Operating Lease Receivable	(54,828,519.11)	-
Inter-Agency Receivables	150,729,112.93	-
Due from National Government Agencies	150,000,000.00	-
Due from Subsidiaries	729,112.93	-
Other Receivables	148,724,393.73	-
Due from Officers and Employees	222,176.99	-
Allowance for Impairment-Due from Officers and Employees	(37,948.74)	-
Other Receivables	170,915,446.50	-
Allowance for Impairment-Other Receivables	(22,375,281.02)	-
Other Investments	3,038,702,379.96	-
Investments in Time Deposits	3,038,702,379.96	-
Investments in Time Deposits-Local Currency	3,038,702,379.96	-
Inventories	2,781,967.81	-
Inventory Held for Consumption	2,781,967.81	-
Office Supplies Inventory	710,054.51	-
Medical, Dental and Laboratory Supplies Inventory	551,921.58	-
Fuel, Oil and Lubricants Inventory	742,980.81	-
Other Supplies and Materials Inventory	4,776,973.13	-
Allowance for Impairment-Other Supplies and Materials Inventory	(3,999,962.22)	-
Other Current Assets	61,388,537.42	-
Prepayments	61,388,537.42	-
Prepaid Registration	823,209.43	-
Prepaid Insurance	402,930.18	-
Creditable Input Tax	74,571.46	-
Withholding Tax at Source	60,051,920.10	-
Other Prepayments	35,906.25	-
Total Current Assets	3,947,941,959.63	-
Non-current Assets		
Financial Assets	796,970.00	-
Financial Assets at Fair Value Through Other Comprehensive Income	796,970.00	-
Financial Assets at Fair Value Through Other Comprehensive Income	796,970.00	-
Receivables	98,491,690.23	-
Loans and Receivable Accounts	46,727,617.35	-
Accounts Receivable	50,879,182.48	-
Allowance for Impairment-Accounts Receivable	(4,151,565.13)	-
Other Receivables	51,764,072.88	-
Due from Officers and Employees	52,433,458.75	-
Allowance for Impairment-Due from Officers and Employees	(669,385.87)	-
Investments in Subsidiaries	61,200,000.20	-
Investments in Subsidiaries	225,193,889.26	-
Allowance for Impairment-Investments in Subsidiaries	(163,993,889.06)	-
Investments in Joint Venture	1,485,816,700.00	-
Investments in Joint Ventures	1,485,816,700.00	-
Other Investments	1,546,610.30	-
Other Investments	1,546,610.30	-
Investments in Stocks	13,368,079.47	-
Allowance for Impairment-Investments in Stocks	(13,186,921.52)	-
Other Investments	1,652,052.35	-
Allowance for Impairment-Other Investments	(286,800.00)	-
Investment Property	54,516,776,757.36	-
Land and Buildings	54,516,776,757.36	-
Investment Property, Land	54,195,128,000.00	-
Investment Property, Buildings	325,666,386.57	-
Accumulated Depreciation-Investment Property, Buildings	(4,017,629.21)	-
Property, Plant and Equipment	2,300,806,945.75	-
Land	2,268,135,528.40	-
Land	2,268,135,528.40	-
Land Improvements	777,000.00	-
Other Land Improvements	24,399,465.34	-
Accumulated Depreciation-Other Land Improvements	(23,622,465.34)	-
Infrastructure Assets	-	-
Road Networks	2,182,996,127.47	-
Accumulated Depreciation-Road Networks	(2,182,996,127.47)	-
Buildings and Other Structures	12,529,800.16	-
Buildings	122,998,435.36	-
Accumulated Depreciation-Buildings	(110,468,635.20)	-
Machinery and Equipment	1,214,110.01	-
Office Equipment	2,056,842.91	-
Accumulated Depreciation-Office Equipment	(2,056,826.91)	-
Information and Communication Technology Equipment	5,583,921.73	-
Accumulated Depreciation-Information and Communication Technology Equipment	(5,356,648.03)	-
Communications Equipment	190,000.00	-
Accumulated Depreciation-Communications Equipment	(189,999.00)	-
Construction and Heavy Equipment	4,486,176.66	-
Accumulated Depreciation-Construction and Heavy Equipment	(3,828,162.61)	-
Sports Equipment	181,801.83	-
Accumulated Depreciation-Sports Equipment	(181,697.83)	-
Other Machinery and Equipment	5,498,430.62	-
Accumulated Depreciation-Other Machinery and Equipment	(5,169,729.36)	-

ANNEX "G"

Transportation Equipment	18,150,489.16	-
Motor Vehicles	43,555,850.00	-
Accumulated Depreciation-Motor Vehicles	(25,405,360.84)	-
Furniture, Fixtures and Books	15.02	-
Furniture and Fixtures	1,309,959.75	-
Accumulated Depreciation-Furniture and Fixtures	(1,309,944.73)	-
Leased Assets Improvements	3.00	-
Leased Assets Improvements, Buildings and Other Structures	4,373,670.13	-
Accumulated Depreciation-Leased Assets Improvements, Buildings and Other Structures	(4,373,667.13)	-
Intangible Assets	357,142.86	-
Development in Progress	357,142.86	-
Development in Progress-Computer Software	357,142.86	-
Deferred Tax Assets	24,542,414.37	-
Deferred Tax Assets	24,542,414.37	-
Deferred Tax Assets	24,542,414.37	-
Other Non-current Assets	86,276,862.02	-
Deposits	72,789,486.55	-
Guaranty Deposits	71,072,000.00	-
Other Deposits	1,717,486.55	-
Restricted Fund	14,264,726.83	-
Restricted Fund	14,264,726.83	-
Other Non-current Assets	(777,351.36)	-
Deferred Charges/Losses	6,802,732.68	-
Other Non-current Assets	232,192.70	-
Accumulated Impairment Losses-Other Assets	(7,812,276.74)	-
Total Non-current Assets	58,576,612,093.09	-
Total Assets	P 62,524,554,052.72 P	-
Liabilities		
Current Liabilities		
Financial Liabilities	P 11,179,907,719.43 P	-
Payables	20,270,303.42	-
Accounts Payable	20,270,303.42	-
Other Financial Liabilities	11,159,637,416.01	-
Other Financial Liabilities	11,159,637,416.01	-
Inter-Agency Payables	77,387,762.25	-
Inter-Agency Payables	77,387,762.25	-
Due to BIR	588,140.19	-
Due to Pag-IBIG	27,460.33	-
Due to SSS	135,453.42	-
Income Tax Payable	76,636,708.31	-
Trust Liabilities	102,012,785.95	-
Trust Liabilities	102,012,785.95	-
Trust Liabilities	3,789,628.75	-
Customers' Deposits Payable	98,223,157.20	-
Deferred Credits/Unearned Revenue/Income	52,527,410.83	-
Deferred Credits	52,527,410.83	-
Output Tax	13,618,708.96	-
Other Deferred Credits	38,908,701.87	-
Total Current Liabilities	11,411,835,678.46	-
Non-current Liabilities		
Deferred Tax Liabilities	14,178,051,928.33	-
Deferred Tax Liabilities	14,178,051,928.33	-
Deferred Tax Liabilities	14,178,051,928.33	-
Total Non-current Liabilities	14,178,051,928.33	-
Total Liabilities	25,589,887,606.79	-
Equity		
Revaluation Surplus	1,609,762,871.55	-
Revaluation Surplus	1,609,762,871.55	-
Revaluation Surplus	1,609,762,871.55	-
Retained Earnings/(Deficit)	27,516,164,453.34	-
Retained Earnings/(Deficit)	27,516,164,453.34	-
Retained Earnings/(Deficit)	27,516,164,453.34	-
Stockholders' Equity	7,808,763,121.04	-
Stockholders' Equity	7,808,763,121.04	-
Share Capital	2,339,916,950.64	-
Share Premium	46,137,443.18	-
Subscribed Share Capital	(56,158,831.00)	-
Subscriptions Receivable	(56,158,830.64)	-
Treasury Shares	(16,699,918.45)	-
Other Equity Instruments	5,551,726,307.31	-
Other Comprehensive Income	(24,000.00)	-
Unrealized Gain/(Loss)	(24,000.00)	-
Unrealized Gain/(Loss)	(24,000.00)	-
Unrealized Gain/(Loss) from Changes in the Fair Value of Financial Instruments	(24,000.00)	-
Total Equity	36,934,666,445.93	-
Total Liabilities and Equity	P 62,524,554,052.72 P	-

ANNEX "G"

Philippine National Construction Corporation Quarter Trial Balance As of March 31, 2025 (in Philippine Peso)

Assets	Account Title	Account Code	Debit	Credit
Current Assets		10000000	65,282,345,383.46	2,757,791,330.74
Cash and Cash Equivalents		10000000	4,146,655,758.39	198,713,798.76
Cash on Hand		10100000	154,572,183.47	-
Petty Cash		10101000	315,000.00	-
Cash in Bank-Local Currency		10102000	154,257,183.47	-
Cash in Bank-Local Currency, Current Account		10102020	151,276,754.62	-
Cash in Bank-Local Currency, Savings Account		10102030	2,980,428.85	-
Investments		10200000	3,038,702,379.96	-
Investments in Time Deposits		10211000	3,038,702,379.96	-
Investments in Time Deposits-Local Currency		10211010	3,038,702,379.96	-
Receivables		10300000	885,210,727.51	194,713,836.54
Loans and Receivable Accounts		10301000	273,667,600.20	117,472,087.67
Accounts Receivable		10301010	195,857,932.47	-
Allowance for Impairment-Accounts Receivable		10301012	-	117,308,588.37
Interests Receivable		10301050	32,527,143.46	-
Allowance for Impairment-Interests Receivable		10301052	-	163,499.30
Contributions and Premiums Receivable		10301090	70,000.00	-
Receivables from Joint Ventures		10301220	45,212,524.27	-
Lease Receivable		10302000	289,676,390.89	54,828,519.11
Operating Lease Receivable		10302010	289,676,390.89	-
Allowance for Impairment-Operating Lease Receivable		10302012	-	54,828,519.11
Inter-Agency Receivables		10303000	150,729,112.93	-
Due from National Government Agencies		10303010	150,000,000.00	-
Due from Subsidiaries		10303060	729,112.93	-
Other Receivables		10399000	171,137,623.49	22,413,229.76
Due from Officers and Employees		10399020	222,176.99	-
Allowance for Impairment-Due from Officers and Employees		10399022	-	37,948.74
Other Receivables		10399990	170,915,446.50	-
Allowance for Impairment-Other Receivables		10399992	-	22,375,281.02
Inventories		10400000	6,781,930.03	3,999,962.22
Inventory Held for Consumption		10404000	6,781,930.03	3,999,962.22
Office Supplies Inventory		10404010	710,054.51	-
Medical, Dental and Laboratory Supplies Inventory		10404070	551,921.58	-
Fuel, Oil and Lubricants Inventory		10404080	742,980.81	-
Other Supplies and Materials Inventory		10404990	4,776,973.13	-
Allowance for Impairment-Other Supplies and Materials Inventory		10404992	-	3,999,962.22
Other Assets		19900000	61,388,537.42	-
Prepayments		19902000	61,388,537.42	-
Prepaid Registration		19902030	823,209.43	-
Prepaid Insurance		19902050	402,930.18	-
Creditable Input Tax		19902070	74,571.46	-
Withholding Tax at Source		19902080	60,051,920.10	-
Other Prepayments		19902990	35,906.25	-
Non-current Assets		10000000	61,135,689,625.07	2,559,077,531.98
Investments		10200000	1,726,827,691.08	177,467,410.58
Investments in Joint Venture		10205000	1,485,816,700.00	-
Investments in Joint Ventures		10205010	1,485,816,700.00	-
Investments in Subsidiaries		10210000	225,193,889.26	163,993,889.06
Investments in Subsidiaries		10210010	225,193,889.26	-
Allowance for Impairment-Investments in Subsidiaries		10210012	-	163,993,889.06
Financial Assets at Fair Value Through Other Comprehensive Income		10213000	796,970.00	-
Financial Assets at Fair Value Through Other Comprehensive Income		10213010	796,970.00	-
Other Investments		10299000	15,020,131.82	13,473,521.52
Investments in Stocks		10299010	13,368,079.47	-
Allowance for Impairment-Investments in Stocks		10299012	-	13,186,921.52
Other Investments		10299990	1,652,052.35	-
Allowance for Impairment-Other Investments		10299992	-	286,600.00
Receivables		10300000	103,312,641.23	4,820,951.00
Loans and Receivable Accounts		10301000	50,879,182.48	4,151,565.13
Accounts Receivable		10301010	50,879,182.48	-
Allowance for Impairment-Accounts Receivable		10301012	-	4,151,565.13
Other Receivables		10399000	52,433,458.75	669,385.87
Due from Officers and Employees		10399020	52,433,458.75	-
Allowance for Impairment-Due from Officers and Employees		10399022	-	669,385.87
Investment Property		10500000	54,520,794,386.57	4,017,629.21
Land and Buildings		10501000	54,520,794,386.57	4,017,629.21
Investment Property, Land		10501010	54,195,128,000.00	-
Investment Property, Buildings		10501020	325,666,386.57	-
Accumulated Depreciation-Investment Property, Buildings		10501021	-	4,017,629.21
Property, Plant and Equipment		10600000	4,665,766,210.20	2,364,959,264.45
Land		10601000	2,268,135,528.40	-
Land		10601010	2,268,135,528.40	-
Land Improvements		10602000	24,399,465.34	23,622,465.34
Other Land Improvements		10602990	24,399,465.34	-
Accumulated Depreciation-Other Land Improvements		10602991	-	23,622,465.34
Infrastructure Assets		10603000	2,182,996,127.47	2,182,996,127.47
Road Networks		10603010	2,182,996,127.47	-
Accumulated Depreciation-Road Networks		10603011	-	2,182,996,127.47
Buildings and Other Structures		10604000	122,998,435.36	110,468,635.20
Buildings		10604010	122,998,435.36	-
Accumulated Depreciation-Buildings		10604011	-	110,468,635.20
Machinery and Equipment		10605000	17,997,173.75	16,783,063.74
Office Equipment		10605020	2,056,842.91	-
Accumulated Depreciation-Office Equipment		10605021	-	2,056,842.91
Information and Communication Technology Equipment		10605030	5,583,921.73	-
Accumulated Depreciation-Information and Communication Technology Equipment		10605031	-	5,356,648.03
Communications Equipment		10605070	190,000.00	-
Accumulated Depreciation-Communications Equipment		10605071	-	189,999.00
Construction and Heavy Equipment		10605080	4,486,176.66	-
Accumulated Depreciation-Construction and Heavy Equipment		10605081	-	3,828,162.61
Sports Equipment		10605130	181,801.83	-
Accumulated Depreciation-Sports Equipment		10605131	-	181,697.83
Other Machinery and Equipment		10605990	5,498,430.62	-
Accumulated Depreciation-Other Machinery and Equipment		10605991	-	5,169,729.36
Transportation Equipment		10606000	43,555,850.00	25,405,360.84
Motor Vehicles		10606010	43,555,850.00	-
Accumulated Depreciation-Motor Vehicles		10606011	-	25,405,360.84
Furniture, Fixtures and Books		10607000	1,309,959.75	1,309,944.73
Furniture and Fixtures		10607010	1,309,959.75	-
Accumulated Depreciation-Furniture and Fixtures		10607011	-	1,309,944.73
Leased Assets Improvements		10609000	4,373,670.13	4,373,667.13
Leased Assets Improvements, Buildings and Other Structures		10609020	4,373,670.13	-
Accumulated Depreciation-Leased Assets Improvements, Buildings and Other Structures		10609021	-	4,373,667.13
Intangible Assets		10800000	357,142.86	-
Development in Progress		10898000	357,142.86	-
Development in Progress-Computer Software		10898020	357,142.86	-

ANNEX "G"

Deferred Tax Assets	11200000	24,542,414.37	-
Deferred Tax Assets	11201000	24,542,414.37	-
Deferred Tax Assets	11201010	24,542,414.37	-
Other Assets	19900000	94,089,138.76	7,812,276.74
Deposits	19903000	72,769,486.55	-
Guaranty Deposits	19903020	71,072,000.00	-
Other Deposits	19903990	1,717,486.55	-
Restricted Fund	19904000	14,264,726.83	-
Restricted Fund	19904010	14,264,726.83	-
Other Assets	19999000	7,034,925.38	7,812,276.74
Deferred Charges/Losses	19999080	6,802,732.68	-
Other Assets	19999990	232,192.70	-
Accumulated Impairment Losses-Other Assets	19999992	-	7,812,276.74
Liabilities	20000000	-	25,589,887,606.79
Current Liabilities	20000000	-	11,411,835,678.46
Financial Liabilities	20100000	-	11,179,907,719.43
Payables	20101000	-	20,270,303.42
Accounts Payable	20101010	-	20,270,303.42
Other Financial Liabilities	20199000	-	11,159,637,416.01
Other Financial Liabilities	20199990	-	11,159,637,416.01
Inter-Agency Payables	20200000	-	77,387,762.25
Inter-Agency Payables	20201000	-	77,387,762.25
Due to BIR	20201010	-	588,140.19
Due to Pag-IBIG	20201030	-	27,460.33
Due to SSS	20201110	-	135,453.42
Income Tax Payable	20201130	-	76,636,708.31
Trust Liabilities	20400000	-	102,012,785.95
Trust Liabilities	20401000	-	102,012,785.95
Customers' Deposits Payable	20401010	-	3,789,628.75
Deferred Credits/Unearned Revenue/Income	20401050	-	98,223,157.20
Deferred Credits	20500000	-	52,527,410.83
Output Tax	20501000	-	52,527,410.83
Other Deferred Credits	20501030	-	13,618,708.96
Non-current Liabilities	20501990	-	38,908,701.87
Deferred Tax Liabilities	20900000	-	14,178,051,928.33
Deferred Tax Liabilities	20901000	-	14,178,051,928.33
Deferred Tax Liabilities	20901010	-	14,178,051,928.33
Equity	30000000	129,041,580.09	36,950,363,579.68
Revaluation Surplus	30200000	-	1,609,762,871.55
Revaluation Surplus	30201000	-	1,609,762,871.55
Revaluation Surplus	30201010	-	1,609,762,871.55
Unrealized Gain/(Loss)	30500000	24,000.00	-
Unrealized Gain/(Loss)	30501000	24,000.00	-
Unrealized Gain/(Loss) from Changes in the Fair Value of Financial Instruments	30501020	24,000.00	-
Retained Earnings/(Deficit)	30700000	-	27,402,820,007.00
Retained Earnings/(Deficit)	30701000	-	27,402,820,007.00
Retained Earnings/(Deficit)	30701010	-	27,402,820,007.00
Stockholders' Equity	30800000	129,017,580.09	7,937,780,701.13
Stockholders' Equity	30801000	129,017,580.09	7,937,780,701.13
Subscriptions Receivable	10399060	56,158,830.64	-
Share Capital	30801010	-	2,339,916,950.64
Share Premium	30801020	-	46,137,443.18
Subscribed Share Capital	30801030	56,158,831.00	-
Treasury Shares	30801040	16,699,918.45	-
Other Equity Instruments	30801990	-	5,551,726,307.31
Revenue/Income	40000000	-	233,718,987.21
Service and Business Income	40200000	-	233,717,467.21
Business Income	40202000	-	233,717,467.21
Rent/Lease Income	40202050	-	84,430,052.09
Dividend Income	40202200	-	6,622,437.60
Interest Income	40202210	-	42,117,333.15
Share in the Profit/Revenue of Joint Venture	40202220	-	100,547,644.37
Other Non-Operating Income	40600000	-	1,520.00
Miscellaneous Income	40699000	-	1,520.00
Miscellaneous Income	40699990	-	1,520.00
Expenses	50000000	120,374,540.87	-
Personnel Services	50100000	20,025,581.73	-
Salaries and Wages	50101000	10,190,881.91	-
Salaries and Wages-Regular	50101010	10,190,881.91	-
Other Compensation	50102000	7,415,104.74	-
Personnel Economic Relief Allowance (PERA)	50102010	322,245.99	-
Clothing/Uniform Allowance	50102040	350,000.00	-
Honoraria	50102100	405,000.00	-
Overtime and Night Pay	50102130	474,551.59	-
Year End Bonus	50102140	863,511.88	-
Cash Gift	50102150	67,500.02	-
Mid-Year Bonus	50102160	2,072,428.58	-
Directors and Committee Members' Fees	50102170	2,589,866.68	-
Other Bonuses and Allowances	50102990	270,000.00	-
Personnel Benefit Contributions	50103000	767,167.92	-
Pag-IBIG Contributions	50103020	32,200.00	-
Phil-Health Contributions	50103030	192,457.92	-
Employees Compensation Insurance Premiums	50103040	542,510.00	-
Other Personnel Benefits	50104000	1,652,427.16	-
Terminal Leave Benefits	50104030	932,592.87	-
Other Personnel Benefits	50104990	719,834.29	-
Maintenance and Other Operating Expenses	50200000	35,304,727.07	-
Traveling Expenses	50201000	407,999.42	-
Traveling Expenses-Local	50201010	407,999.42	-
Training and Scholarship Expenses	50202000	900.00	-
Training Expenses	50202010	900.00	-
Supplies and Materials Expenses	50203000	1,380,133.59	-
Office Supplies Expenses	50203010	459,350.79	-
Fuel, Oil and Lubricants Expenses	50203090	97,190.91	-
Semi-Expendable Machinery and Equipment Expenses	50203210	761,452.15	-
Semi-Expendable Furniture, Fixtures and Books Expenses	50203220	28,571.43	-
Other Supplies and Materials Expenses	50203990	33,568.31	-
Utility Expenses	50204000	501,438.49	-
Water Expenses	50204010	106,373.92	-
Electricity Expenses	50204020	395,064.57	-
Communication Expenses	50205000	293,088.59	-
Postage and Courier Services	50205010	2,656.00	-
Telephone Expenses	50205020	181,011.15	-
Internet Subscription Expenses	50205030	106,600.00	-
Cable, Satellite, Telegraph and Radio Expenses	50205040	2,821.44	-
Professional Services	50211000	1,694,276.76	-
Legal Services	50211010	334,504.44	-
Auditing Services	50211020	869,593.74	-
Other Professional Services	50211990	490,178.58	-
General Services	50212000	2,694,786.50	-
Security Services	50212030	2,131,962.44	-
Other General Services	50212990	562,824.06	-
Repairs and Maintenance	50213000	186,228.40	-

ANNEX "G"

Repairs and Maintenance-Buildings and Other Structures	50213040	9,902.00	-
Repairs and Maintenance-Machinery and Equipment	50213050	6,153.57	-
Repairs and Maintenance-Transportation Equipment	50213060	99,069.83	-
Repairs and Maintenance-Other Property, Plant and Equipment	50213990	71,103.00	-
Taxes, Insurance Premiums and Other Fees	50215000	26,851,092.51	-
Taxes, Duties and Licenses	50215010	4,911,128.06	-
Insurance/Reinsurance Expenses	50215030	235,376.59	-
Income Tax Expenses	50215040	21,704,587.86	-
Other Maintenance and Operating Expenses	50299000	1,294,782.81	-
Advertising, Promotional and Marketing Expenses	50299010	190.00	-
Representation Expenses	50299030	561,931.20	-
Membership Dues and Contributions to Organizations	50299060	57,369.50	-
Subscription Expenses	50299070	5,944.91	-
Donations	50299080	5,000.00	-
Major Events and Conventions Expenses	50299180	260,192.80	-
Other Maintenance and Operating Expenses	50299990	404,154.40	-
Financial Expenses	50300000	63,625,500.00	-
Financial Expenses	50301000	63,625,500.00	-
Bank Charges	50301040	8,500.00	-
Other Financial Charges	50301990	63,617,000.00	-
Non-Cash Expenses	50500000	1,418,732.07	-
Depreciation	50501000	1,418,732.07	-
Depreciation-Buildings and Other Structures	50501040	457,354.98	-
Depreciation-Machinery and Equipment	50501050	30,267.87	-
Depreciation-Transportation Equipment	50501060	923,668.74	-
Depreciation-Other Property, Plant and Equipment	50501990	7,440.48	-
Total		P 65,531,761,504.42	P 65,531,761,504.42

PHILIPPINE NATIONAL CONSTRUCTION CORPORATION
STATEMENTS OF CHANGES IN EQUITY
For the Quarter Ended March 31, 2025
(In Philippine Pesó)

		Share Capital	Share Premium	Equity Adjustment - Loans Transferred to National Gov't	Subscriptions Receivable	Treasury Stock	Revaluation Surplus	Retained Earnings	Accumulated Other Comprehensive Income (loss)	TOTAL
	Note	(Notes 4.16, 24)	(Note 4.16)	(Note 26)	(Notes 4.16, 25)	(Notes 4.16, 24)	(Note 4.12)	(Note 4.16)		
Balance at December 31, 2024		2,283,758,120	46,137,443	5,551,726,307	(56,158,831)	(16,699,918)	1,609,762,872	27,402,820,007	(24,000)	36,821,322,000
Add (Deduct):										0
Correction of prior year's income	35							-	0	-
As at January 1, 2025, as restated		2,283,758,120	46,137,443	5,551,726,307	(56,158,831)	(16,699,918)	1,609,762,872	27,402,820,007	(24,000)	36,821,322,000
Changes in equity for 2025										
Add (Deduct):										0
Comprehensive loss for the year, as restated								113,344,446		113,344,446
Other comprehensive income										0
Unrealized gain on financial asset at FVOCI										0
Movement in revaluation increment, net of tax							0			0
Other adjustments										0
Piecemeal realization of revaluation increment							-	0		0
Reduction in deferred tax liability							0			0
Balance at March 31, 2025		2,283,758,120	46,137,443	5,551,726,307	(56,158,831)	(16,699,918)	1,609,762,872	27,516,164,453	(24,000)	36,934,666,446

EXHIBIT 5

PHILIPPINE NATIONAL CONSTRUCTION CORPORATION
1.5. Notes to Interim Financial Statements
1.5.1. Earnings (loss) Per Share

The Company's earnings (loss) per share is presented on the face of the Statement of Comprehensive Income (Exhibit 2). Said earnings (loss) per share is computed by dividing the net income (loss) by the number of outstanding common shares.

1.5.2. Disclosure that the issuer's interim financial report is in compliance with the generally accepted accounting principles

The interim financial statements of the Company are prepared using the historical cost basis. The interim financial statements are presented in Philippine Peso, which is the Company's functional currency. All amounts rounded off to the nearest peso except otherwise indicated.

The interim financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs). PFRSs are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Standards Board (IASB), and approved by the Philippine Board of Accountancy.

1.5.3. Notes to Financial Statements
1.5.3.a. Accounting Policies and Methods
1.5.3.a.1. The same accounting policies and methods of computation are followed in the interim financial statements as compared with the most recent annual financial statements.

The most recent annual financial statements were reclassified/converted to adopt the Revised Chart of Accounts pursuant to COA Circular No. 2015-010 dated December 1, 2015.

1.5.3.a.2. Revenue Recognition
Revenue and Dividend Share from Joint Venture Companies (JVCs)

Pursuant to the Supreme Court En Banc Decision, as discussed in Note 1 to the 2022 Audited Financial Statements, the Company no longer recorded the tollways income from the North and South Luzon Tollways (NLT and SLT).

Pending issuance of the Implementing Rules and Guidelines for the determination of the amounts due to the Company for its

administrative expenses, the Company recognized 10 percent of its share from the JVCs gross toll revenues, in accordance with the interim rules and guidelines issued by TRB.

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

Rental Income

Rental income from operating leases, wherein substantially all the risks and rewards of ownership are retained by the Company as a lessor, is recognized on a straight-line basis over the term of the relevant lease. The rent income is derived from the Company's properties not used in business and being leased out to third parties for a certain period, renewable under such terms and conditions as may be agreed upon by both parties.

Service Income and Cost

Service income and costs are recognized on the basis of percentage of completion method.

Other Income

Other income is recognized when earned.

1.5.3.a.3 Allowance for Impairment Losses on Loans and Receivables

The Company maintains an allowance for impairment losses at a level considered adequate to provide for potential uncollectible receivables. The level of this allowance is evaluated by Management on the basis of factors that affect the collectability of the accounts. These factors include, but are not limited to, the customer's and lessee's payment behavior and known market factors. The Company reviews the age and status of receivables, and identifies accounts that are to be provided with allowances on a continuous basis.

The amount and timing of recorded expenses for any period would differ if the Company made different judgments or utilized different estimates. An increase in the allowance for impairment losses on receivables would increase recorded operating expenses and decrease current assets.

1.5.3.a.4 Prepayments

Prepayments are expenses paid in advance and recorded as assets before these are utilized. These are comprised of insurance premiums, other prepaid items, and creditable withholding taxes. Prepayments that are expected to be realized for no more than 12

months after the reporting date are classified as current assets; otherwise, these are classified as other non-current assets.

Prepayments also include inventories consisting principally of construction materials, spare parts, and supplies which are stated at cost, generally determined by the average cost method for a significant portion of domestic inventories and by the first-in, first-out method for other inventories. Allowance for inventory writedown is provided for all non-moving/obsolete items.

1.5.3.a.5 Investments

The Company accounts for its investments in wholly-owned/controlled subsidiaries at cost while other investments classified as financial assets are measured at fair value. Allowance for impairment loss is provided for investment in subsidiaries while market adjustment is accounted for financial assets measured at fair value and recognized as other comprehensive income or loss.

The Company believes that the effects of not consolidating the subsidiaries are not material to the financial statements because these subsidiaries are no longer operating, except for DISC Contractors, Builders and General Services, Inc. (DCBGSI) which has been incurring losses, resulting in accumulated deficit. In addition, in 2015, the Company has initiated the process of closing its subsidiaries that are no longer operating and those that are losing. On October 1, 2015, as part of the reorganization and streamlining of Company operations, PNCC assumed the operations of DCBGSI which now operates as a separate division of the Company.

In a regular board meeting held on November 14, 2011, the PNCC Board resolved to comply with the mandate of the Supreme Court to transfer and turn over to the National Government (NG) the shares of stock in tollway Joint Venture Companies (JVCs) which PNCC is holding in trust for the NG.

Available for sale equity securities (club shares) are recorded/measured/presented at fair market value as provided for under Philippine Interpretations Committee (PIC) Q&A 6-02.

1.5.3.a.6 Investment Property

Investment property is comprised of land or building or both held to earn rentals or for capital appreciation or both. Investment property is recognized as an asset when and only when it is probable that future economic benefits associated with the property flows to the entity and the cost of the property can be measured reliably.

Investment property is initially measured at cost. Subsequent to initial recognition, the account is stated at fair value, which has been

determined based on the average valuations performed by two independent firms of appraisers every other year. The changes in fair value are recognized in profit or loss.

1.5.3.a.7

Property and Equipment

Property and equipment are stated at cost, less accumulated depreciation and any accumulated impairment in value. Property and equipment are subsequently carried at revalued amounts.

Depreciation commences once the property and equipment are available for use and is computed using the straight-line method over the following estimated useful lives:

Asset Type	Estimated Useful Lives (in years)
Land improvements	10
Buildings and improvements	10 to 33
Construction equipment	2 to 10
Transportation equipment	3 to 5
Office equipment, furniture and fixtures	5
Others	2 to 7

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation is charged against operations.

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

1.5.3.a.8

Revaluation Increment in Property

The increase in the property and equipment's carrying amount as a result of revaluation is credited to equity under the heading of "Revaluation Increment in Property". The revalued asset is being depreciated and, as such, part of the revaluation increment is being realized as the asset is used. Realization of the revaluation increment is credited to "Retained Earnings" account.

Piecemeal realization of the revaluation increment is effected every two (2) years.

1.5.3.a.9

Borrowing Costs

Borrowing costs are expensed as incurred. These costs represent the two per cent penalty charges imposed by the Toll Regulatory Board (TRB) on unpaid concession fees.

1.5.3.a.10

Income Taxes

Current income tax assets or liabilities comprise of those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period that are uncollected or unpaid at reporting date. They are calculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in the statements of comprehensive income.

For financial reporting purposes, deferred tax assets are recognized for the carry forward benefits of unused tax credits from Net Operating Loss Carry-Over (NOLCO) and from excess Minimum Corporate Income Tax (MCIT) over Regular Corporate Income Tax (RCIT) to the extent that it is probable that future taxable profit will be available against which the deferred tax assets can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

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

1.5.3.b Comments about the seasonality or cyclicity of interim operations

- Not applicable -

1.5.3.c Nature and amount of items affecting assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size, or incidents

- Not applicable -

1.5.3.d Nature and amount of changes in estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years, if those changes have material effects in the current interim period

- Not applicable -

1.5.3.e Issuances, repurchases, and repayments of debt and equity securities

PNCC was not able to make any settlement of its concession fee obligation to the Toll Regulatory Board (TRB) during the six months ended and as of March

31, 2023. The last payment was made on December 2016. Penalty charges of 2% accruing from the TRB loan are continuously recognized in the books.

The Company intends to pay recognized debts using the proceeds from the sale of its investment properties. The Board approved the offer to apply part of FCA to pay liabilities to the National Government (NG). The Company sent a letter dated July 21, 2015 to the OP recognizing its liability to the NG in the amount of P7.9 billion and proposing to "pay off the recognized obligations, particularly given that the obligation to the TRB for unpaid concession fees carries with it a penalty of two percent per month." The Company is awaiting the decision of the OP.

1.5.3.f Payment of dividend

There were no dividends paid during the six months ended March 31, 2025.

1.5.3.g Material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period

- None -

1.5.3.h Effect of changes in the composition of the issuer during the interim period, including business combinations, acquisition, or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.

- None -

1.5.3.i Changes in contingent liabilities or contingent assets since the last annual balance sheet date

- None -

1.5.3.j Existence of material contingencies and any other events or transactions that are material to an understanding of the current interim period

1.5.3.j.1 Pending Lawsuits and Litigations:

The Company is involved in continuing litigations relating to labor and civil cases. The ultimate outcome of these litigations cannot be determined yet and no provision for any liability that may result can be made in the financial statements.

The labor cases consist of those filed against the Company comprised mostly of claims for illegal dismissal, backwages, separation pay, and unpaid benefits. Most of these cases have been ruled by the Labor Arbiter in favor of the complainant. However, these cases are on appeal by the Company before the National Labor Relations Commission, Court of Appeals and Supreme Court.

The civil cases filed against the Company consist of cases involving damages, collection of money, and attorney's fees, which are still in litigation before various Regional Trial Courts. On the other hand, those filed by the Company against other individuals or companies consist of suits involving sums of money, damages, and breaches of contract which involve undeterminable amount of money.

1.5.3.j.2 Tax Matters

As stated in Note 36 of the 2024 Audited Financial Statements, the Company was assessed by the Bureau of Internal Revenue (BIR) for deficiencies in various taxes. However, no provision for any liability has been made yet in the Company's financial statements.

- Deficiency internal revenue taxes for taxable year 1980 (income tax, contractor's tax, and documentary stamp tax) totaling P212.52 million.
- Deficiency business tax of P64 million due the Belgian Consortium, the Company's partner in its LRT Project.
- Deficiency internal revenue taxes for taxable year 1992 (income tax, value-added tax, and expanded withholding tax) of P1.04 billion which was reduced to P709 million after the Company's written protest.
- Deficiency internal revenue taxes for the taxable year 2002 totaling P72.92 million.
- Deficiency taxes for taxable year 2006 amounting to P116.141 million (inclusive of interest of P48.76 million).

EXHIBIT 6

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Item 2.1 Comparable discussion that will enable the reader to assess material changes in financial condition and results of operation since the end of the last fiscal year and for the comparable interim period in the preceding financial year.

Financial Position:

As of March 31, 2025, the Company's resources totaled P62.525 billion, higher by P200.600 million or 0.32% compared to the December 31, 2024 figure of P62.324 billion.

The increase in resources was attributable to the increase in cash and short-term investments provided by the Company's operating and investing activities, as offset by the decrease in Other Investment and other non-current assets.

Please refer to Item 2.2.e for further analysis of material changes in the financial statements.

Results of Operations:

The Company's net income of 113.344 million for the three months ended March 31, 2025 increased by P19.374 million or 20.62% compared to the reported net income of P93.971 million for the same period of 2024. This is due to the increase in total revenue.

Key Performance Indicators:

Please refer to Exhibit 7 for the analysis of the Company's key performance indicators.

Item 2.2 Discussion and analysis of material event/s and uncertainties known to Management that would address the past and would have an impact on future operations on the following:

2.2.a Any known trends, demands, commitments, events, uncertainties that will have a material impact on the issuer's liquidity

2.2.a.1 The Company's inability to settle its outstanding obligations with the TRB and the National Government brought about by the difficulties in collecting receivables from various government agencies.

2.2.a.2 Pending labor cases which consist of those filed against the Company involving dismissal, back wages, and separation pay; most of which had been ruled by the Labor Arbiter in favor of the

complainants, pending appeal by PNCC before the National Labor Relation Commission (NLRC).

2.2.a.3 Pending civil cases which consist of those filed against the Company involving damages, collection of money, and attorney's fees which are still on litigation before the various Regional Trial Courts (RTC).

2.2.a.4 Pending assessments on deficiency taxes. Discussion is contained under Item 1.5.3.j.2 including courses of actions already undertaken by the Company to address the issue.

To address PNCC's liquidity concern, the Company implemented a program of manpower rightsizing in 2001. The program will be considered in the succeeding quarters/years until the Company attains manpower complement to match its present revenue level which is generated by its share in the Joint Venture Companies' gross toll revenue and its earnings from the leased FCA property.

The Company does not have material off-balance sheet transactions and arrangements during the reporting period.

As of reporting quarter, there is nothing that trigger direct or contingent financial obligation that is material to the Company, except for the default in payment of its TRB loan and the recognition of debts to the National Government.

2.2.b Any material commitments for capital expenditures, the general purpose of such commitments and the expected sources of funds for such expenditures

- None -

2.2.c 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/revenues/income from continuing operations

The following had affected the revenue generating capacity of the Company:

- The veering away from the construction business since 2002;
- The turnover of the North Luzon Tollway operations to the MNTC on February 10, 2005;
- The turnover of its South Luzon Tollway operations to SLTC/MATES on May 2, 2010; and
- DPWH's takeover of the Daang Hari Project (pursuant to its PPP mandate).

2.2.d Any significant elements of income or loss that did not arise from the issuer's continuing operations

FOR THE SIX MONTHS ENDED			INCREASE/(DECREASE)		
	Mar-31	Mar-31			
Income Statement	2025	2024	Amount	%	Remarks
REVENUES	184,977,696	63,763,096	21,214,600	12.95%	Attributable to increase in rental income from FCA properties and JV Shares
Other Income (Charges)	47,322,559	43,866,377	3,456,182	7.88%	Attributable to the increases in Interest Income and Depreciation expense vis-à-vis the decline in Dividend Income and Miscellaneous income
Personnel Services	20,025,582	17,354,901	2,670,681	15.39%	Attributable to the increase in Directors fees per GCG memorandum
Maintenance and Other Operating Expenses	13,608,639	16,048,522	(2,439,883)	-15.20%	Attributable to changes in Business permits mode of payment from annual to quarterly payment due to impending transfer to FCA
Income Tax	21,704,588	16,638,176	5,066,412	30.45%	Attributable to higher Income in 2025.
Comprehensive Income	113,344,446	93,970,874	19,373,572	20.62%	Attributable to reasons stated above.

2.2.e The causes for any material change/s (5% or more) from period to period in one or more line items of the issuer's financial statements

Balance Sheet	AS AT		INCREASE/(DECREASE)		
	Mar-31	Dec-31	Amount	%	Remarks
	2025	2024			
Cash	154,572,183	128,894,489	25,677,694	19.92%	Attributable to cash flow provided by operating activities

ANNEX "G"

Receivables, net	690,496,891	640,462,927	50,033,964	7.81%	Attributable to the increase in uncollected revenue from rental and JV shares.
Inventories	2,781,968	2,443,852	338,116	13.84%	Attributable to the increase in fuel and oil and other materials
Other Investment	1,546,610	2,275,883	(729,273)	-32.04%	Attributable to payment of investment by CESLA
Financial Liabilities	20,286,435	23,199,373	(2,912,938)	-12.56%	Attributable to payment of liabilities to suppliers of goods and services
Inter-agency Payable	77,371,631	56,630,922	20,740,709	36.62%	Attributable to increase in Income Tax payable
Deferred Credits/unearned Income	52,527,411	46,716,319	5,811,092	12.44%	Attributable to increase in Other deferred credits

2.2.f Any seasonal aspects that had a material effect on the financial condition or results of operations

- Not applicable -

FINANCIAL INFORMATION

Management's Discussion and Analysis

1st Quarter 2025 vs. 1st Quarter 2024

Results of Operations

Revenue. Revenue for the quarter ended March 31, 2025 stood at ₱163.763 million, higher by 12.95% or ₱21.215 million compared to ₱163.763 million for the quarter ended March 31, 2024. The increase was attributable to the increase in JV Revenue Shares and Rental Income.

General and Administrative Overhead. Overhead account increased by 0.69% or ₱0.231 million from ₱33.403 million for the quarter ended March 31, 2024 to ₱33.634 million for the quarter ended March 31, 2025 due to the increases in employees cost due to Director's fees new rate that took effect only on July 2024 vis-a-vis the decrease in Maintenance and other operating expense due to the change in mode of payment of Business Tax permit from annually to quarterly in 2024 and 2025, respectively due to the impending transfer of office in FCA.

Income from Operation. Income from operation for the quarter ended March 31, 2025 increased by 16.10% or ₱20.984 million from ₱130.360 million for the quarter ended March 31, 2024 to ₱151.343 million for the quarter ended March 31, 2025. Said favorable variance was the resulting effect of the reasons discussed above.

Other Income (Charges). This account posted a balance of ₱47.323 million for the quarter ended March 31, 2025 compared to ₱43.866 million for the quarter ended March 31, 2024. The 7.88% increase was due to the increases in Interest Income and Depreciation expense vis-à-vis the decrease in Dividend Income and Miscellaneous Income.

Comprehensive Income (Loss). Net Comprehensive Income for the quarter ended March 31, 2025 amounted to ₱113.344 million compared to the net income of ₱93.971 million for the quarter ended March 31, 2024. The variance was due to the reasons discussed above.

Financial Position

Current Assets. Current assets increased by 5.44% or ₱203.685 million from ₱3.744 billion as of March 31, 2024 to ₱3.948 billion as of March 31, 2025 mainly due to the cash flows provided by the Company's operating and investing activities, receivables, inventories and other non-current assets.

Current Liabilities. Current liabilities increased by 0.77% or ₱87.256 million from ₱11.321 billion as of March 31, 2024 to ₱11.408 billion as of March 31, 2025 mainly due to the accrual of the 2% penalty charges on unpaid concession fee payable to the Toll Regulatory Board (TRB), inter-agency payables and Other deferred credits vis-à-vis the decrease in Financial Liabilities.

Stockholder's Equity. Stockholder's Equity as of March 31, 2025 totalled ₱36.935 billion vis-à-vis the stockholders' equity as of March 31, 2024 in the amount of ₱36.821 billion. The increase in the account is attributable to the comprehensive income in 2025.

Presented hereunder is the discussion of the Company's key performance indicators:

Performance Indicators	As of		Explanation
	03/31/2025	03/31/2024	

	(Unaudited)	(Unaudited)	
<u>Current/Liquidity Ratios</u>			
<i>Current Ratio</i> (Current Assets Divided by Current Liabilities)	0.35	0.28	This ratio evaluates the ability of the company to pay its current debt promptly. Current ratio of 0.28 as of March 31, 2024 slightly increased to 0.35 as of March 31, 2025 due to cash inflows provided by operating activities.
<u>Solvency Ratios</u>			
<i>Debt to Assets</i> (Total Liabilities Divided by Total Assets)	40.93%	41.18%	Shows what percentage of the business is not owned by the stockholders. Determines how much of the company is financed by debts. The ratio decreased from 41.18% as of March 31, 2024 to 40.93% as of March 31, 2025 brought mainly by the accrual of the 2% penalty charges on unpaid concession fees.
<i>Debt to Equity</i> (Total Liabilities Divided by Total Equity)	69.28%	70.00%	Shows the proportion of the creditors' capital to the business' total capital. Measures the degree to which the assets of the business are financed by the debts and stockholders of the business. The ratio decreased from 70.00% as of March 31, 2024 to 69.28% as of March 31, 2025 was brought by the the accrual of the 2% penalty charges on unpaid concession fee to the Toll Regulatory Board (TRB).
<i>Asset to Equity Ratio</i> (Total Assets Divided by Total Equity)	169.28%	170.00%	Measures the total debt the company takes to acquire assets. Measures the company's capability to pay debts. The slight improvement of the ratio from 170.00% as of March 31, 2024 to 169.28% as of March 31, 2025 is due to the comprehensive income in 2025.
<i>Interest Rate Coverage Ratio</i> (Income Before Interest/Penalty/Interest and Taxes Divided by Interest/Penalty)	2.78	2.48	Determines how easily a company can pay interest on outstanding debt. The ratio increased from 2.48 as of March 31, 2024 to 2.78 as of March 31, 2025 due to recognition of higher income in March 31, 2025 as compared to same period in 2024.
<u>Profitability Ratios</u>			
<i>Return on Assets</i> (Net Income (Loss) Divided by Total Assets)	0.18%	0.15%	Measures the Company's earnings in relation to all the resources it had at its disposal. The ratio of 0.15% as of March 31, 2024 vis-à-vis the ratio of 0.18% as of March 31, 2025 was the outcome of the income recognition of ₱93.971 million for March 31, 2024 as compared with the recognized comprehensive income of ₱113.344 million for the quarter ended March 31, 2025.
<i>Return on Equity</i> (Net Income (Loss) Divided by Total Equity)	0.31%	0.26%	Measures the rate of return on the ownership interest of the company's stockholders. Determines the productivity of the owners' capital. The increase in the ratio from 0.26% to 0.31% is attributable to the increase in stockholder's equity as a result of higher comprehensive income in March 31, 2025 vis-à-vis March 31, 2024.

- (i) Any known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way. Indicate course of action that the Company has taken or proposes to take to remedy the deficiency.
 - i.a The Company's inability to settle its outstanding obligations with the Toll Regulatory Board and the National Government brought about by the difficulties in collecting its receivables from various government agencies.
 - i.b Pending labor cases which consists of those filed against the Company involving dismissal, backwages, and separation pay. Most of these cases have been ruled by the Labor Arbiter in favor of the complainants, pending appeal by the Company before the National Labor Relation Commission (NLRC).
 - i.c Pending lawsuits/litigations which consists of those filed against the Company involving damages, collection of money, and attorney's fees which are still on litigation before the various regional Trial Courts (RTC). Discussion is contained under Note 37 of the 2024 Audited Financial Statements, including courses of actions already undertaken by the Company to address the issue.
 - i.d Pending assessments on deficiency taxes. Discussion is contained under Note 36 of the 2024 Audited Financial Statements, including courses of actions already undertaken by the Company to address the issue.

Having encountered this liquidity concern, the Company implemented a program of manpower rightsizing and corporate restructuring in 2001 and has been pursued gradually until this year. Also, the Company will continue to pursue and invigorate its revenue share from Joint Venture Companies, earnings from leased FCA property, and the contracted participation in the Joint Venture's C6 Projects, Pasig River Expressway (PAREX) Project, Quezon-Bicol Expressway (QUBEX)/ South Luzon Toll Road 5 (TR5) Project and Greater Capital Region Integrated Expressway Network (GCRIEN) project. Partnership with PT Citra Lamtoro for the implementation of the Metro Manila Expressway of C6 and Metro Manila Skyway Stage 3 and the completion and commercial operation on revenue sharing basis for both Project Roads. The revenue scenario best rests on the policy directions intended by the Board and the NG through the PMO/DOF.

- (ii) Any events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

The default in payment of its TRB loan, the recognition of debts to the NG, pending assessments on tax deficiencies and contingent liabilities with respect to claims and lawsuits from Asiavest Merchant Bankers.

- (iii) There are no material off-balance sheet transactions, arrangements.
- (iv) There are no material commitments for capital expenditures.
- (v) 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.

- v.a The continued decline in the construction industry resulted to the Company's incurrence of severe losses from the said operation. Thus, to prevent from suffering greater losses as it had experienced for the last several years, Management decided to veer away with the construction business (since 2002) and focus on its tollways operation.
- v.b. The turn over of the North Luzon Tollway operations to the MNTC on February 10, 2005 had affected the revenue generating capacity of the Company.
- v.c. The hand-over of the South Luzon Tollway operation to the SLTC on May 02, 2010 likewise had an unfavorable impact on the Company's revenue.
- v.d The Supreme Court decision, in Ernesto B. Francisco vs. TRB, PNCC et. al. (G.R. Nos. 166910, 169917, 173630, and 183599, October 19, 2010) and in the case of Strategic Alliance Development Corporation vs. Radstock Securities Limited et. al. (G.R. No. 178158, December 04, 2009), ruled and declared that with the expiration of PNCC's franchise, the toll assets and facilities of PNCC were automatically turned over, by operation of law, to the National Government (NG) at no cost and, consequently, this inevitably resulted in the latter's owning too of the toll fees and the net income derived after May 01, 2007 from the toll assets and facilities, including the Company's percentage share in the toll fees collected by the joint venture companies currently operating the tollways.

Pending TRB's issuance of the Final Implementing Rules and Guidelines relative to the determination of the net income remittable by the Company to the National Government, the Company receives only the following revenue shares based on TRB's interim guidelines: 10% of 6% share on the MNTC(now NLEX Corporation) gross revenue; 10% of 3.5% share on the CMMTC (now SMC Skyway Corporation) gross revenue; 10% of 3.00% share on the SLTC (now SMC SLEX, Inc.) gross revenue; and 100% of 2.5% share on the CCEC(now SMC Skyway Stage 3 Corporation) gross revenue. It also receives 10% dividend in the equity share from CMMTC(now SMC Skyway Corporation).

- (vi) There are no significant elements of income or loss that did not arise from the Company's continuing operations.
- (vii) There are no seasonal aspects that had a material effect on the financial condition or results of operations of the Company.
- (viii) **Material changes to the Company's Statement of Financial Position as of March 31, 2025 compared to March 31, 2024 (increased/decrease of 5% or more)**

Cash increased by ₱25.678 million or 19.92% from ₱128.894 million as of March 31, 2024 to ₱154.572 million as of March 31, 2025 due to the cash flows used in Company's operating activities and investing activities.

Receivables increased by ₱50.034 million or 7.81% from ₱640.463 million as of March 31, 2024 to ₱690.497 million as of March 31, 2025 due to the booking of PCPI rental and JV revenue shares.

Inventories - increased by ₱0.338 million or 13.84% from ₱2.444 million as of March 31, 2024 to ₱2.782 million as of March 31, 2025 due mainly to the increase in fuel and oil and other materials.

Other Investment - decreased by ₱0.729 million or 32.04% from ₱2.276 million as of March 31, 2024 to ₱1.547 million as of March 31, 2025 due mainly to the return of investment by CESLA.

Financial Liabilities – Accounts Payable decreased by ₱2.913 million or 12.56% from ₱23.199 million as of March 31, 2024 to ₱20.286 million as of March 31, 2025 due to decrease on unpaid accounts to suppliers of goods and services that are normally settled within twelve (12) months from the reporting period.

Inter-Agency payable increased by ₱20.741 million or 36.62% from ₱56.631 million as of March 31, 2024 to ₱77.372 million as of March 31, 2025 due to increases in Income Tax Payable.

Deferred credits/Unearned Revenue/Income - increased by ₱5.811 million or 12.44% from ₱46.716 million as of March 31, 2024 to ₱52.527 million as of March 31, 2025 mainly due to the increase in other deferred credits.

Material changes to the Company's Statement of Income for the quarter ended March 31, 2025 compared to the quarter ended March 31, 2024 (increase/decrease of 5% or more)

Business Income increased by ₱21.215 million or 12.95% from ₱163.763 million as of March 31, 2024 to ₱184.978 million as of March 31, 2025 due to increases in share in JVs Revenue and Rental Income.

Other Income/Charges decreased by 12.19% or ₱501,282 from ₱502,802 as of March 31, 2024 to ₱1,520 as of March 31, 2025 mainly due to the Miscellaneous Income in 2025.

General and Administrative Expenses increased by 0.69% or ₱230,798 from ₱33.403 million for the quarter ended March 31, 2024 to ₱33.634 million for the quarter ended March 31, 2025 due to the increases in Personnel Cost brought about by the increase in BOD's per diems rate in July 2024 vis-a-vis the decrease in MOOE due to the the change in mode of payment of business permits this 2025 due to the impending transfer to FCA.

Income Tax increased by 30.45% or ₱5.066 million from ₱16.638 million as of March 31, 2024 to ₱21.705 million as of March 31, 2025 mainly due to the increase in Revenue in 2025.

Comprehensive Income increased by 20.62% or ₱19.374 million from ₱93.971 million for the quarter ended March 31, 2024 to ₱113.344 million for the quarter ended March 31, 2025 due to the reasons discussed above.