

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

CS200324966

COMPANY NAME

CENTURY PEAK HOLDINGS CORPORATION
AND SUBSIDIARIES
(Formerly Century Peak Metals Holdings Corporation and Subsidiaries)

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

14F EQUITABLE TOWER, 8751 PASEO DE ROXAS
S, SALCEDO VILLAGE, MAKATI CITY

Form Type

17 - A

Department requiring the report

CRMD

Secondary License Type, If Applicable

N / A

COMPANY INFORMATION

Company's Email Address

accting.century@gmail.com

Company's Telephone Number/s

(02) 8-856-0999

Mobile Number

-

No. of Stockholders

224

Annual Meeting (Month / Day)

6/30

Fiscal Year (Month / Day)

12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Katrina C. Keng

Email Address

katrina.keng@gmail.com

Telephone Number/s

(02) 8-856-0999

Mobile Number

-

CONTACT PERSON'S ADDRESS

14F Equitable Tower, 8751 Paseo de Roxas, Salcedo Village, Makati 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 shall not excuse the corporation from liability for its deficiencies.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, AS AMENDED

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

1. For the calendar year ended December 31, 2019
2. SEC Identification Number: CS200324966
3. BIR Tax Identification No.: 228-423-401-000
4. Exact name of issuer as specified in its charter: CENTURY PEAK HOLDINGS CORPORATION
5. Province, country or other jurisdiction of incorporation or organization: Manila, Philippines
6. Industry Classification Code: (SEC Use Only)
7. Address of issuer's principal office: 14F Equitable Tower, 8751 Paseo de Roxas, Salcedo Village, Makati City Postal Code: 1227
8. Issuer's telephone number, including area code: (632)8856-0999
9. Former name, former address and former fiscal year, if changed since last report: N.A.
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA:

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
Common	2,820,330,450

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

Yes [✓] No []

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

Philippine Stock Exchange

Common Stock

12. Indicate by check mark whether the registrant:

- (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. State the aggregate market value of the voting stock held by non-affiliates of the registrant. The aggregate market value shall be computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within sixty (60) days prior to the date of filing. If a determination as to whether a particular person or entity is an affiliate cannot be made without involving unreasonable effort and expense, the aggregate market value of the common stock held by non-affiliates may be calculated on the basis of assumptions reasonable under the circumstances, provided the assumptions are set forth in this Form. (See definition of "affiliate" in "Annex B").

**APPLICABLE ONLY TO ISSUERS INVOLVED IN
INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS
DURING THE PRECEDING FIVE YEARS**

Not Applicable

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission:

Yes [☐] No [☒]

15. If any of the following documents are incorporated by reference, briefly describe them and identify the part of SEC Form 17-A into which the document is incorporated:

- (a) Any annual report to security holders;
(b) Any information statement filed pursuant to SRC Rule 20;
(c) Any prospectus filed pursuant to SRC Rule 8.1.

Not Applicable

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PART I

BUSINESS AND GENERAL INFORMATION

ITEM 1. BUSINESS

1.1 Corporate Profile

Century Peak Holdings Corporation (“CPHC”, the “Company”, the “Parent Company”, or the “Issuer”), was registered with the Philippine Securities and Exchange Commission (“SEC”) on December 30, 2003. The Parent Company is primarily engaged in promoting, operating, managing, holding, acquiring or investing in corporations or entities that are engaged in mining activities or mining-related activities.

On November 11, 2019, the SEC approved the change in the Parent Company’s corporate name to Century Peak Holdings Corporation, formerly Century Peak Metals Holdings Corporation. On the same date, the Parent Company also obtained a certificate of filing from SEC for the Amendment of its Articles of Incorporation by introducing the Parent Company’s secondary purpose which is to engage in and carry on general construction and construction related activities, land reclamation and development activities in the Philippines, real estate development or any real estate related activities, mining activities and mining related activities, power and energy activities and power and energy related activities.

The Parent Company listed its common shares of stock with the Philippine Stock Exchange (“PSE”) on October 6, 2009.

The Parent Company operates as the holding company of the following subsidiaries:

	Percentage of Ownership ^(a)	
	Direct	Indirect
Century Peak Corporation (CPC)	100.00	-
Century Peak Mineral Development Corporation (CPMDC) ^(c)	100.00	-
Century Peak Cement Manufacturing Corporation (CPCMC) ^(c)	100.00	-
Century Sidewide Smelting Incorporated (CSSI) ^(b)	60.00	-
Century Hua Guang Smelting Incorporated (CHGSI) ^(b)	55.00	-
Century Summit Carrier, Inc. (CSCI) ^(d)	-	80.00

^(a)Based on the Parent Company’s interest in the issued and outstanding shares of the subsidiaries as at December 31, 2019 and 2018.

^(b)CSSI and CHGSI have not yet started commercial operations.

^(c)CPMDC and CPCMC were incorporated in 2015 and have not yet started commercial operations.

^(d)Owned by the Parent Company through CPC.

The registered office address of the Parent Company and its subsidiaries (collectively referred to as a “Group”) is at 1403-1404 BDO-Equitable Bank Tower, 8751 Paseo de Roxas, Makati City.

The Parent Company’s subsidiaries were all incorporated in the Philippines and registered with the SEC. Their principal activities are as follows:

Century Peak Corporation

CPC was registered with the SEC on March 30, 2006.

The principal activities of CPC is invest in and engage in the business of land reclamation and development in the Philippines; and to purchase, subscribe for, or otherwise acquire, own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real

and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic or foreign, involved in land reclamation. CPC's secondary purposes include mining.

On December 27, 2019, the Company obtained a certificate of filing from SEC for the amendment of its Articles of Incorporation to include in the secondary purpose of the Company to engage in and carry on a general construction, contracting and machinery and supply sales business in all its phases, constructing, enlarging, repairing, removing or otherwise engaging in any works upon buildings, roads, highways, manufacturing and industrial plants of a kinds, bridges, piers, waterworks, railways, structures, public works and all waterworks, railways, structures, public works and all iron, steel work, masonry and earth construction and to extend and receive any contracts or assignments or contracts therefore or relating thereto or connected therewith and to manufacture and furnish building materials and supplies in connection therewith and to act as general merchants (as amended on August 6, 2019)

Mining Operations

CPC has mining activities in selected areas covered by its MPSA in the province of Dinagat Islands.

There are two Geologic Resource Evaluation Reports for the Casiguran Nickel Project and a Resource Evaluation Report for the Rapid City Parcel II Prospect, which were prepared by Dr. Carlo A. Arcilla, an accredited competent person in accordance with the definition of the Philippine Mineral Reporting Code.

Based on the reports, the Casiguran Nickel Project and Rapid City Parcel II Prospect have a combined indicated and measured resource of 9,897,000 dry metric tons (DMT) with a grade of 1.02% nickel (at 0.8% nickel cut-off) and 9,067,000 DMT with a grade of 1.07% nickel (at 0.8% nickel cut-off), respectively. These represent 100,000 metric tons of pure nickel and 3.5 million tons of iron and 90,000 tons of pure nickel and 3.8 million tons of iron for the Casiguran Nickel Project and Rapid City Parcel II Prospect, respectively, subject to mining plans and metal recovery parameters.

Extension of Mineral Production Sharing Agreement (MPSA) 010-92-X-SMR (Casiguran Nickel Project)

On May 11, 2016, the Company filed an application for renewal for MPSA No. 010-92-X at the MGB Regional Office No. XIII, set to expire on May 6, 2017.

In response to the initial filing for renewal, MGB Regional Office No. XIII has directed the Company last January 11, 2017 to submit certain requirements. The Company subsequently refiled its application for renewal on August 15, 2017.

On September 12, 2017, MGB Regional Office No. XIII through its letter, informed the Company that its application has not been endorsed to MGB Central Office for further review and evaluation pending the remaining mandatory requirements.

MGB issued an annual certification dated April 5, 2018, stating that CPC is a holder/operator of valid and subsisting mining tenements subject for renewal.

The Company received a letter dated July 31, 2018 which provides a “New Template of Checklist of MPSA Renewal Application” that clarifies the remaining requirements for the renewal of its expired MPSA.

MGB issued an annual certification dated February 1, 2019, stating that the Company is a holder/operator of valid and subsisting mining tenements subject for renewal.

On February 27, 2019, the Municipality of Loreto, Dinagat Islands issued a letter addressed to the Company for the latter’s municipal business tax obligation amounting to P7,780,416 for the taxable years ended December 31, 2016 to 2018.

On December 17, 2019, the Company obtained a certification from the Municipality of Loreto, Dinagat Islands stating that the Company has fully paid its municipal business tax obligation for calendar years 2016 to 2019.

On March 13, 2020, a teleconference with MGB Regional Office No. XIII was initiated by the Company to make various clarifications regarding the remaining reportorial requirements of the Company in relation to the renewal of the expired MPSA. The Company was advised to re-submit all the reportorial requirements for application of renewal of MPSA.

On April 3, 2020, all reportorial requirements for the application for MPSA renewal were re-submitted at the MGB Regional Office No. XIII for its review and endorsement to MGB Central Office.

MPSA renewal would depend on the approval of MGB Central Office. The Company is still waiting for further instruction from MGB Regional Office No. XIII.

Nevertheless, MGB issued a certification dated January 31, 2020, stating that the Company is the holder/operator of the valid and subsisting mining tenements subject for renewal. Given these conditions, management believes that MGB will approve the renewal of the MPSA.

The Cement and Limestone Project

Through a Joint Operating Agreement (JOA) executed between Philippine Mining Development Corporation (PMDC) and CPC dated December 10, 2010, with a term of 25 years, the Group has 4,795 hectares in Pinamungahan, Cebu to mine limestone. An initial resource assessment conducted in 2012 on an 81 hectare area estimate as indicated limestone resource of 34,000,000 metric tons.

In April and July 2015, the Group was able to obtain the ECC for the Cement Plant/Power Plant and Limestone Quarry Project, respectively.

On July 10, 2019, the MGB approved the Declaration of Mining Project Feasibility (DMPF) under the JOA. The approval shall authorize CPC to proceed to the development and operating periods under the JOA by and between PMDC and CPC including the extraction and commercial disposition of limestone, pozzolan and other associated minerals in the entire contract area.

Registration of CPCMC and BOI

On January 22, 2018 CPCMC was registered with the BOI with Certificate of Registration No. 2018-015 on its mining and extraction of cement at Pinamungahan, Cebu as New Producer of Cement on a Non-Pioneer Status under the Omnibus Investment Code of 1987(Executive Order No. 226).

Century Hua Guang Smelting Incorporated

CHGSI is registered with the SEC on January 14, 2008. The principal activities of CHGSI are to invest in and engage in the business of operating and mining mineral resources in the Philippines such as iron ore, copper, gold, silver, lead, manganese, chromites, nickel, etc. and prospecting, exploring, milling, concentrating, converting, smelting, treating, refining and manufacturing, and preparing for the market, whether export or domestic, and producing and dealing in all its products and by-products of every kind and description and by whatsoever process the same can be or may hereafter be produced.

On October 28, 2009, CHGSI was registered with PEZA under Certificate of Registration No.09-56 for the production of ferro-nickel (pig iron) at the Leyte Industrial Development Estate - Special Economic Zone.

By virtue of its PEZA Registration, CHGSI is entitled, among other incentives, to four (4) years Income Tax Holiday, which shall be reckoned upon its start of commercial operations, as well as tax and duty free importation of its capital equipment and raw materials, subject to its compliance with the terms and conditions of its registration. As at December 31, 2019 and 2018, CHGSI is not yet operating.

Century Sidewide Smelting Incorporated

In 2011, the Company entered into joint-venture with Sidewide Resources (H.K.) Limited, a subsidiary of Chaoyang Saiwai Mining Co., Ltd. of P.R. China. This group owns an iron powder processing plant, electric furnace smelting plant, and primarily does trading of mineral ore. They have offices in Beijing, Shanghai and Hong Kong. It is the Company's plan to set up electric furnaces in the future to enhance the production of its nickel pig-iron. From this newly formed partnership CSSI was incorporated.

As at December 31, 2019 and 2018, CSSI has not yet started with its commercial operation.

Century Summit Carrier, Inc.

On December 8, 2011, CSCI was registered with the Maritime Industry Authority (MIA) with Certificate No. DSO-2006-003-086 (2014) under Marina Circular 2006-003, which was valid until December 7, 2017.

On April 10, 2018, CSCI renewed its registration with the MIA with Certificate No. DSS-2006-003-042 (2018), which is valid until April 9, 2021.

Century Peak Mineral Development Corp. and Century Peak Cement Manufacturing Corp.

On September 29, 2015, through a Deed of Assignment executed between CPC and CPMDC, CPC assigned its rights over the JOA with PMDC to CPMDC. Through the assignment, CPMDC will handle the Pinamungahan Limestone Quarry Project and will take over from CPC the implementation of its obligations and commitments under the subject JOA.

As at December 31, 2019, CPC is preparing the requirements of MGB to process the assignment.

The pre-operation activities are ongoing as at December 31, 2019 and 2018

Registration of CPCMC with the BOI

On January 22, 2018, CPCMC was registered with the BOI with Certificate of Registration No. 2018-015, on its cement plant project at Barangay Sacsac, Pinamungahan, Cebu, as a new producer of cement on a Non-Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226).

As a BOI-registered entity, CPCMC is entitled to the following incentives, among others:

- a. ITH for four (4) years from October 2020 or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration.
- b. Importation of capital equipment, spare parts and accessories at zero duty under Executive Order No. 22 and its Implementing Rules and Regulations. Only equipment directly needed and exclusively used in its operations shall be entitled to capital equipment incentives.
- c. Additional deduction from taxable income of fifty percent (50%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the BOI. This may be availed of for the first five (5) years from the date of registration but not simultaneously with ITH.
- d. Importation of consigned goods equipment for a period of ten (10) years from date of registration, subject to posting of re-export bond.
- e. Tax credit equivalent to the national internal revenue taxes and duties paid on raw materials and supplies and semi-manufactured products used in producing its export product and forming part thereof for a period of ten (10) years from the start of commercial operations.

Request for amendment of the date of start of commercial operations for purposes of determining the reckoning date of the ten (10) year period, shall be filed within one (1) year from the date of committed start of commercial operations.

- f. Exemption from wharfage dues, and any export tax, duty, impost and fee for a period of ten (10) years from date of registration.
- g. Employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from the date of registration. The president, general manager and treasurer of foreign-owned registered enterprises or their

equivalent shall not be subject to the foregoing limitations.

- h. Simplification of customs procedures for the importation of equipment, spare parts, raw materials and supplies.

Mineral Rights

The table below summarizes the Group's mineral rights:

Tenement Designation	Area Covered (in Hectares)	Location
Mineral Production Sharing Agreement (MPSA) 010-92-X-SMR	1,198	Casiguran, Loreto, Dinagat Islands
MPSA-283-2009-XIII-SMR	3,188	Libjo (Albor), Dinagat Islands
Application for Mineral Production Sharing Agreement (APSA) 086-XIII	718	Acoje, Loreto, Dinagat Islands

CPC acquired MPSA-010-92-X-SMR or the "Casiguran Nickel Project," by virtue of a deed of assignment executed with Casiguran Mining Corporation on May 29, 2006, which was approved by the Department of Environment and Natural Resources (DENR) on December 11, 2006. In addition, MPSA-283-2009-XIII-SMR was approved by the DENR on June 19, 2009.

The Acoje Property is covered by APSA-086-XIII and Environmental Compliance Certificate (ECC) No. 008-345-301C. APSA-086-XIII is still under final evaluation with the Mines and Geosciences Bureau (MGB) Central Office as at December 31, 2019 and 2018.

1.2 Products/Sales

The Group's Dinagat operations produce nickel and chromite ores. Total ore extracted, processed, and sold in 2019, 2018 and 2017 aggregate to 207,700, 167,514 and 652,604 wet metric tons (wmt) respectively. Revenues generated from 100% export sales to China total P153.47million and P36.76million for 2019 and 2018, respectively. There were P324.57 million sales reported for CY 2017. Hereunder is a summary of sales for the 3-year period 2016-2019:

	2019	2018	2017
Production (in wet metric tons)	207,700	167,514	652,604
Revenue (in million pesos)	153.48	36.76	324.57

The Dinagat operations continuously produce majority of its material, however, the Group is eyeing other opportunities to support its market demand.

Rights and Contracts

Patents, trademarks, copyrights & other agreements

None

Approved Mineral Agreements

The following table shows the Group's mineral agreements with respect to its mining operations:

Issued to	MPSA No. / ECC No.	Mine Site	Contract Area
Century Peak Corporation	MPSA No. 010-92-X ECC No. 0707-017-2140 issued Nov. 29, 2017	Casiguran, Loreto, Dinagat Islands	1,198 hectares
Century Peak Corporation	MPSA No. 283-2009-XIII issued Jun. 19, 2009	Libjo (Albor), Dinagat Islands	3,188 hectares

DENR Mining Audit

Mining Audit under the Current Administration

On a letter dated October 3, 2016, the DENR notified CPC of the results, findings and recommendations of the mining audit conducted for the operations in Loreto and Libjo, Dinagat Islands pursuant to the DENR Memorandum Circular No. 2016-01 re: Audit of All Operating Mines and Moratorium on New Mining Projects issued on July 29, 2016.

On a letter dated October 23, 2016, CPC responded by submitting a complete update on the DENR recommendations and changes implemented by CPC.

On January 16, 2017, a "Memorandum to the Secretary" was submitted by the DENR's Technical Review Committee, which is tasked to review the results of the mining audit report and submitted comments and explanation of CPC, recommending the suspensions of the CPC's Environmental Compliance Certificate (ECC), Ore Transport Permit and/or Mineral Export Permit pertaining to its mining operations in Loreto, Libjo, Dinagat Islands and find CPC for various violations.

On February 2, 2017, the DENR released a list of mining firms for closure and suspension. CPC was excluded on the aforementioned list.

CPC has not received any formal letter from the DENR pertaining to the suspension of its ECC, Ore Transport Permit and/or Mineral Export Permit.

DENR Adverse Findings on the Cement and Limestone Project

On December 14, 2016 the DENR issued Notice of Adverse Findings (NAF) with regards to CPC's ECC-CO-1505-0017 for the proposed Cement and Limestone project ("the Project") in Pinamungahan, Cebu.

On a letter dated December 23, 2016, CPC responded to the issued NAF by the DENR indicating that the Project's ECC should not be cancelled nor suspended as CPC has substantively complied with the conditions set forth in the ECC.

CPC has not received any formal letter from DENR pertaining to their reply on the NAF.

On February 15, 2018, DENR issued a list of companies with denied or rejected MPSA. CPHC or any of its subsidiaries is not included in the mentioned report.

Development and Rehabilitation

The Philippine Mining Act requires the Company and its subsidiaries (collectively referred to as the "Group") to contribute an amount equivalent to 3-5% of direct mining costs for the implementation of an annual environmental protection and enhancement program.

Funds for mine rehabilitation and other environmental guarantee funds are established and deposited in trust funds, in compliance with the Philippine Mining Act. The Group has trust funds amounting to P45.2 million as at December 31, 2019.

Corporate social responsibility is a core philosophy of the Group, and is shown in its commitment to protect and care for the communities and the environment affected by its mining operations. Through its Social Development and Management Program (SDMP), the Group undertakes activities to promote the welfare and quality of life of the people in its area. It seeks to establish a partnership with these communities and develop capability to address their needs and eventually address related local issues and concerns. The Group recently formed a working committee to conduct grassroots projects for health, education and social services, all designed in close coordination with relevant local government units and communities.

1.4 Employees

As at December 31, 2019, the Group has approximately 60 employees. Of these, approximately 11 are employed in mining operations, while approximately 55 are engaged in various administrative, technical and professional roles, including senior management. Seasonal employees were hired during the mining season to augment current regular positions.

In summary, the details of manpower strength are:

	Head Office	Mine site	Total
Senior management	2	-	2
Lower management	22	-	22
Rank & file	31	11	31
Total	55	11	66

Salaries and benefits are based on employees' and company performance.

1.5 Risks

Overview

The Group's financial instruments consist of cash, trade receivables, rehabilitation funds, AFS financial assets, due to related parties and accounts payable and other current liabilities. The main purpose of these financial instruments is to finance the Group's current operations. The main risks arising from the use of these financial instruments are credit risk, liquidity risk and market risk.

Risk Management Framework

The BOD and management have overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations. There were no changes in the Group's objectives, policies and processes for managing the risk and the methods used to measure the risk from previous year.

Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's bank deposits and trade debtors and is monitored on an ongoing basis. The objective is to reduce the risk of loss through default by counterparties. The risk is managed by spreading financial transactions, including bank deposits, across an approved list of high quality banks.

Exposure to Credit Risk

The carrying amounts of financial assets, which are classified as loans and receivables, represent the maximum credit exposure. Credit risk at the reporting date is as follows:

	December 31, 2019	December 31, 2018
Cash in banks	P71,037,221	P72,738,595
Rehabilitation funds	45,210,948	43,297,029
	P116,248,169	P116,035,624

Cash are considered good quality as these pertain to deposits in reputable banks.

The Group establishes an allowance for impairment losses that represents its estimate of incurred losses in respect of trade receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets.

The Group believes that the unimpaired amounts of not past due and past due are collectible, based on historic payment behavior and extensive analysis of customers counterparties credit risk.

Cash in banks and rehabilitation funds are of high grade quality. High grade cash in banks and rehabilitation funds are invested and deposited in reputable local banks. Trade receivables are of standard grade quality as at December 31, 2019 and 2018, respectively. Standard grade quality financial assets are those assessed as having minimal to regular instances of payment default due to ordinary/common collection issues. These accounts are typically not impaired as the counterparties generally respond to credit actions and update their payments accordingly.

The credit qualities of financial assets that were neither past due nor impaired are determined as follows:

- Cash in banks and rehabilitation funds are based on the credit standing or rating of the counterparty.

Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group considers expected cash flows from financial assets in assessing and managing liquidity risk, in particular its cash resources. Cash balances are managed with two main objectives: maintain maximum liquidity and minimize the cost of borrowing.

Exposure to Liquidity Risk

The following tables summarize the maturity of the Group's financial liabilities as at December 31, 2019 and 2018 based on contractual repayment arrangements:

	Carrying Amount	2019	
		Contractual Cash Flow	Within One Year
Accounts payable (see Note 20 of 2019 CAFS)	P125,255,060	P125,255,060	P125,255,060
Due to related parties	1,263,466,183	1,263,466,183	1,263,466,183
	P1,388,721,243	P1,388,721,243	P1,388,721,243

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

Market Risks

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Exposures to Foreign Currency Risk

The Group's currency exposure is limited to foreign currency denominated bank accounts as well as transactions comprising of receivables and payables. Since it is a 100% export company, all its sales transactions are in foreign currency, specifically denominated in US Dollars.

The following table shows the Group's significant foreign currency-denominated monetary assets and liabilities in their US Dollar (USD) and Philippine Peso equivalents:

	2019	
	U.S. Dollar	Philippine Peso ¹
Current financial assets:		
Cash in banks	\$26,644	P1,349,252

¹The exchange rate used to convert the U.S. dollar amounts into Philippine peso was US\$1.00 to P50.63, the peso-dollar exchange rate as quoted in the Philippine Dealing System as at December 31, 2019.

There were no other significant foreign currency-denominated monetary assets and liabilities as at December 31, 2019.

Commodity price risk

The Group's mine product revenues are based on international commodity quotations (i.e., primarily on London Metal Exchange quotes) over which the Group has no significant influence or control. This exposes the Group's results of operations to commodity price volatilities that may significantly impact its cash flows.

1.6 Key Performance Indicators

The Company's management intends to analyze future results of operations through the following key performance indicators, among other measures:

Tons Extracted and Ore Grade Sold and Shipped

Tons extracted and ore grade are key determinants of sales volume. Higher tonnage and ore grade are directly proportional to revenue level.

Actual Production Cost

Production cost per ton is a key measure of operating efficiency. A lower unit production cost both in ore extraction and smelting operation will result in the Company meeting, if not exceeding, its profitability targets.

Earnings Per Share

The Company's earnings per share are a key measure of the Company's effectiveness in meeting its financial targets that in turn, will provide investors comparable benchmarks relative to similar companies.

1.7 Distribution Methods of Products and Services

Demand for Nickel from China

China is the world's largest producer and consumer of stainless steel, accounting for about 50% of the global production and is expected to grow over the next few years. Common stainless steel contains between 2-14% Nickel.

In 2006, nickel prices started to surge because of China's huge demand and China's nickel supply was affected. An opportunity surfaced when Chinese stainless steel producers realized that they need an alternative supplier for Nickel. China Steel was one of the first to start producing the alternative pig iron in 2006.

Nickel Pig Iron (NPI)

Laterite Nickel ore accounts for about two-thirds of the world's nickel resources but is generally not used for producing refined pure nickel because of its low nickel content that ranges between 1 – 2%.

After a series of sintering and smelting processes, removing impurities such as phosphorus, sulphur and silicon to specification, the laterite nickel ore can be processed into nickel pig iron that contains between 4% to 13% nickel with Iron and other metals accounting for the balance.

Chinese stainless steel producers use NPI, to which they will add chromium and other materials, to produce 200 to 300 series stainless steel which accounts for more than 70% of total stainless steel production in China.

The future of Nickel Pig Iron

The slowdown in China economy starting year 2015 has affected the Chinese domestic demand of nickel and NPI. Analyst has projected that the past stock pile made by the Chinese government has already been consumed and importation for nickel will continue.

With the Chinese Government Steel Industry Restructuring Program, many nickel pig iron producers have been shut down due to poor environmental standards. Hence with demand still continue to grow and supply of NPI being substantially reduced, demand for NPI from producers like China Steel is still strong.

Indonesian Ore Ban

In 2014, the ban on exports of unprocessed ore in Indonesia took effect, the result of legislation that was passed five years ago. Exports of lateritic nickel ore over the last several years to China have fueled the growth of its NPI industry. China's NPI plants rely exclusively on nickel ore, primarily from Indonesia and secondarily from the Philippines. It is estimated that Indonesia sold over 50 million WMT of high-grade saprolite ore to China in 2014, in contrast to the Philippines' supply of less than 10 million WMT of medium and high-grade materials. As there are limited sources of particularly high grade saprolite ore in our country, it is unlikely that the Philippines will be able to increase production to replace Indonesian ore.

However, a new decision by the Indonesian government, issued in January 2017, relaxing their ban on the export of nickel ore, provides the basis for uncertainty in the nickel market. In 2018, Indonesian government issued nickel ore export quota of not more than 28.5 million WMT.

1.8 Group's Strategic Plan

The Group intends to continue exporting nickel ore in China, which is its principal market. The Group expects that the industry will perform better due to surging China imports and continued rise in selling prices for the nickel ores. Also, the Group has successfully implemented cost management programs resulting to a lower cost per WMT produced.

The Group will continue maximizing profitability by taking advantage of the increase in global demand of nickel ore while continuing effective cost management.

ITEM 2. PROPERTIES

The Casiguran Nickel Project

Century Peak Corporation, the Company's wholly owned subsidiary, is the holder of Mineral Production Sharing Agreement ("MPSA") No. 010-92-X-SMR and a large-scale ECC-0707-017-2140 issued on November 29, 2007 over the mining tenement comprising of 1,198 hectares located in Loreto in the Province of Dinagat Islands (the "Casiguran Property"). As such, CPC is the sole claim owner of the Casiguran Nickel Project in Loreto, Province of Dinagat Islands (formerly part of Surigao del Norte) and all interests therein for its exploration, development and operation. A geologic resource evaluation was conducted by Dr. Carlo Arcilla, accompanied by a mining plan prepared by CPC's mining engineers, which paved the way for the conduct of initial operations.

On April 2010, CPC released an update entitled "Geologic Resource Evaluation of the Century Peak Corporation Casiguran Mine Prospect", prepared by Dr. Carlo Arcilla, a Competent Person in accordance with the definition of the Philippine Mineral Reporting Code (PMRC).

Based on the report, the Casiguran Mine Prospect has a combined indicated and measured resource of 9,897,000 DMT with a grade of 1.02% Nickel (at 0.8% nickel cut-off), subject to mining plans and metal recovery parameters.

Other Mineral Properties

In addition, CPC is the holder of MPSA No. 283-2009-XIII covering 3,188 hectares over Albor, Dinagat Province ("Albor") issued by the Department of Environment and Natural Resources on June 19, 2009. Last April 2010, a Resource Evaluation Report for its Parcel II Prospect covered by its MPSA 283-2009-XIII-SMR, prepared by Dr. Carlo A. Arcilla, reveals a combined indicated and measured resource of 9,067,000 DMT with a grade of 1.07% Nickel (at 0.8% Nickel cut-off), subject to mining plans and metal recovery parameters.

Moreover, CPC entered into a Memorandum of Agreement ("MOA") with Maharlika Dragon Mining Corp. ("MDMC") assigning to CPC the Operating Agreement executed by and among MDMC, as the operator and the Heirs of C.B. Gupana (owners of 52.5%) and CRAU Mineral Resources Corporation (with an interest of 47.5%) of the adjacent CRAU Property chromite-nickel prospect. Under the MOA, MDMC assigned all its rights, interest and title as operator of the CRAU Property under the Operating Agreement dated May 5, 2007 to CPC. The Operating Agreement which is covered by an Application for Mineral Production Sharing Agreement identified as APSA-086-XIII was registered with the MGB. The application is under evaluation by the MGB Central Office.

Previously, the CRAU Property had been actively mined for chromite by manual and semi-mechanical means, and a recent, thorough evaluation showed its promise as a chromite mine. However, its prospect as a nickel mine in addition to chromite has only been recently highlighted. Under the Geologic Resource Evaluation of CPC's Casiguran Property dated April 2008 conducted by Dr. Carlos A. Arcilla, a duly certified Competent Person in the field of Geology, Mineral Resource and Exploration (the "Competent Person's Report"), the CRAU Property has a big potential for mineralization because of the high-grade, high elevation nickel ore resources at the Casiguran Property, which is adjacent to the CRAU Property and the ore bodies have practically no overburden.

We have submitted our feasibility study and reserve report to Philippine Mining Development Corporation (PDMC), covering 81 hectares of PDMC's Pinamungahan Limestone Property, covering an area of 4,795 hectares located in Toledo and Pinamungahan, Cebu. In 2015, The Group already obtained the ECC and local government approval for the Cement, Power Plant and Limestone Quarry operation in the area and waiting for the notice to proceed from PDMC to start its operations.

There are no mortgage, lien, or encumbrances attached to any properties mentioned above.

ITEM 3. LEGAL PROCEEDINGS

There are no pending legal proceedings that could materially affect the Issuer.

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

There was no matter submitted during the fourth quarter of 2018 to a vote of the Company's stockholders, through the solicitation of proxies or otherwise.

PART II

OPERATIONAL AND FINANCIAL INFORMATION

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

Market Information

The Issuer's common shares of stock are listed and traded in the Philippine Stock Exchange (PSE). The shares were listed with the PSE on October 6, 2009.

The table below shows the range of high and low bid information for the shares of the Company for each quarter from January 1, 2016 to December 31, 2019 for which financial statements are required by SRC Rule 68:

Summary of Shares Selling Prices (in ₱)				
	1st Quarter	2 nd Quarter	3rd Quarter	4th Quarter
2019				
Highest	2.59	2.91	2.85	2.89
Lowest	1.97	2.75	2.659	2.58

Summary of Shares Selling Prices (in ₱)				
	1st Quarter	2 nd Quarter	3rd Quarter	4th Quarter
2018				
Highest	1.85	1.75	2.09	2.08
Lowest	1.59	1.61	1.69	1.88

Summary of Shares Selling Prices (in ₱)				
	1st Quarter	2 nd Quarter	3rd Quarter	4th Quarter
2017				
Highest	0.59	1.00	1.68	1.81
Lowest	0.45	0.89	1.20	1.56

The Company's stocks were traded and closed at P2.88 per share last December 27, 2019.

Holders

The Company has 224 shareholders as at December 31, 2019, with 2,820,330,450 common shares issued and outstanding.

The Top 20 stockholders of the Company as at December 31, 2019 are as follows:

	NAME OF SHAREHOLDER	OUTSTANDING SHARES	PERCENTAGE
1	PCD NOMINEE CORPORATION (FILIPINO)	2,227,308,787	78.97%
2	PCD NOMINEE CORPORATION (NON-FILIPINO)	287,301,372	10.19%
3	BENITO A. ONG	45,000,000	1.60%
4	GUO CONG YUAN/ANSON TAN	20,000,000	0.71%
5	SB EQUITIES, INC.	18,165,677	0.64%
6	ANSON TAN &/OR CAI WEI WEI	15,000,000	0.53%
7	ARNOLD V. CABILTES	12,000,000	0.43%
8	WANG GUANG HUA	4,550,000	0.16%
9	WANG QIU YAN	4,400,000	0.16%
10	ELIZABETH G. TAN	4,000,000	0.14%
11	ZHANG JIN DE	3,370,000	0.12%
12	SU YU SHUANG	3,360,000	0.12%
13	CHEN CONG QUN	3,320,000	0.12%
14	WU CHANG LIE	3,320,000	0.12%
15	XU XIAN SHUN	3,310,000	0.12%
16	CAI RONG YAO	3,280,000	0.12%
17	ANTONIO M. GARCIA	3,255,000	0.12%
18	XU LIAN CHENG	3,220,000	0.11%
19	HONG HAI TING	2,190,000	0.08%
20	WU XUAN QIANG	2,160,000	0.08%

PCD Nominee Corporation, a wholly-owned subsidiary of the Philippine Central Depository, Inc. ("PCD"), is the registered owner of the shares in the books of the Company's transfer agent in the Philippines. The beneficial owners of such shares are PCD's participants who hold the shares on their behalf or in behalf of their clients.

Dividends

There were no dividends declared in 2019.

Recent Sales of Unregistered Securities

There were no recent sales of unregistered securities.

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

The following discussion and analysis relate to the consolidated financial condition and results of operations of the Group and should be read in conjunction with the accompanying audited consolidated financial statements and related notes as of and for the year ended December 31, 2019.

6.1 PLAN OF OPERATIONS

Mining Operations

The Group, through CPC, has continuing exploration work in its properties in the Province of Dinagat Islands. With the mining equipment and other assets already in place, mining operations and nickel ore extraction in its Casiguran and Rapid City Parcel II properties will likewise be more aggressive. This is in line with the Group's plans to market and export a minimum of 1,000,000 metric tons of nickel ore in 2019. This focus on mining operations is consistent with the Group's strategy to optimize its assets for mineral extraction in order to serve current demands for its mineral ore but would be cautious on the selling price.

The management looks forward to continue developing and exploring its mineral properties.

The Smelting Plant Project

The Group's smelting plant project, which is to be undertaken through its subsidiary CHGSI, is located in LIDE. The ECC for the smelting plant project was issued last April 16, 2010. Initial civil works have been undertaken on the smelting plant. However, in late 2013, typhoon Yolanda wrought massive devastation in Leyte Island, significantly impairing the value of CHGSI assets in Leyte. Despite this, the company is optimistic that it will be able to pursue operations in the future as negotiations with investors and technology partners are ongoing.

The Company entered into a partnership with Sidewide Resources (H.K.) Limited, a subsidiary of Chaoyang Saiwai Mining Co., Ltd. of P.R. China. This group owns an Iron Powder Processing Plant, Electric Furnace Smelting Plant, and primarily does trading of mineral ore. They have offices in Beijing, Shanghai and Hong Kong. It is the Company's plan to set up electric furnaces in the future to enhance the production of its nickel pigiron at the LIDE.

The Coking Coal Plant Project

Also to be located at the LIDE, CHGSI has an approved application with PEZA for its proposed Coking Coal Production Project, and the Supplemental Agreement to its Registration Agreement last October 28, 2009 was signed into effect last March 01, 2011. The Company's Coking Coal Plant project will be a support system to its Ferro-Nickel Smelting Plant. It is CHGSI's approach to making the Ferro-Nickel Smelting Plant as self-sustaining as possible.

CHGSI has received its Amended Environmental Compliance Certificate (ECC), with Reference Code 1003-0011 issued by the Environmental Management Bureau (EMB), Central Office, to include the installation of a Coking Coal Plant to be located at the (LIDE) in Isabel, Leyte.

The Shipping Company

CSCI, an 80%-owned subsidiary of CPC, compliments the mining operations of CPC. It owns three (3) units of landing craft tanks (LCT) (self-propelled barges) with a capacity of 3000DWT. Two of the vessels are registered with the MARINA under the names of Century Summit 1 and Century Summit 2. The third vessel, Summit 3, has arrived in Surigao Port and undergoing customs clearance as of reporting dated. These vessels are utilized for the mining operations of CPC.

The management of CPHC is confident that overall, operational targets for the year 2019 have been accomplished. Indeed, the potential of the Group's resources have been tagged and realized.

The Cement and Limestone Project

Through MPSA 046-96-VII and MPSA 047-96-VII expiring in 2021, the Group has 4,795 hectares in Pinamungahan, Cebu to mine limestone. And initial assessment in 2012 on an 81 hectare area estimate as indicated limestone resource of 34,000,000 metric tons.

In April and July 2015, the Group was able to obtain the ECC for the Cement Plant/Power Plant and Limestone Quarry Project, respectively.

As of record date, the command center for the Cement Plant located at Pinamungahan, Cebu is already installed, and infrastructure projects are currently on going.

6.2 RESULTS OF OPERATIONS

In 2019, 2018 and 2017, revenues of P153.4 million, P36.8 million and P324.6 million, respectively were generated from operations, particularly from CPC's mining activities. The audited consolidated statements of comprehensive income reported a net loss of P74.3 million, P99.5 million and P56.9 million in 2019, 2018 and 2017, respectively.

Consolidated Statements of Comprehensive Income

For the year ended December 31

<i>In thousands, except % change and Loss Per Share data</i>	2019	2018	2017	% change 2019 vs. 2018	% change 2018 vs.2017
Revenue	P153,479	P36,762	P324,571	317	-89
Cost of sales	101,402	33,932	204,708	119	-83
Gross income	52,077	2,830	119,863	1,740	-97
Operating expenses	(93,921)	(85,584)	(92,250)	10	90
Depletion of explored mineral resources	(27,042)	(15,640)	(69,200)	73	-77
Loss on inventory write-down	—	—	(2,336)	—	-100
Net loss before other charges	(68,886)	(98,394)	(43,923)	-30	124
Other charges	(4,352)	(1,535)	(1,833)	184	-16
Loss before income tax	(73,237)	(99,929)	(45,756)	-27	118
Income tax expense (benefit)	1,042	(461)	11,144	126	-104
Net loss after tax/ Total comprehensive loss	(P74,279)	(P99,468)	(P56,900)	-25	75
Net loss attributable to: Equity holders of the Parent	(P72,573)	(P95,804)	(P57,879)	-24	66
Noncontrolling interest	(1,706)	(3,664)	979	-53	-274
Loss Per Share Basic/Diluted	(P0.0257)	(P0.0339)	(P0.0205)		

6.3 OPERATING RESULTS FOR THE YEAR ENDED DECEMBER 31, 2019 COMPARED WITH YEARS ENDED DECEMBER 31, 2018 and 2017

The Group reported a consolidated net loss of P74.3 million in 2019 as compared to a consolidated net loss of P99.5 million and P56.9 million in 2018 and 2017, respectively.

The Group shipped 207,700 wet metric ton (WMT), 59,854 WMT and 652,604 WMT in 2019, 2018 and 2017, respectively.

The Group's revenue increased by P116.7 million in 2019 as compared in 2018. Relatively, the cost of sales increased to P101.4 million in 2019 from P33.9 million in 2018 or 119% increase. The cost of sales includes depreciation, depletion and amortization, rentals, fuel and oil, contractor's fees, labor cost, materials, utilities and other charges.

The Group's operating expenses pertain mainly to salaries and wages, provision for impairment loss, depreciation, royalties, excise tax, taxes and licenses, professional fees, repairs and maintenance, and service fee which represent 86% of 2019 total operating expenses. These expenses represent 90% of the Group's total operating expenses in 2018. The total operating expenses increased by 10% or P8.3 million in 2019.

Provision for (benefit from) income tax for the Group amounted to P1.0 million, (P0.5 million) and P11.1 million in 2019, 2018 and 2017, respectively.

6.4 FINANCIAL CONDITION

Consolidated Statements of Financial Position

	December 31		
<i>In thousands, except % change data</i>	2019	2018	% Change
Total current assets	P347,100	P333,646	4
Total assets	3,965,854	3,443,300	15
Current liabilities	1,390,283	795,009	75
Total liabilities	1,407,042	810,209	74
Total equity attributable to equity holders of the parent	2,570,747	2,643,319	-3
Equity attributable to minority interests	(11,935)	(10,228)	17
Total equity	2,558,812	2,633,090	-3
Current assets/Total assets	0.09	0.10	
Current ratio	0.25	0.42	
Debt to equity ratio	0.55	0.31	

Total current assets increased by 4% or P13.5 million in 2019 as compared in 2018. The Group has total assets amounting to P4.0 billion as at December 31, 2019 of which P3.5 billion or 88% comprise of property and equipment, explored mineral resources and deferred exploration costs. Property and equipment mainly includes construction cost of the cement plant project and mine site development cost which applies to road network, pier and stockyards amounting to P1,819.8 million, net of related accumulated depreciation and depletion.

The liabilities of the Group mainly consist of payables to contractors, suppliers and related parties. Total current liabilities increased by 75% or P595.3 million in 2019 as compared in 2018. The payable to related parties represent advances which were used to finance the investing activities of the Group.

6.4.1 MATERIAL VARIANCES AFFECTING THE STATEMENTS OF FINANCIAL POSITION

Statement of financial position accounts as of December 31, 2019 with variances of plus or minus 5 percent against December 31, 2018 balances are discussed, as follows:

Current Assets

1. The increase in inventories from P201.4 million in 2018 to P227.0 million in 2019 is due to 289.7 WMT of nickel ore produced in 2019.
2. The decrease in other current asset from P59.5 million in 2018 to P49.1 million in 2019 is attributable mainly from the decrease in advances to the contractors.

Noncurrent Assets

3. Movements in property and equipment is due to depreciation charged amounting to P59.5 million in 2018 and additions amounting to P349.1 million mainly from the Cement Plant Project of the Group.
4. Decrease in investment properties is due to reclassification of construction cost for the cement plant project to property and equipment amounting to P620.1 million due to management's change of intention on the use of properties in the Cement Plant.

Liabilities and Equity

5. The decrease in accounts payable and other current liabilities from P159.6 million in 2018 to P126.2 in 2019 is because of the payments done by the Group to the contractors.
6. The increase in stockholder's advances to the Group from P635.3 million to P1,263.5 million was due to additional advances from the stockholder for the investing activities of the Group mainly to Cement Plant Project in Cebu.

6.5 LIQUIDITY and CAPITAL RESOURCES

The table below shows the Group's consolidated cash flows for the years ended December 31, 2019, 2018 and 2017:

Consolidated Cash Flows For the year ended December 31					
<i>In thousands, except % change data</i>	2019	2018	2017	% change 2019 vs. 2018	% change 2018 vs. 2017
Net cash provided by operating activities	(P22,843)	(P97,385)	P79,438	23%	23%
Net cash used in investing activities	(607,024)	(302,437)	(163,890)	85%	85%
Net cash provided by (used in) financing activities	628,166	431,094	77,008	459%	459%
Net increase (decrease) in cash	(1,701)	31,272	(7,444)	520%	520%
Cash at beginning of year	72,783	41,511	48,955		
Cash at end of year	P71,082	P72,783	P41,511		

The Group believes that it has sufficient resources to finance its working capital requirements. The Group expects to regularly undertake shipment of ore and the corresponding management and collection of receivables, and temperance of accounts payable. Long-term events such as the additional purchase of property and equipment can be met by the Group via infusions of either equity or debt through the shareholders. All funding for the Group's operations for the next 12 months shall be internally generated. The majority shareholder has committed to continually provide working capital to the Group to assure its continuous operations.

6.6 FINANCIAL SOUNDNESS INDICATORS

All secondary licensees of the Commission (financing companies, broker dealer of securities and underwriters) and public companies are required to include a schedule showing financial soundness indicators in two comparative periods, as follows:

	2019	2018
Current Assets	347,099,988	333,645,607
Current Liabilities	1,390,283,138	795,008,901
Current Ratio	0.25	0.42
Total Liabilities	1,047,042,414	810,208,845
Shareholder's Equity	2,558,811,964	2,633,090,850
Debt to equity ratio	0.55	0.31
Total Asset	3,965,854,378	3,433,290,695
Total Liabilities	1,407,042,414	810,208,845
Solvency ratio	2.82	4.25
Total Asset	3,965,854,378	3,443,299,695
Shareholder's Equity	2,558,811,964	2,633,090,850
Asset to equity ratio	1.55	1.31
Loss before Interest Expense and Taxes	(71,673,955)	(98,378,628)
Interest Expense	1,563,380	1,551,132
Interest rate coverage ratio	(45.85)	(63.42)
Net Loss	(74,278,886)	(99,468,156)
Total Assets	3,965,854,378	3,443,299,695
Return on Asset ratio	(0.02)	(0.03)
Net Loss	(74,278,886)	(99,468,156)
Shareholder's Equity	2,558,811,964	2,633,090,850
Return on Equity ratio	(0.03)	(0.04)

6.7 KNOWN TRENDS, EVENTS OR UNCERTAINTIES

Other than the current government policies, especially the vision of the DENR for the Mining Industry, wherein the Company is among those who passed their recent audit, there is no known event that will trigger a direct or contingent financial obligation that is material to the Company. Moreover, there are no known significant trends, demands, commitments or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in a material way. There are no material commitments for capital expenditures not reflected in the Company's consolidated financial statements. There is likewise no significant seasonality or cyclicity in its business operation that would have a material effect on the Company's financial condition or results of operations. There were no other significant elements of income or loss that did not arise from the Company's continuing operations. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period. There are no line items in the Company's consolidated financial statements not already explained for causes either above or in the Notes to the Consolidated Financial Statements other than due to the usual period-to-period fluctuations in amounts natural in every business operations.

ITEM 7. FINANCIAL STATEMENTS

The consolidated audited financial statements as of December 31, 2019 of the Issuer and its subsidiaries are included in Part V (Exhibits and Schedules) of this report.

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

There are no changes or disagreements with the Company's external auditors, R. G. Manabat & Co., CPAs, a Philippine partnership and a member firm of KPMG International, on accounting and financial statement disclosures.

ITEM 9. INFORMATION ON INDEPENDENT ACCOUNTANT

The principal external auditor is the firm R. G. Manabat & Co., CPAs. The Company engaged Mr. Enrico E. Baluyut, partner of R. G. Manabat & Co., CPAs, for the audit of the Company's books and accounts in 2019.

ITEM 10. EXTERNAL AUDIT FEES AND SERVICES

The Group paid its external auditors the following fees for the last two (2) years for professional services rendered:

	2019	2018
Audit & audit-related fees	P1,300,000	P1,000,000
Tax fees	-	-
All other fees	-	-

Except for the audit of the Corporation's financial statements, no other professional services are rendered to the Corporation by the external auditor.

During the annual meeting of the stockholders of the Issuer on December 10, 2019, stockholders representing at least 2/3 of the outstanding capital stock of the Issuer approved the reappointment of R. G. Manabat & Co., CPAs, a Philippine partnership and a member firm of KPMG International, as the Corporation's independent public accountant for the periods (i) January 1, 2019 to December 31, 2019 and (ii) January 1, 2019 to December 31, 2019.

PART III

CONTROL AND COMPENSATION INFORMATION

ITEM 11. DIRECTORS AND EXECUTIVE OFFICERS OF THE ISSUER

Directors

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

1. Wilfredo D. Keng-Director, Chairman of the Board and President
2. Emilio Tiu - Director
3. Leoben Luis Evangelista - Director
4. Guo Cong Yuan (a.k.a. Anson Tan) – Director
5. Daniel Pascual - Director
6. Jose Vicente Bengzon, III - Independent Director
7. Jose R. Cedo - Independent Director

Business Experience of Directors

1. Wilfredo D. Keng, 54, Filipino, is the President of Century Hua Guang Smelting Incorporated (“CHGSI”) and Century Peak Corporation (“CPC”). Moreover, he is currently the President of Colony Investors, Inc., Good Earth Plaza, U-Need Shopping Center, Carriedo Plaza and Balikbayan Shopping Mall. In addition, his business interests in China include Fil-China (Tianjin) Textile, Inc., Colony Real Property Development (Weifang), Inc. and Wuzhou Long (Quanzhou) Automotive Mfg. Co. Ltd.
2. Emilio Tiu, 65, Filipino, is the President of Solid Shipping and is a Director of Terminal Facilities & Services Corp.
3. Leoben Luis Evangelista, 54, Filipino, President of Verum Terra Geosciences, Inc. He has more than thirty (30) years in the field of geological sciences, mineral exploration and project management, negotiation strategies for trading and services, setting up and strategizing corporate structure and formulating executive directions of companies.
4. Guo Cong Yuan aka Anson Tan, 61, a citizen of the People’s Republic of China, is the Chairman of Tambo Realty Corporation and the proprietor of Elison’s Steel Bar Marketing.
5. Mr. Daniel Pascual, 55, Filipino, has been in marketing and sales since 1987. He served as Vice-President for Marketing of Container Corporation of the Philippines from 1987 to 1989. He became the Vice-President for Marketing of Park Place Developments, a company based in Vancouver, from 1989 to 1995. He returned to Container Corporation of the Philippines as Vice-President for Marketing in 1995 and holds the same position at present. He serves as concurrent Vice-President for Sales of Pagkakaisa Development Corporation.
6. Mr. Rogelio M. Guadalquiver, Filipino, was a senior partner of SGV & Co., a member practice of Ernst & Young International where he was heavily involved in domestic and worldwide audit practices over three decades. Specialising in initial public offerings, industry research studies, corporate restructuring, business process re-

engineering, business risk management, and financial and tax management consulting, he visited various Asian countries in a consultative capacity. After his retirement from SGV in 2001, Roger joined CG&Co. as Chairman and Chief Executive Officer. He is active in numerous socio-civic organizations, where he held key positions. He was Vice President for Southern Mindanao of the Philippine Institute of Certified Public Accountants (PICPA) and President of PICPA-Cagayan de Oro Chapter. He served as President of the Rotary Club of Makati-EDSA, where he received several awards for meritorious service, as well as an officer of both the Rotary Club of Davao and the Rotary Club of West Cagayan de Oro. He was also elected as Executive Vice President of the Philippine Jaycee Senate and President of the Davao Jaycee Senate, for which he was awarded the Most Outstanding Chapter President of the Philippine Jaycee Senate. A Bachelor of Science in Commerce degree holder from the University of San Jose-Recoletos (USJ-R), Roger earned recognition as USJ-R's Most Outstanding Alumnus in the field of Accountancy. He obtained his Master of Business Management degree from the Asian Institute of Management (AIM) and attended AIM's Top Management Program. He also took courses at the Arthur Andersen Executive Program in Geneva, Switzerland (1987); Denver, Colorado, USA (1994); and Boston, Massachusetts, USA (1997).

7. Mr. Jose R. Cedo, 81, Filipino, has senior level expertise in financial audits, due diligence reviews, tax planning, and other accounting and financial services in various industries. During his career, he has held senior level positions in organizations in the Philippines and in Asia Pacific. He is a Director of the following corporations – Apple Philippines, Inc.; Amazon Corporate Services, Inc.; Black Pencil Holdings Inc.; Canelian Fin Corp.; Commscope Philippines, Inc. (formerly Andrew Philippines, Inc.); Credit Information Corporation; GGS Technical Information; Howden Insurance Brokers, Inc. (Independent Director); Invensys Phils., Inc.; NCS Philippines, Inc.; Rialton Avenue, Inc.; Romago Inc.; and SPML Land Inc. He is a member of the Membership and Finance Committee of the Manila Southwoods Golf and Country Club, Inc., Audit Partner of SGV and Co. (an Ernst and Young member firm), Manila, Philippines, and Partner and Advisor of Drs. Utomo, Mulia & Co and P.T. SGV-Utomo (an SGV member firm). From November 1958 to August 1968, he was an Audit Division Staff of SGV & Co. He has a broad range of experience in leadership, consulting and hands-on roles in the following industries: real estate/construction, forest products, pharmaceutical, manufacturing, and mining including oil exploration, refining and marketing. In 1968, he relocated to Jakarta, Indonesia, to establish Drs. Utomo Mulia & Co. and P.T. SGV-Utomo. Mr. Cedo attended the University of the Philippines and Far Eastern University in Manila, and completed an Executive Program at the Stanford Graduate School of Business, California, USA

The Corporation's directors have a term of one (1) year. The foregoing directors have served as such from October 14, 2011 to the present except for Mr. Jose R. Cedo, and Mr. Daniel Pascual, who served as Directors since December 15, 2015, and Mr. Rogelio Guadalquiver who served as a Director since December 10, 2019.

The foregoing directors have been nominated for re-election at the annual meeting of the stockholders held on December 10, 2019.

Mr. Rogelio Guadalquiver and Mr. Jose R. Cedo are independent directors whose qualifications are in accordance with Securities and Exchange Commission ("SEC")

Memorandum Circular No. 16, Series of 2002, and SEC Memorandum Circular No. 9, Series of 2011.

The independent directors have no relationship by consanguinity or affinity up to the fourth civil degree to Mr. Wilfredo D. Keng.

The foregoing nominees for election and re-election as directors, including the independent directors, were nominated by Mr. Wilfredo D. Keng. None of the nominees for election as directors is an elected official of the Philippine government or an appointee to a Philippine government post.

The nominees were pre-screened by the Corporation's Nominations Committee in accordance with SEC Memorandum Circular No. 16, Series of 2002. The nominees for independent directors were also pre-screened in compliance with Securities Regulation Code Rule 38 (Requirements on Nomination and Election of Independent Directors). Two slots are reserved for them during the election of directors in order to ensure their election as independent directors.

The Nominations and Remuneration Committee is composed of the following:

Name of Members	Designation
Wilfredo D. Keng	Chairman
Guo Cong Yuan a.k.a. Anson Tan	Member
Rogelio Guadalquiver	Member

The members of the Nominations and Remuneration Committee and the nominees for re-election as independent directors have no relationship by consanguinity or affinity up to the fourth civil degree to Mr. Wilfredo D. Keng.

Executive Officers

The following are the incumbent officers of the Corporation:

1. Wilfredo D. Keng - President & Executive Officer
2. Simeon Ken Ferrer - Corporate Secretary
3. Katrina C. Keng - Assistant Corp. Secretary/ Corporate Information Officer

Business Experience of Officers

1. Wilfredo D. Keng, 54, Filipino, is the President of CHGSI and CPC. Moreover, he is currently the President of Colony Investors, Inc., Good Earth Plaza, U-Need Shopping Center, Carriedo Plaza and Balikbayan Shopping Mall. In addition, his business interests in China include Fil-China (Tianjin) Textile, Inc., Colony Real Property Development (Weifang), Inc. and Wuzhou Long (Quanzhou) Automotive Mfg. Co. Ltd.
2. Simeon Ken Ferrer, Filipino, is a Partner at SyCip Salazar Hernandez & Gatmaitan Law Office ("SyCipLaw") with business address at the 4th Floor, SyCipLaw Center, 105 Paseo de Roxas, Makati City.

3. Katrina C. Keng, 23, Filipino, is a young entrepreneur. She is involved in the family businesses, and at the same time enrolled as a business and marketing student at the De la Salle University in Manila.

Significant Employees

There are no employees other than the Executive Officers of the Corporation who are expected to make significant contributions to the business.

Family Relationships

None of the Directors and Executive Officers of the Corporation are related in any way, either by consanguinity or affinity up to the fourth civil degree, except for Mr. Wilfredo D. Keng, the Chairman and President, and Ms. Katrina Keng. Ms. Keng is the daughter of Mr. Keng.

Involvement in Certain Legal Proceedings

The Company is not aware of any court litigation which occurred during the past five years that are material to an evaluation of the ability or integrity of any of its directors, executive officers or controlling person.

ITEM 12. EXECUTIVE COMPENSATION

On January 10, 2011, the Board of Directors of the Company approved the grant of a per diem of Ten Thousand Pesos to each director who attends a meeting of the Board of Directors in person.

Compensation and other benefits of key management personnel of the Corporation amounted to 1.3 million and 2.0 million in 2019 and 2018, respectively. The management and accounting functions are being performed by CPC for the Group.

For the year ended 2019, the Corporation has only three executive officers receiving compensation. They are:

1. Wilfredo D. Keng -President/CEO
2. Katrina C. Keng-Corporate Information Officer

The Corporate Secretary do not receive Compensation from the Corporation.

Name and Principal Position	Year	Salary (P)	Bonus (P)	Others (including Per Diem, in P)	Total
Total compensation of the CEO/ President and compensated officers hereof	2019 (indicative)	P 1,120,000	P -	P -	P 1,120,000
	2018	P 910,000	P -	P -	P 910,000
	2017	P 910,000	P -	P -	P 910,000
All other officers and directors as a group	2019 (indicative)	P480,000	P -	P -	P480,000
	2018	P1,120,000	P -	P -	P 1,120,000
	2017	1,120,000	P -	P -	1,120,000

The members of the Nomination and Remuneration Committee are the following:

Name of Member	Designation
Wilfredo D. Keng	Chairman
Guo Cong Yuan a.k.a. Anson Tan	Member
Rogelio Guadalquiver	Member

ITEM 13. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

Security Ownership of Beneficial Owners

The beneficial owners of more than five percent (5%) of the outstanding voting shares of the Issuer (all common) as of December 31, 2019, are as follows:

Title of Class	Name and Address Of Record Owner and Relationship with Issuer	Name and Address of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent
Common	<u>Wilfredo D. Keng</u> 500 Juan Luna St., Binondo, Manila, 1006 Stockholder, Director, Chairman of the Board and President of the Issuer	<u>Wilfredo D. Keng</u> 	<u>Filipino</u>	1,565,338,498	55.50%
Common	<u>Colony Real Estate Development (Weifang) Co. Ltd.</u> Room 1803, Century Taihua A, 360 East Wind St., Weifung City, China 261500 Stockholder	<u>Colony Real Estate Development (Weifang) Co. Ltd.</u>	<u>Chinese</u>	229,300,000	8.13%

Security Ownership of Management as of December 31, 2019

As of December 31, 2019, only the following members of the management of CPMHC are beneficial owners of shares in the Company:

Title of Class	Name of Beneficial Owner	Amount	Citizenship of Beneficial Owner and Holder of Qualifying Share	Percentage of Ownership
Common	Wilfredo D. Keng	1,565,338,498	Filipino	55.50%
Common	Daniel Pascual	1	Filipino	0.00%
Common	Emilio Tiu	66,000,000	Filipino	2.34%

Title of Class	Name of Beneficial Owner	Amount	Citizenship of Beneficial Owner and Holder of Qualifying Share	Percentage of Ownership
Common	Leoben Luis T. Evangelista	1	Filipino	0.00%
Common	Guo Cong Yuan	64,319,000	Chinese	2.28%
Common	Jose Rey Cedo	1	Filipino	0.00%
Common	Rogelio Guadalquiver	1	Filipino	0.00%

The Directors and executive officers as a group hold 60.12% of the total outstanding common stock.

Voting Trust Agreement

There was no voting trust agreement.

Change in Control

There were no arrangements which may result to a change in control.

ITEM 14. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

Transactions between related parties are accounted for at arm's-length prices or on terms similar to those offered to non-related entities in an economically comparable market.

In the normal course of business, the Group has the following significant transactions with related parties:

Category/Transaction	Year	Note	Amount of the Transaction	Outstanding Balance	Terms	Conditions
				Due to Related Parties		
<i>Stockholder Advances</i>	2019	<i>a</i>	P628,166,099	P1,263,466,183	Due on demand; noninterest-bearing	Unsecured
	2018		431,094,303	635,300,084	Due on demand; noninterest-bearing	Unsecured
TOTAL	2019			P1,263,466,183		
TOTAL	2018			P635,300,084		

PART V

EXHIBITS AND SCHEDULES

ITEM 15. EXHIBITS AND REPORTS ON SEC FORM 17-C

Exhibits

A copy of the consolidated audited financial statements as of December 31, 2019 of the Issuer and its subsidiaries is attached to this report.

Reports on SEC Form 17-C

The table below provides information on the reports on SEC Form 17-C, as amended, which were filed by the Company from January 01, 2019 to December 31, 2019:

Items reported on SEC Form 17-C, as amended	Date of Filing the report on SEC Form 17-C, as amended, with the SEC	With financial statements attached to the report on SEC Form 17-C, as amended
Postponement of Annual Stockholders meeting	June 7, 2019	No
Material Information/Transactions	July 11, 2019	No
Change in Corporate Name & Details	October 7, 2019	No
Others - Notice of Annual Stockholders' Meeting	November 6, 2019	No
Nominations of Mr. Guadalquiver as Independent Director	November 19, 2019	No
Others – Results of Annual Stockholder's Meeting	December 10, 2019	No

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 Makati on July 14, 2020.

By:


KATRINA C. KENG

Asst. Corp. Secretary/Corp. Information Officer


WILFREDO D. KENG

Chairman of the Board and President

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI

) ss.

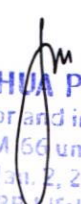
Before me, a notary public in and for the city named above, personally appeared:

Name	Passport No./ Government-issued ID No.	Place/ Date of Issuance
Wilfredo D. Keng	TIN 103-990-999-000	Manila, Philippines
Katrina C. Keng	TIN 455-114-341	Manila, Philippines

who have been identified by me through the foregoing competent evidence of identity to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this 15th day of July 2020.

Doc. No. 117 ;
Page No. 25 ;
Book No. 126 ;
Series of 2020.


ATTY. JOSHUA P. LAPUZ
Notary Public for and in Makati City
Appointment No. M/56 until 12/31/2021
PTR No. 8116016, Jan. 2, 2020, Makati City
Roll No. 45790, IBF Lifetime N. 04897
MCLE No. VI-0016565 / Jan. 14, 2019
5/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

CENTURY PEAK METALS HOLDINGS CORPORATION AND SUBSIDIARIES

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