PRYCE CORPORATION AND SUBSIDIARY

Consolidated Balance Sheets	December 31			
		2006		2005
ASSETS				(restated)
Current Assets				
Cash - notes 3 and 6	P	71,298,654	P	159,764,380
Financial assets at fair value through profit or loss - notes 3, 5 and 7		139,369,714		171,410,510
Trade and other receivables (net) - notes 3, 4, 5 and 8		190,461,816 390,010,236		287,462,007 281,411,718
Inventories - notes 3 and 9 Real estate projects - notes 2, 2, 10, 18 and 20		1,132,419,806		985,057,026
Real estate projects - notes 2, 3, 10, 18 and 30 Prepayments and other current assets (net) - notes 4 and 11		55,377,293		44,282,643
1 repayments and other current assets (net) - notes + and 11		1,978,937,519		1,929,388,284
Noncurrent Assets		<i>y y y</i>		, , , -
Trade and other receivables - notes 3, 4, 5 and 8		68,898,864		79,163,678
Due from related parties (net) - notes 3, 4 and 19		130,364,805		118,822,143
Investments in associates (net) - notes 3, 4 and 12		523,000		2,413,000
Property, plant and equipment		000 446 500		000 000 000
At revalued amounts (net) - notes 3, 4 and 13		890,446,532		937,776,667
At cost (net) - notes 3, 4 and 14		1,346,731,687 197,662,548		1,397,336,456 197,662,548
Assets held for dacion en pago - notes 2, 3, 15 and 18 Deferred tax assets (net) - notes 3, 4 and 24		197,002,346		105,821,220
Other noncurrent assets (net) - notes 4 and 16		68,897,066		71,246,232
Other noncurrent assets (net) - notes 4 and 10		2,703,524,502		2,910,241,944
_				_,, _ , _ , _ , _ , _ , _ ,
TOTAL ASSETS	P	4,682,462,021	P	4,839,630,228
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current Liabilities				
Trade and other payables - notes 3 and 17	P	705,679,746	P	643,485,680
Income tax payable		4,764,820	1	4,749,554
Restructured debts covered by the Rehabilitation Plan - notes 2, 3, 5		121,888,226		31,445,946
and 18		121,000,220		31,443,940
Debts for dacion en pago covered by the Rehabilitation Plan - notes 2,		906,047,621		999,178,990
3, 5 and 18		900,047,021		999,170,990
Customers' deposits		24,605,530		12,838,067
÷				
Estimated project development costs - notes 3 and 4		1,566,497 1,764,552,440		12,903,611
Noncurrent Liabilities		1,704,552,440		1,704,001,646
Restructured debts covered by the Rehabilitation Plan - notes 2, 3, 5		966,512,764		1,150,648,033
and 18		900,312,704		1,130,040,033
Retirement benefit obligation - notes 3, 4 and 23		37,350,791		35,625,551
Due to related parties - notes 3 and 19				
Due to related parties - notes 3 and 19 Deferred tax liabilities - notes 3 and 24		2,319,112		3,133,225
Deferred tax flaofities - notes 3 and 24		158,645,369 1,164,828,036		144,990,874 1,334,397,683
Stockholders' Equity		1,104,020,030		1,334,397,063
Capital stock - P1 par value				
Authorized - 2,000,000,000 shares				
		1 021 742 720		1 921 742 720
Issued - 1,821,743,730 shares		1,821,743,730		1,821,743,730
Subscribed - 178,256,270 shares in 2006 and 1,250,020 shares in 2005 - note 30		178,256,270		1,250,020
Additional paid-in capital		271,834,820		271,834,820
Revaluation reserve - notes 3 and 13		151,965,098		164,947,668
Deficit - notes 2 and 27		(1,701,445,216)		(1,489,872,384)
Consolidation adjustment - notes 3 and 27		1,030,726,843		1,030,726,843
Consolidation adjustment - notes 3 and 21		1,753,081,545		1,800,630,697
TOTAL LIADILITIES AND STOCKHOLDEDS! EQUITY	P		P	4,839,630,228
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	1	4,682,462,021	ľ	4,037,030,228

(The accompanying notes are an integral part of these financial statements.)

PRYCE CORPORATION AND SUBSIDIARY

Consolidated Statements of Income

Consolidated Statements of Income	Years Ended December 31			
	2006	2005	2004	
		(restated)	(restated)	
REVENUES (net) - note 3				
Liquefied petroleum and industrial gases	P 1,205,231,343	P1,768,259,667	P1,789,608,649	
Real estate sales - note 4	41,083,989	35,480,015	36,522,444	
Hotel operations	40,326,809	68,182,735	55,133,637	
Interest	5,723,962	348,919	6,692,824	
	1,292,366,103	1,872,271,336	1,887,957,554	
COST OF SALES				
Liquefied petroleum and industrial gases - note 20	981,708,712	1,439,618,302	1,380,378,856	
Real estate - note 4	12,713,503	7,311,702	8,261,800	
Hotel operations - note 20	46,920,392	62,620,758	55,746,776	
	1,041,342,607	1,509,550,762	1,444,387,432	
GROSS PROFIT	251,023,496	362,720,574	443,570,122	
OPERATING EXPENSES - note 21				
Selling expenses	152,589,611	134,483,367	104,044,434	
General and administrative expenses	196,916,589	212,505,695	216,314,778	
•	349,506,200	346,989,062	320,359,212	
INCOME (LOSS) FROM OPERATIONS	(98,482,704)	15,731,512	123,210,910	
OTHER INCOME (CHARGES)				
Finance cost - notes 3 and 22	(100,429,517)	(99,145,879)	(118,832,012)	
Fair value adjustments - note 7	19,908,708	15,949,470	11,736,247	
Gain (Loss) on dacion en pago - notes 22 and 26	35,050,474	48,192,914	(87,509,647)	
Others (net) - note 22	46,644,773	(22,288,473)	(122,820,151)	
	1,174,438	(57,291,968)	(317,425,563)	
LOSS BEFORE INCOME TAX	(97,308,266)	(41,560,456)	(194,214,653)	
INCOME TAX EXPENSE (BENEFIT)				
notes 3, 4 and 24				
Current	7,771,423	9,115,772	7,373,844	
Deferred	126,466,328	492,068	(31,353,283)	
	134,237,751	9,607,840	(23,979,439)	
NET LOSS FOR THE YEAR	(P 231,546,017)	(P 51,168,296)	(P 170,235,214)	
Attributable to:				
Equity holders of the Parent Company	(P 226,891,942)	(P 50,139,813)	(P 166,813,486)	
Company	(4,654,075)	(1,028,483)	(3,421,728)	
	(P 231,546,017)	(P 51,168,296)	(P 170,235,214)	
LOSS PER SHARE - notes 3 and 25	(P 0.126)	(P 0.028)	(P 0.093)	
	(- 0.120)	(- 0.020)	(- 0.075)	

(The accompanying notes are an integral part of these financial statements.)

PRYCE CORPORATION AND SUBSIDIARY Consolidated Statements of Changes in Stockholders' Equity

				Years Ended	December 31, 20	06, 2005 and 2004		
	Capital		ek ibscribed	Additional Paid-in Capital	Revaluation Reserve	Deficit	Consolidation Adjustment	Total
BALANCE AT JANUARY 1, 2004								
As previously reported	P1,821,743,730	P	1,250,020	P271,834,820	P269,117,082	(P913,248,439)	Р -	P1,450,697,213
Effect of adopting SFAS/IAS 12	-			-	(94,005,700)	-	-	(94,005,700)
Prior period adjustments - note 26	-		-	-	-	63,570,034	-	63,570,034
As restated before effect of transition to PFRS	1,821,743,730		1,250,020	271,834,820	175,111,382	(849,678,405)	-	1,420,261,547
Effect of transition to PFRS, net of taxes - note 3	-		-	-	-	(452,846,482)	-	(452,846,482)
As restated	1,821,743,730		1,250,020	271,834,820	175,111,382	(1,302,524,887)	-	967,415,065
Transfer of revaluation reserve deducted from operations through additional depreciation charges - notes 3 and 13					(13,747,023)	13,747,023		
Deferred income tax effect on revaluation reserve	-		-	-	(13,747,023)	13,747,023	-	-
charged to operations through additional depreciation	-		-	-	25,006,390	-	-	25,006,390
Consolidation adjustment - note 27	-		-	-	-	-	901,568,420	901,568,420
Net loss for the year	-		-	-	-	(170,235,214)	-	(170,235,214)
BALANCE AT DECEMBER 31, 2004	P1,821,743,730	P	1,250,020	P271,834,820	P186,370,749	(P1,459,013,078)	P901,568,420	P1,723,754,661
BALANCE AT JANUARY 1, 2005 As previously reported	P1,821,743,730	P	1,250,020	P271,834,820	P186,370,749	(P911,637,256)	P444,970,357	P1,814,532,420
Prior period adjustments - note 26	=		-	-	-	(101,135,375)	=	(101,135,375)
Consolidation adjustment - note 27	-		-	-	-	-	456,598,063	456,598,063
As restated before effect of transition to PFRS	1,821,743,730		1,250,020	271,834,820	186,370,749	(1,012,772,631)	901,568,420	2,169,995,108
Effect of transition to PFRS, net of taxes - note 3	-		-	-	-	(446,240,447)	-	(446,240,447)
As restated	1,821,743,730		1,250,020	271,834,820	186,370,749	(1,459,013,078)	901,568,420	1,723,754,661
Transfer of revaluation reserve deducted from operations through additional depreciation charges - notes 3 and 13	-		-	-	(20,308,990)	20,308,990	-	-
Deferred income tax effect on revaluation reserve charged to operations through additional depreciation	-		-	-	7,108,147	-	-	7,108,147
Effect of the 3% increase in regular corporate income tax rate	-		-	-	(8,222,238)	-	-	(8,222,238)
Consolidation adjustment - note 27	-		-	-	-	-	129,158,423	129,158,423
Net loss for the year	-		-	-	-	(51,168,296)		(51,168,296)
BALANCE AT DECEMBER 31, 2005	P1,821,743,730	P	1,250,020	P271,834,820	P164,947,668	(P1,489,872,384)	P1,030,726,843	P1,800,630,697
BALANCE AT JANUARY 1, 2006 As previously reported	P1,821,743,730	P	1,250,020	P271,834,820	P164,947,668	(P1,453,333,251)	P1,030,726,843	P1,837,169,830
Prior period adjustments - note 26	-		-	-	-	(36,539,133)	-	(36,539,133)
As restated	1,821,743,730		1,250,020	271,834,820	164,947,668	(1,489,872,384)	1,030,726,843	1,800,630,697
Additional stock subscription - note 30	-	1	77,006,250	-	-	-	-	177,006,250
Transfer of revaluation reserve deducted from operations through additional depreciation charges - notes 3 and 13	-		-	-	(19,973,185)	19,973,185	-	-
Deferred income tax effect on revaluation reserve charged to operations through additional depreciation	-		-	-	6,990,615	-	-	6,990,615
Net loss for the year	-		-	-	-	(231,546,017)		(231,546,017
BALANCE AT DECEMBER 31, 2006	P1,821,743,730	P1	78,256,270	P271,834,820	P151,965.098	(P 1,701,445,216)	P1,030,726.843	P1,753,081,545

(The accompanying notes are an integral part of these financial statements.)

PRYCE CORPORATION AND SUBSIDIARY

Consolidated Statements of Cash Flows

Years Ended Decen	ıber 31
-------------------	---------

	2006 2005 2004				
	2006	(restated)	(restated)		
CASH FLOWS FROM OPERATING ACTIVITIES		(restated)	(restated)		
Loss before income tax	(P 97,308,266)	(P 41,560,456)	(P194,214,653)		
Adjustments for :	(1)7,500,200)	(1 41,300,430)	(11)4,214,033)		
Depreciation	185,342,876	185,290,637	162,251,297		
Finance cost	100,429,517	99,145,879	118,832,012		
Impairment losses	102,194,058	80,234,327	109,729,759		
Retirement benefits		2,498,739	4,155,471		
Reversal of valuation allowance	10,285,523	2,490,739	4,133,471		
Recovery from decline in value of inventories	(1,414,866)	-	(26 520 716)		
•	(35,050,474)	(48,192,914)	(26,529,716) 87,509,647		
Loss (gain) on dacion en pago		. , , ,			
Fair value adjustments Guarantee fee	(19,908,708)	(15,949,470)	(11,736,247)		
	(71 202 269)	((0,002,457)	11 (2) (492		
Unrealized foreign exchange losses (gains)	(71,292,368)	(60,993,457)	11,626,483		
Gain (loss) on sale of property, plant and equipment	1,295,494	(65,365)	585,354		
Loss (gain) on sale of shares of stock	-	- (4.000.525)	- (0.174.027)		
Interest income	(6,695,304)	(4,888,535)	(9,174,837)		
Operating income before working capital changes	167,877,482	195,519,385	253,034,570		
Decrease (increase) in assets:	10.255.405	(10.420.021)	02 227 220		
Trade and other receivables - note 28	10,275,407	(10,438,821)	92,327,228		
Inventories	(108,598,518)	(38,750,685)	13,368,580		
Prepayments and other current assets	(23,216,255)	54,482,161	(5,932,122)		
Real estate projects - note 28	(712,907)	(28,935,899)	(61,894,992)		
Increase (decrease) in liabilities:	2 220 225	22.746.522	(((200 (50)		
Trade and other payables	3,239,235	32,746,533	(66,299,658)		
Estimated project development costs	(11,337,114)	(8,007,771)	9,155,933		
Customers' deposits	11,767,463	6,746,810	1,155,177		
Net cash generated from operations Interest received	49,294,793	203,361,713	234,914,716		
	6,695,304	17,942,153	10,984,356		
Finance cost paid	(50,837,697)	(45,455,967)	(41,712,465)		
Income tax paid	(7,618,597)	(7,330,030)	(7,211,008)		
Net cash provided by (used in) operating activities	(2,466,197)	168,517,869	196,975,599		
CASH FLOWS FROM INVESTING ACTIVITIES			,		
Additions to property, plant and equipment	(100,740,962)	(70,986,395)	(53,029,195)		
Proceeds from sale of property, plant and equipment	15,461,256	3,670,132	-		
Additions to assets held for dacion en pago	-	(687,636)	-		
Decrease (increase) in:			,		
Financial assets at fair value through profit or loss	35,962,464	(110,629,286)	(28,952,331)		
Due from related parties	8,524,365	(18,655,582)	618,463		
Other noncurrent assets	-	-	22,164,251		
Net cash used in investing activities	(40,792,877)	(197,288,767)	(59,198,812)		
CASH FLOWS FROM FINANCING ACTIVITIES					
Payment of restructured debts covered by the					
Rehabilitation Plan - note 28	(33,031,619)	(2,222,205)	-		
Decrease in due to related parties	(12,175,033)	(13,166,758)	(6,978,662)		
Net cash used in financing activities	(45,206,652)	(15,388,963)	(6,978,662)		
NET INCREASE (DECREASE) IN CASH	(88,465,726)	(44,159,861)	130,798,125		
CASH - notes 3 and 6					
AT BEGINNING OF YEAR	159,764,380	203,924,241	73,126,116		
AT END OF YEAR	P 71,298,654	P 159,764,380	P 203,924,241		