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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: September 3	30,	2023
2.	Commission identification number: 4429	3.	BIR Tax Identification No.: 000-164-442
4.	Exact name of issuer as specified in its charter	er:	
	MANILA MINING COR	RP(ORATION
5.	Province, country or other jurisdiction of incorpolated City, Philippines	por	ration or organization:
6.	Industry Classification Code:		(SEC Use Only)
7.	Address of issuer's principal office:		
	20 th Floor, Lepanto Building 8747 Paseo de Roxas, Makati City,	Ph	illippines
8.	Issuer's telephone number, including area coo	de:	
	(632) — 815-9447		
9.	Former name, former address and former fisc	al y	year, if changed since last report: N/A
10.	Securities registered pursuant to Sections 8 a RSA	ınd	12 of the Code, or Sections 4 and 8 of the
	Title of each Class		Number of shares of common stock outstanding:
	Class "A" Class "B"		186,955,303,646 124,548,842,797
	Amount of Debt Outstanding: Please refe	er t	o the attached Balance Sheet (Annex "B")
11.	Are any or all of the securities listed on a Stoo	ck	Exchange?
	Yes [x] No []		
	If yes, state the name of such Stock Exchange	e a	nd the class/es of securities listed therein.
	Philippine Stock Exchange		Classes "A' and "B"

- 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 [x]

No []

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

Yes []

No [x]

PART 1- FINANCIAL INFORMATION

Item 1. Financial Statements: Income Statement

Balance Sheet - Annex "B"
Statement of Cash Flow - Annex "C"
Stockholders' Equity - Annex "D"
Notes to Financial Statements - Annex "E"
Aging of Accounts Receivable-Trade - Annex "F"

Item 2. Management's Discussion and Analysis of Financial

Condition and Results of Operations

- Annex "G"

- Annex "A"

Item 3. Impact of Current Global Financial Condition

- Annex "H"

Item 4. Financial Ratios

- Annex "I"

PART II- OTHER INFORMATION (None)

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.

Issuer

Manila Mining Corporation

Signature

RENE . CHANYUNGCO

Title

Treasurer

Date

November 14, 2023

Signature

1011/16

....

ODETTE A JAVIER

Title

Assistant Corporate Secretary

Date

November 14, 2023

MANILA MINING CORPORATION
CONSOLIDATED QUARTERLY INCOME STATEMENT
FOR THE THIRD QUARTER OF 2023
(WITH COMPARATIVE FIGURES FOR THE THIRD QUARTER OF 2022)

		THIRD QUARTER OF			FOR THE NINE I	THS ENDED OF		
		2023	_	2022	2023		2022	
REVENUE								
Copper	Р	-	Р	-	-	Р	-	
Gold		-		-	-		-	
Silver		-		-	-		-	
Interest and Other income		6,713		3,476	13,399		5,521	
		-	_	-			<u> </u>	
		6,713	_	3,476	13,399		5,521	
COST AND EXPENSES								
Mining, milling, refining and other		_		-	-		-	
related charges and administrative		-		-	-		-	
expenses including depreciation,		-		-	-		-	
depletion and amortizations		(423,688)		10,215,825	4,731,593		12,243,692	
		(423,688)		10,215,825	4,731,593		12,243,692	
NET INCOME BEFORE INCOME TAX PROVISION FOR INCOME TAX		430,401	_	(10,212,349)	(4,718,194)		(12,238,171)	
Current Deferred			_			•		
NET INCOME (LOSS) FOR THE PERIOD	P	430,400	P _	(10,212,349)	(4,718,194)	Р	(12,238,171)	
EARNINGS (LOSS) PER SHARE	P	0.000001	P _	(0.000039)	(0.000015)	P	(0.000047)	
Formula:								
Net Loss		430,400		(10,212,349)	(4,718,194)		(12,238,171)	
divided by Total shares subscribed, issued and	doutst	311,504,146,443		260,962,814,241	311,504,146,443		260,962,814,241	
	_	0.000001	=	(0.000039)	(0.000015)		(0.000047)	

A S	S E T	S		LIABILITIES AND STOCKHOLDERS' EQUITY						
		**September 2023	*December 2022		**September 2023	*December 2022				
CURRENT ASSETS				CURRENT LIABILITIES						
Cash & cash equivalents Short-term investments	Р	4,563,000	P 58,292,368	Accounts payable and accruals Dividends payable	150,401,282 P 573,097	138,797,500 573,097				
Receivables Trade		-	-	Non-trade payables Notes Payable	-	-				
Non-trade (net)		21,269,111	21,577,733	Notes Fayable						
Subscription Receivables					150,974,379	139,370,597				
Inventories		-	-							
Bullion		-	-	NON-CURRENT LIABILITIES						
Copper concentrate Gold in process - CIP		-	-	Notes Payable	_	_				
Ore		-	-	Deferred Tax Liability	49,212,295	49,212,295				
Materials and		-	-	Pension Liability	3,345,741	3,345,741				
supplies (net) Prepayments		9,768,971 38,972,970	4,986,048 19,482,798	Provision for mine rehabilitation & decommissioning		-				
		74,574,052	104,338,947		52,558,036	52,558,036				
		,,	,000,011	STOCKHOLDERS' EQUITY		02,000,000				
				Capital Stock Authorized - 460,000,000,000 shares divided into 276,000,000,000 shares of Class "A" and 184,000,000,000 shares of Class "B" at P0.01 par value each - P4,600,000,000						
NON-CURRENT ASSETS				Issued and outstanding-310,973,401,344 shares - December 2022- 267,684,492,271shares	3,109,734,013	2,676,844,923				
Deffered Mine Exploration and Evalua	ation Costs	3,339,242,798	3,183,541,115	Subscribed capital stock - 530,745,099shares - December 2022- 43,819,654,172) subscriptions receivable of 365,632)	4,941,820	283,474,956				
Property, Plant and Equipment (net)		142,926,688	119,047,348	- December 2022- P154,721,586)						
Financial assets designated at FVOC	:1	10,603,399	10,603,399	Share Premium Deposit for future subscriptions	608,434,220	608,434,220				
Ü	•	, ,	, ,	2 Special for facility cases of participations	0.700.440.050	0.500.754.000				
Other Assets (net)		36,055,646	24,630,233		3,723,110,053	3,568,754,099				
				Fair Value Reserve	(59,333,866)	(59,333,866)				
				Retained earnings, beginning	(1,213,896,334)	(1,202,904,665)				
				Add: Net income (loss) for the period	(4,718,194)	(10,991,666)				
				Retained earnings, end	(1,218,614,528)	(1,213,896,331)				
				Gain/Loss on RBO Remeasurement Effects of changes with non-controlling interest	(74,741) 954,621,275	(74,741) 954,621,275				
				Equity Attributable to NCI	161,974	161,974				
		3,528,828,531	3,337,822,094	Net stockholders' equity	3,399,870,167	3,250,232,408				
		,,,		LIABILITIES AND		,, . ,				
TOTAL ASSETS	Р	3,603,402,582	P 3,442,161,041		9 3,603,402,582 P	3,442,161,041				

^{** -} UNAUDITED

^{* -} AUDITED

MANILA MINING CORPORATION
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2023
(WITH COMPARATIVE FIGURES FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2022)

		FOR THE THIRD QUARTER ENDED SEPTEMBER 30		ONTHS ENDED BER 30	
	2023	2022	2023	2022	
CASH FLOWS FROM OPERATING ACTIVITIES:					
Net income/(loss) for the period	(345,807)	(10,212,349)	(4,718,194)	(12,238,171)	
Add/(deduct) year-to-date adjustments	(6.6,66.7)	(10,212,010)	(3)	(12,200,111)	
	(345,807)	(10,212,349)	(4,718,197)	(12,238,171)	
Adjustment to reconcile net income to net cash					
Depreciation	187,727	118,530	1,554,255	260,606	
Loss on inventory/receivable write-off	-	-	-	-	
	(158,080)	(10,093,819)	(3,163,942)	(11,977,565)	
Changes in assets and liabilities					
(Increase) decrease in receivables	22,500	12,713	(904)	(3,076)	
(Increase) decrease in inventories	(258,585)	10,905,113	(4,782,920)	6,522,877	
(Increase) decrease in prepayments	232,132	(14,750,123)	(19,490,172)	(19,747,162)	
Increase (decrease) in accounts payable & accruals	7,865,133	(85,169,554)	11,603,780	(47,937,789)	
Increase (decrease) in notes payable/dividends payable					
Net cash provided by operating activities	7,703,100	(99,095,670)	(15,834,158)	(73,142,715)	
CASH USED IN INVESTING ACTIVITIES:		-	-	-	
(Increase) decrease of property, plant and eqpt	(11,877,629)	(68,566,886)	(181,135,277)	(95,184,089)	
(Increase) decrease in other assets	(308,241)	(846,228)	(11,425,413)	(946,146)	
Net cash used in investing activities	(12,185,869)	(69,413,114)	(192,560,691)	(96,130,235)	
CASH FLOWS FROM FINANCING ACTIVITIES:		-	-	-	
Increase (decrease) in Capital stock	-	-	432,889,091	-	
Increase (decrease) in Share Premium	-	(192)	-	(192)	
Increase (decrease) in Deposit for future subscriptions	-	(141,015,865)	-	-	
Increase (decrease) in subscribed capital stocks	-	288,728,030	(278,533,136)	288,728,030	
Receipts from (payment to) related parties	-	-	309,526	-	
Increase (decrease) in Pension and deferred tax liability	<u> </u>	64,943		312,695	
Net cash provided by (used in) financing activities	-	147,776,916.00	154,665,480.36	289,040,533.00	
NET INCREASE (DECREASE) IN CASH FOR THE YEAR	(4,482,769)	(20,731,868)	(53,729,368)	119,767,583	
CASH					
Beginning of the period	9,045,769	143,523,559	58,292,368	3,024,108	
End of the period	4,563,000	122,791,693	4,563,000	122,791,693	

MANILA MINING CORPORATION CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY FOR THE PERIOD ENDED SEPTEMBER 30, 2023 (WITH COMPARATIVE FIGURES FOR THE PERIOD ENDED SEPTEMBER 30, 2022)

ANNEX "D"

	SEPTE	MBER 30
	2023	2022
STOCKHOLDERS' EQUITY		
Capital Stock		
Authorized - 460B shares @ P.01 par value each (P 4,600,000,000)		
Issued and outstanding	3,109,734,013	2,676,365,115
Subscribed capital stock (net of subscriptions receivable)	4,941,820	207,864,980
Share premium	608,434,220	617,625,955
Deposit for future subscriptions		
Deficit		
Operations		
Beginning balance	-1,213,896,334	-1,200,391,228
Net income (loss) for the period	-4,718,194	-12,238,171
	-1,218,614,528	-1,212,629,399
Fair Value Reserve	-59,333,866	-56,920,629
Gain/Loss on RBO Remeasurement	-74,741	1,294,075
Effects of changes with non-controlling interest	954,621,275	954,621,275
Equity Attributable to NCI	161,974	312,874
TOTAL STOCKHOLDERS' EQUITY	P 3,399,870,167	P 3,188,534,246

MANILA MINING CORPORATION

NOTES TO FINANCIAL STATEMENTS

Note 1 – General Information and Status of Operations

Manila Mining Corporation (the Parent Company; the Company) was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on June 3, 1949, primarily to carry on the business of mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in precious and semi-precious metals, ores, minerals and their by-products. The parent company's shares are listed and traded on the Philippine Stock Exchange (PSE). On April 16, 1999, the SEC approved the extension of the Parent Company's corporate term for another fifty (50) years upon expiration of its original term on May 30, 1999.

The principal office of the Parent Company is located at the 20th Floor, Lepanto Building, 8747 Paseo de Roxas, 1226 Makati City.

The parent company had a total of Sixty-two (65) regular employees as of 30 September 2023.

On May 11, 2011, the Parent Company, Kalayaan Copper-Gold Resources Inc. (KCGRI) and Philex Mining Corporation (Philex), finalized an agreement for the exploration and joint development of the Kalaya-an Project located in Placer, Surigao del Norte.

Prior to the expiration of EP-XIII-014-B, an application for another renewal was filed by KCGRI on 18 April 2012 for the purpose of conducting a more in-depth and detailed exploration in the area and to complete the feasibility study.

Pursuant to the agreement, the Parent Company sold to Philex a total of 125,000 shares of stock of KCGRI, representing a 5% interest in KCGRI, for a consideration of US\$25 million. Philex shall earn an additional 55% interest in KCGRI by sole-funding all pre-development expenses including a final feasibility study for the Project. The development of the Project shall be undertaken jointly by the Parent Company and Philex.

Note 2 – Basis of Preparation, Statement of Compliance, and Changes in Accounting Policies and Disclosures

The consolidated financial statements of the Group have been prepared under the historical cost basis, except for financial assets designated at FVOCI, and quoted AFS financial assets that have been measured at fair value. The consolidated financial statements are presented in Philippine Peso, the Parent Company's and the Subsidiary's functional and presentation currency. All amounts are rounded to the nearest peso, except when otherwise indicated.

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs).

The accounting policies adopted in the preparation of the financial statements are consistent with the most recent annual financial statements.

The Group applied PFRS 9 Financial Instruments for the first time from January 1, 2018. PFRS 9 replaces PAS 39, Financial Instruments: Recognition and Measurement for annual periods beginning on or after January 1, 2018, bringing together all three aspects of the accounting for financial

instruments: classification and measurement; impairment; and hedge accounting. The Group applied it prospectively and has not restated the comparative information, which continues to be reported under PAS 39. Differences arising from the adoption have been recognized directly in retained earnings and other components of equity. Other than the said changes, the accounting policies adopted are consistent with those of the previous financial year.

The amendments and interpretations below apply for the first time in 2018, but do not have an impact on the consolidated financial statements:

- PFRS 15, Revenue from Contracts with Customers
- Philippine Interpretation IFRIC 22, Foreign Currency Transactions and Advance Considerations
- Amendments to PAS 40, Transfers of Investment Property
- Amendments to PFRS 2, Classification and Measurement of Share-based Payment Transactions
- Amendments to PFRS 4, Applying PFRS 9 Financial Instruments with PFRS 4 Insurance Contracts
- Amendments to PAS 28 Investments in Associates and Joint Ventures, *Clarification that measuring investees at FVPL is an investment-by-investment choice*
- Amendments to PFRS 1, First-time Adoption of International Financial Reporting Standards Deletion of short-term exemptions for first-time adopters

Note 3- Cash

This includes cash on hand and cash with banks. Cash with banks earn interest at the respective bank deposit rates.

Note 4– Receivables

This account consists of other nontrade receivables which is non-interest bearing comprise mainly of receivables from sub-contractors and third parties.

Note 5– Inventories

This account consists of parts and supplies which are stated at the lower of cost and net Realizable Value and fuel and lubricants which are valued at cost.

Note 6– Pre-payments

This account represents contract deposits & miscellaneous deposit.

Contract deposits pertain to deposits made for future drilling services of its affiliate, Diamond Drilling Corporation of the Philippines (DDCP). This is refundable upon nonperformance of services.

Note 7- Property, Plant and Equipment and Deferred Mine Exploration and Evaluation Costs

Property, plant and equipment, except land, are carried at cost less accumulated depletion, depreciation and impairment, if any. This includes exploration costs which are materials and fuels used, surveying costs, drilling costs and payments made to contractors. Exploration costs are capitalized up to the point when a commercial reserve is established and are assessed for impairment. **Note 8 – Other Assets**

This account consists mainly of Mine rehabilitation fund (MRF), Advances to landowners, miscellaneous deposit, input VAT, and prepaid royalties.

MRF is for physical and social rehabilitation, reforestation and restoration of areas and communities affected by mining activities, for pollution control, slope stabilization and integrated community development.

Advances to landowners pertain to advances made to certain landowners for future purchases of parcels of lands.

Miscellaneous deposits pertain to advances made to local government agencies for pending project agreements.

Input VAT represents VAT paid on purchases of goods and services which can be recovered as tax credit against future tax liability of the Parent Company upon approval by the BIR.

Prepaid royalties are advance payments to claim owners and real property taxes while miscellaneous deposits are advance payments made to suppliers of services.

Note 9 – Financial Assets Designated at FVOCI / AFS Financial Assets

These include quoted and unquoted equity instruments.

Available for sale investment was reclassified as financial assets designated at fair value through other comprehensive income (FVOCI) in application for the new PFRS 9 Financial Instruments implemented for the first time.

Quoted AFS financial assets pertain to investment on common shares of various local public companies and are carried at fair value on the exit market price. Unquoted AFS financial assets pertains to investment in private company which have no fixed maturity date or coupon rate and are carried at cost.

Movement in the "Fair value reserve of financial assets designated at FVOCI" presented as separate component of equity amounted to P59.33 Million.

Note 10– Accounts Payable and Accrued Expenses

These represent Trade payable and accrued expenses. Trade payable include local purchases of equipment, inventories and various parts while accrued expenses includes accrued payroll which are normally payable within five (5) to ten (10) days.

Note 11 – Non-trade Payables

This account represents payables to affiliates.

Note 12 – Retirement Benefits Obligation

Under the existing regulatory framework, Republic Act 7641 requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided

however that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The net defined retirement benefits liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method. Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined retirement benefits liability or asset
- Remeasurements of net defined retirement benefits liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in consolidated statement of comprehensive income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net defined retirement benefits liability or asset is the change during the period in the net defined retirement benefits liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined retirement benefits liability or asset. Net interest on the net defined retirement benefits liability or asset is recognized as expense or income in statement of comprehensive income.

Remeasurements, comprising actuarial gains and losses, are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to statement of comprehensive income in subsequent periods.

The Group's right to be reimbursed of some or all of the expenditure required to settle a defined retirement benefits liability is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Note 13 - Earnings (loss) per share

Following are the basis for the computation of earnings (loss) per share:

	3 rd qtr 2023	3 rd qtr 2022
Numerator:		
Net (loss) income for	P430,400	P(10,212,349)
The quarter		
Denominator:		
Weighted average		
Total shares subscribed,	311,504,146,443	260,962,814,241
issued and outstanding		

ANNEX "F"

MANILA MINING CORPORATION

AGING OF ACCOUNTS RECEIVABLE TRADE

As of September 30, 2023

NONE p -00o-

Management's Discussion and Analysis of Financial Condition and Results of Operations

As of 30 September 2023

With no operations, a modest interest income was made from bank deposits. Expenses, consisting of depreciation and administration costs, was –P0.42 million compared with P10.225 million for the same quarter in 2022, resulting from the reclassification to capitalized cost of an exploration cost that was inadvertently reported earlier this year as an expense.

For the nine months ended September 30, 2023, depreciation and administrative expenses dropped to P4.73 million from P12.24 million last year, the latter reflecting the cost of the stock rights offering (SRO), i.e., processing, filing and listing fees, DST and administrative expenses. After the modest interest income, net income for this period totaled P0.430 million.

Cash and Cash Equivalents dropped from P58.29 million last year to P4.56 million on account of the continuing drilling activities. Materials and supplies increased by 96% to P9.77 million for the same reason. Prepayments doubled to P38.97 million due to down payments made to various civil works contractors.

Both on account of the drilling activities and facility improvements, Deferred mine exploration and evaluation costs increased by 5% to P3.34 billion; and Property plant and equipment by 20% to P142.93 million. Other Assets increased by 46% to P36.06 million mostly due to recognition of input VAT.

Accounts payable and accruals increased by 8% to P150.40 million also in relation to drilling activities.

Subscriptions receivable decreased from P283.47 million to P4.94 million with the full payment of the 2022 SRO shares earlier this year.

Manila Mining Company Impact of Current Global Financial Condition

Credit Risk

Not applicable

Market Risk

The value of financial instruments may change as a result of changes in interest rates, foreign currency exchange rates and equity prices. The Company has Financial Assets Designated at FVOCI in the amount of P10.60 Million which is subject to fluctuations in market prices.

Foreign Exchange Risk

Not applicable

Interest Rate Risk

Not applicable as the Company has no interest-bearing payables.

Liquidity Risk

Not applicable

Fair Values

The methods and assumptions used to estimate the fair value of each class of financial instruments for which it is practicable to estimate such value:

Cash, Receivables, Trade Payables and Accrued Expenses

The carrying amounts of cash, receivables, trade payables and accrued expenses are all subject to normal trade credit terms and are short term in nature, approximate their fair values.

AFS Investments

Fair values of investments are estimated by reference to their quoted market values made during the balance sheet date as of the end of last year. Unquoted equity securities are carried at cost net of impairment in value, since fair value of these AFS securities cannot be reliably determined as these securities are not listed and have no available bid price. The Company has no investments in foreign securities.

Loans Payable and Borrowings Not applicable

ANNEX "I"

MANILA MINING CORPORATION AND SUBSIDIARY FINANCIAL RATIOS

PURSUANT TO SRC RULE 68, AS AMENDED (With Comparative Annual Figures for 2022)

	3rd QUARTER	YEAR END
	September 2023	December 2022
Profitability Ratios:		_
Return on assets	0.01%	-0.32%
Return on equity	0.01%	-0.35%
Net Profit Margin	N/A	N/A
Solvency and liquidity ratios:		
Current Ratio	0.49	0.75
Debt to equity	0.06	0.06
Quick Ratio	0.17	0.57
Financial Leverage ratio:		
Asset to equity	1.06	1.06
Debt to Asset ratio	0.06	0.06
Interest rate coverage ratio	N/A	N/A