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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 June 30, 2020
2.	SEC Identification Number: AS093-008809 3. BIR Tax Identification No. 003-865-392-000
4.	Exact name of registrant as specified in its charter: PACIFIC ONLINE SYSTEMS CORPORATION
5.	Metro Manila, Philippines 6 (SEC Use Only) Province, Country or other jurisdiction of Industry Classification Code Incorporation or organization
7.	28/F, East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City Address of principal office 1605 Postal Code
8.	(632) 8584-1700 Registrant's telephone number, including area code
9.	Not applicable Former name, former address, and former fiscal year, if changed since last report.
10.	Securities registered pursuant to Sections 4 and 8 of the RSA
	Title of Each Class Common Stock, ₽1.00 par value Number of Shares of Common Stock Outstanding 895,330,946
	Amount of Debt Outstanding PhP 75.0 million
11.	Are any or all of these securities listed on the Philippine Stock Exchange Yes [x] No []
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 1 (a)-1 thereunder, and Section 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports): Yes [x] No []
	(b) has been subject to such filing requirements for the past 90 days. Yes [x] No []

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

The following unaudited financial statements are submitted as part of this report:

- a.) Consolidated Statements of Income for the six (6) months ended, June 30, 2020 and June 30, 2019;
- b.) Consolidated Statements of Comprehensive Income for the six (6) months, ended June 30, 2020 and June 30, 2019:
- c.) Consolidated Statements of Financial Position as of June 30, 2020 and Audited Statements of Financial Position as of December 31, 2019;
- d.) Consolidated Statements of Changes in Equity for the six (6) months ended, June 30, 2020 and June 30, 2019; and
- e.) Consolidated Statements of Cash Flows for the six (6) months ended, June 30, 2020 and June 30, 2019

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

Results of Operations for the Period Ended June 30, 2020 vs. June 30, 2019

Revenues

For the first half of 2020, Pacific Online Systems Corporation (the "Company") consolidated with its subsidiaries (the "Group"), earned total revenues of P180.1 million, which is P378.6 million, or 68%, lower than last year's revenues of P558.8 million. The decrease in revenues was mainly due to the suspension of lottery sales from March 17 to June 30, 2020 in compliance with the Enhanced Community Quarantine (ECQ) and General Community Quarantine (GCQ) guidelines mandated by the government in response to the Covid-19 Pandemic. Additionally, the sale of its subsidiary Lucky Circle Corporation (LCC) in February and lower rental rate for keno also caused the decrease in revenues.

Costs and Expenses

The Group incurred total operating expenses of P362.4 million, which is 46% or P306.2 million lower than last year's P668.6 million for the six months of the year. The decrease in costs and expenses is attributable mainly to the suspension of the lottery games from March 17 thru June 30, 2020. Company operations was kept at essential skeletal force upon commencement of the ECQ, and the "no work-no pay" policy was implemented starting May. This resulted to double-digit percentage decrease in expenses as follows:

- Personnel costs decreased by P86.9 million (49%);
- Software and license fees decreased by P70.4 million (77%);
- Operating supplies decreased by P24.9 million (80%);
- Communications decreased by P24.9 million (41%);
- Travel and accommodation decreased by P17.8 million (57%);
- Repairs and maintenance decreased by P32.5 million (72%):
- Taxes and licenses decreased by P12.8 million (65%); and
- Other expenses decreased by P8.5 million (63%).

Other Income (Charges)

Other income (net of other charges) of P18.3 million decreased by 24.9 million (58%) for the period ended June 30, 2020 versus last year's P43.2 million. This change is mainly due to the P17.9 million mark to market (MTM) loss on marketable securities, offset by P9.5M net gain on the sale of LCC.

Operating Income, Net Income, Other Comprehensive Income and Total Comprehensive Income

Due to a P378.6 million (68%) decline in revenues, the Group incurred an operating loss of P182.3 million, which is higher by P72.4 million (66%) from last year's P109.9 million operating loss. Said operating loss was incurred in spite of a P306.2 million (46%) decrease in costs and expenses. Other income of P18.3 million

was lower by P24.9 million (58%) from last year's P43.2 million other income, mostly due to a P17.9 million mark to market loss on marketable securities. The Group realized a net loss of P163.9 million, which is higher by P97.3 million (146%), from the P66.7 million net loss during the same period last year,

A P134.8 million fair value loss on investment in stocks resulted to a total comprehensive loss of P298.8 million, this is a P223.8 million decline from last year's total comprehensive loss of P75.0 million.

Financial Condition as of June 30, 2020 vs. December 31, 2019

The Group's total assets of P1.3 billion as of June 30, 2020 decreased by P459.0 million or 27% from P1.7 billion as of December 31, 2019. The decrease in total assets is largely attributable to the following:

- Marketable securities decreased by P67.9 million (48%) due to the redemption of P50.0 million LR preferred shares and P17.9 million mark to market loss for the period;
- Investment in stocks decreased by P134.8 million (39%) due to the fair value loss incurred during the period, and;
- Other current assets decreased by P55.3 million (26%), Right of Use (ROU) assets decreased by P34.3 million (68%), Deferred tax assets decreased by P24.0 million and Other noncurrent assets decreased by P72.5 million (25%) mainly due to the effect of sale of LCC.

The above-mentioned decreases were offset by the increase in trade and other receivables of P35.9 million (21%).

The Group's total liabilities at P208.9 million decreased by P190.6 million, or 48% from P399.4 million as of December 31, 2019. The decrease in total liabilities is explained as follows:

- Trade and other current liabilities decreased by P74.0 million (51%), Withholding taxes payable decreased by P2.9 million (84%), Income taxes payable decreased by P4.3 million (100%) and Lease liabilities decreased by P40.5 million (69%) due to lower operating costs and expenses during the period under ECQ and GCQ plus the sale of LCC in February 2020;
- Loans payable decreased by P75.0 million (50%) due to payments made during the first half of 2020.

The decreases above were offset by the increase in defined benefit liability of P6.5 million (22%), resulting from the P3.0 million additional accrual of retirement expense and exclusion of retirement benefit asset of LCC.

Total equity as of June 30, 2020 of P1.044 billion decreased by P268.5 million from the P1.313 billion equity as of yearend 2019. The decrease in total equity resulted from the P134.8 million fair value loss on investment in stocks and the P163.9 million net loss from operations for the period. However, said decrease was offset by the exclusion of LCC's P23.6 million deficit and P6.7 million reserve for retirement benefits, as LCC was sold in February 2020. Refer to Consolidated Statement of Changes in Equity for details.

Cash Flows for the Six Months Ended June 30, 2020 vs. June 30, 2019

The Group's cash balance as of June 30, 2020 of P236.7 million was lower by P327.1 million (58%), as compared to P563.8 million in 2019, mainly due to the exclusion of LCC cash, payments made for the company's bank loan, capital expenditures and reduced collection of rental revenues from PCSO.

Discussion and Analysis of Material Events and Uncertainties Known to Management

With PCSO's lottery operations still suspended, it is most likely that PCSO will not be able to commence the process of rebidding the Philippine Lottery System (PLS) in 2020. The Company is now in the process of drawing up with PCSO an extension of its existing agreement which is due to expire end of July 2020. Furthermore, in the event of the final completion of the rebidding process, the Company expects that its lease agreement with PCSO will, nonetheless, be extended by at least eighteen (18) months after the contract award to serve as a transition period to the new system of the winning bidder.

The suspension of the lottery operations of PCSO for over four (4) months had a major impact on the Company's financial results, and this will continue to do so until full lottery operations resume, and the community quarantine conditions are eased up.

Except for what has been noted in the above, there were no material events or uncertainties known to management that had a material impact on past performance, or that would have a material impact on the future operations, in respect of the following:

- 1. Known trends, demands, commitments, events or uncertainties that would have a material impact on the Group;
- 2. Material commitments for capital expenditures that are reasonably expected to have a material impact on the Group's short-term or long-term liquidity;
- 3. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations;
- 4. Significant elements of income or loss that did not arise from the Group's continuing operations;
- 5. Seasonal aspects that had a material impact on the Group's results of operations;
- 6. Material changes in the financial statements of the Group for the periods ended December 31, 2019 to June 30, 2020, except those mentioned above;
- 7. Any events that will trigger direct or contingent financial obligation that is material to the Group, including any default or acceleration of an obligation; and
- 8. Any material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.

Key Performance Indicators

The Group monitors its performance and benchmarks itself to prior year's results in terms of the following indicators:

Liquidity & Financial Leverage Ratios	The manner by which the Company calculates the performance indicators	30 June 2020	31 December 2019
Current ratio	Current assets over current liabilities	4.14:1	2.40:1
Debt to equity ratio	Total liabilities over total equity	0.20:1	0.30:1
Asset-to-equity ratio	Total assets over total equity	1.20:1	1.30:1
Solvency ratio	Total assets over total liabilities	6.00:1	4.29:1

Profitability Ratios	The manner by which the Company calculates the performance indicators	30 June 2020	30 June 2019
Operating income (loss) margin	Operating income (loss) over revenues	(101.19%)	(19.66%)
Net profit (loss) margin	Net income (loss) over revenues	(91.01%)	(13.66%)
Return on equity	Net income (loss) over total equity	(15.69%)	(5.81%)
Return on assets	Net income (loss) over total assets	(13.08%)	(4.46%)

PART II - OTHER INFORMATION

Financial Instruments

Financial Risk Management Objectives and Policies

The Group's principal financial instruments are composed of cash in banks, cash equivalents, trade and other receivables, marketable securities, investments in stocks, refundable deposits, guarantee bonds, trade and other current liabilities, loan payable, lease liabilities, obligations under finance lease and installment payable. The main purpose of these financial instruments is to provide financing for the Group's capital expenditures and operations. The Group has various other financial assets and liabilities such as trade and other receivables, refundable deposits, guarantee bonds, trade and other current liabilities, which arise directly from its operations. The main risks arising from the Group's financial instruments are credit risk, equity price risk, liquidity risk and foreign currency risk. There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks. The Group's BOD and management review and agree on the policies for managing each of these risks as summarized below:

Credit Risk

The Group's receivables arise mainly from the ELA with PCSO and the license agreement with PGEC. Since the Group has significant concentration of credit risk on its receivable from PCSO and PGEC, it is the Group's policy that all credit terms specified in the ELA and the license agreement are complied with and payment terms are observed. With respect to other receivables, the Group manages credit risk by transacting only with recognized, creditworthy third parties. It is the Group's policy that the BOD approves the major transactions with third parties. Receivable balances are monitored on an ongoing basis with the objective that the Group's exposure to bad debts is not significant.

With respect to credit risk arising from the other financial assets of the Group, which are composed of cash in banks, marketable securities, investments in stocks, refundable deposits and guarantee bonds, the Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

The table below shows the maximum exposure to credit risk for the Group's financial assets as at June 30, 2020 and December 31, 2019 without taking into account any collateral and other credit enhancements:

	Jun. 30, 2020	Dec. 31, 2019
Cash in banks and cash equivalents	P235,710,457	P332,880,313
Trade and other receivables - net*	260,051,282	212,881,594
Marketable securities	72,586,417	140,456,581
Refundable deposits	6,040,577	35,424,154
Investments in stocks	212,794,875	347,630,880
Guarantee bonds**	12,000,000	12,000,000
Total credit exposure	P799,183,608	P1,081,273,522

The table below shows the aging analysis of receivables other financial assets as at June 30, 2020 and December 31, 2019:

		June 30, 2020	
	Neither Past Due nor Impaired	Impaired	Total
Trade and other receivables - net	P59,932,155	Р-	P59,932,155
Accrued receivable*	130,123,122	-	130,123,122
Note receivable	68,400,000		68,400,000
Guarantee bonds**	12,000,000	-	12,000,000
Refundable deposits	6,040,577	-	6,040,577
Other receivables	1,596,005	-	1,596,005
	P278,091,859	Р-	P278,091,859

^{*} Inclusive of noncurrent portion of license fee income of P89.6 million and exclusive of advance payments of P38.0 million.

^{**} Includes the cash bond under "Other current assets" in the consolidated statements of financial position.

	D	ecember 31, 2019	
	Neither Past		
	Due nor Impaired	Impaired	Total
Trade and other receivables - net	P75,106,370	Р -	P75,106,370
Accrued receivable*	136,615,655	-	136,615,655
Guarantee bonds**	12,000,000	-	12,000,000
Refundable deposits	35,424,154	-	35,424,154
Other receivables	1,159,570	-	1,159,570
	P260,305,748	P -	P260,305,748

^{*} Inclusive of noncurrent portion of license fee income of P96.6 million and exclusive of advance payments of P56.2 million.

Receivables that are past due but not impaired are still collectible based on the assessment of debtor's ability to pay and collection agreement.

The table below shows the credit quality of the Group's neither past due nor impaired financial assets based on their historical experience with the corresponding third parties:

		June 3	0, 2020	
	Grade A	Grade B	Grade C	Total
At amortized cost:				
Cash in banks and cash equivalents	P235,710,457	Р.	Р-	P235,710,457
Trade and other receivables -				
net*	129,928,160	130,123,122	-	260,051,282
Refundable deposits	-	6,040,577	-	6,040,577
Guarantee bonds	-	-	12,000,000	12,000,000
At FVPL:				
Marketable securities At FVOCI:	72,586,417	-	-	72,586,417
Investments in stocks	212,794,875	-	-	212,794,875
	P651,019,909	P136,163,699	P12,000,000	P799,183,608

^{*} Inclusive of noncurrent portion of accrued license fee income amounting to P89.6 million and exclusive of advance payments of P38.0 million.

^{**} Includes the cash bond under "Other current assets" in the consolidated statements of financial position.

_	December 51, 2019						
	Grade A	Grade B	Grade C	Total			
At amortized cost:							
Cash in banks and cash							
equivalents	P332,880,313	Р -	Р -	P332,880,313			
Trade and other receivables -							
net*	76,265,939	136,615,655	-	212,881,594			
Refundable deposits	-	35,424,154	-	35,424,154			
Guarantee bonds	-	-	12,000,000	12,000,000			
At FVPL:							
Marketable securities	140,456,581	-	-	140,456,581			
At FVOCI:							
Investments in stocks	347,630,880	-	-	347,630,880			
	P897,233,714	P172,039,809	P12,000,000	P1,081,273,522			

December 31 2019

Grade A pertains to those cash in banks and guarantee bonds that are deposited in reputable banks, investments with reputable publicly listed companies and receivables from PCSO which are consistently collected before the maturity date. Grade B pertains to receivables that are collected on their due dates even without an effort from the Group to follow them up. Grade C pertains to receivables which are collected on their due dates provided that the Group made a persistent effort to collect them.

Equity Price Risk

Equity price risk is the risk that the fair value of equity investments decreases as a result of changes in the value of individual stock. The Group's current exposure to equity price risk relates primarily to the Group's quoted marketable securities and investments in stocks. The Group monitors the equity investments based on market expectations. Significant investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the BOD.

The following table demonstrates the sensitivity to a reasonably possible change in equity price, with all other variables held constant, of the Group's consolidated income before income tax and equity:

Marketable Securities

Increase (Decrease) in Equity Price	Effect on Consolidated Income before Income Tax
June 30, 2020	
5%	P3,629,321
(5%)	(3,629,321)
December 31, 2019	
5%	P7,022,829
(5%)	(7,022,829)

^{*} Inclusive of noncurrent portion of accrued license fee income amounting to P96.6 million and exclusive of advance payments of P56.2 million.

Increase (Decrease) in Equity Price	Net Income			
June 30, 2020				
8%	P17,023,590			
(8%)	(17,023,590)			
December 31, 2019				
8%	P27,810,470			
(8%)	(27,810,470)			

Liquidity Risk

Liquidity risk is the risk that the Group will be unable to meet its payment obligations when they fall due under normal and stress circumstances and equity securities. To limit this risk, the Group closely monitors its cash flows and ensures that credit facilities are available to meet its obligations as and when they fall due. The Group also has a committed line of credit that it can access to meet liquidity needs.

The Group maintains sufficient cash to finance its operations. Any excess cash is invested in short-term money market placements and equity securities. These are maintained to meet the requirements for additional capital expenditures, maturing obligations and cash dividends.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

			June 30, 2020		
	Less than	3 - 6	6 - 12	More than	
	3 Months	Months	Months	12 Months	Total
Trade and other current		Р			
liabilities*	P 28,954,345	P7,898,184	P 4,575,447	P27,730,620	P69,158,596
Loans payable	37,500,000	37,500,000	-	-	75,000,000
Lease liabilities	7,702,475	12,993,902	6,045,982	-	26,742,359
	P74,156,820	P58,392,086	P10,621,429	P27,730,620	P170,900,955

^{*} Excluding statutory liabilities amounting to P1.0 million.

	December 31, 2019						
	Less than	3 - 6	6 - 12	More than	Total		
	3 Months	Months	Months	12 Months	Total		
Trade and other current							
liabilities*	P61,145,801	P52,988,151	P634,800	P27,627,805	P142,396,558		
Loans payable	37,500,000	75,000,000	37,500,000	-	150,000,000		
Lease liabilities	9,736,270	18,392,707	30,244,143	9,248,884	67,602,005		
	P108,382,072	P146,380,859	P68,358,943	P36,876,689	P359,998,563		

^{*} Excluding statutory liabilities amounting to P1.8 million.

Foreign Currency Risk

The Group has transactional currency exposures. Such exposure arises from cash in banks and payables to certain suppliers which are denominated in U.S. dollar (US\$). The Group's financial instruments which are denominated in foreign currency include cash and consultancy and software and license fees payable. The Group maintains a US\$ account to match its foreign currency requirements.

As at June 30, 2020 and December 31, 2019, assets and liabilities denominated in US\$ include cash in banks amounting to P12.6 million (\$252,111) and P51.8 million (\$1,022,373), and consultancy and software and license fees payable amounting to P4.6 million (\$92,070) and P17.2 million (\$339,792), respectively.

In translating foreign currency-denominated monetary assets and liabilities into peso amounts, the exchange rates used were P49.86 and P50.64 to US\$1, the Php to US\$ exchange rates, as at June 30, 2020 and December 31, 2019, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the Php-US\$ exchange rates, with all other variables held constant, of the Group's consolidated income before tax. There is no other impact on the Group's equity other that those already affecting profit or loss.

Increase (Decrease) in US\$ Exchange Rate	Effect on Income before Income Tax	Effect on Equity		
June 30, 2020				
5%	P398,982	P279,287		
(5%)	(398,982)	(279,287)		
December 31, 2019				
5%	(P691,698)	(P484,188)		
(5%)	691,698	² 484,188		

The increase in US\$ rate means stronger US\$ against Php while the decrease in US\$ means stronger Php against the US\$.

Capital Management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, reacquire its own shares, or issue new shares. The Group monitors capital on the basis of current ratio and debt-to-equity ratio. The Group's strategy, which was unchanged from prior year, was to maintain current ratio and debt-to-equity ratio at manageable levels.

There were no changes in the Group's approach to capital management during the year.

As at June 30, 2020 and December 31, 2019, the Group is compliant with the minimum public float requirement by the PSE.

The Group defines capital as capital stock, additional paid-in capital, treasury stock dividend distributable and retained earnings. Other components of equity are excluded from capital for purposes of capital management.

There were no changes in the Company's approach to capital management during the period. As at June 30, 2020 and December 31, 2019, the Company is compliant with the minimum public float requirement by PSE.

The Group's current ratio, calculated as total current assets over total current liabilities, and debt-to-equity ratio, calculated as total liabilities over equity, as at June 30, 2020 and December 31, 2019 are as follows:

Current Ratio

	Jun. 30, 2020	Dec. 31, 2019
Current assets	676,765,244	P864,695,033
Current liabilities	163,595,292	360,318,424
Current ratio	4.14:1.00	2.40:1.00

Debt-to-Equity Ratio

	Jun. 30, 2020	Dec. 31, 2019
Total liabilities	P208,855,553	P399,410,077
Total equity	1,044,934,204	1,313,419,353
Debt-to-equity ratio	0.20:1.00	0.30:1.00

To address the prohibition in maintaining excess retained earnings over the paid in capital under Sec. 43 of the Corporation Code, the Group intends to continuously declare dividends and is considering various options in line with its business objectives and strategies and state of the gaming industry.

Fair Value of Financial Instruments

Set out below is a comparison by category of carrying amounts and fair values of all the Group's financial instruments as at June 30, 2020 and December 31, 2019:

	June 3	0, 2020	Decembe	er 31, 2019	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	
Financial Assets At Amortized Cost:					
Cash and cash equivalents Trade and other receivable*	P236,740,457 260,051,282	P236,740,457 260,051,282	P337,471,529 212,881,594	P337,471,529 212,881,594	
Refundable deposits Guarantee bonds	6,040,577 12,000,000	6,040,577 6,040,577		35,424,154 12,000,000	
At FVPL: Marketable securities	72.586.417	72.586.417	140.456.581	140.456.581	
At FVOCI: Investments in stocks	212,794,875	212,794,875	347,630,880	347,630,880	
	P800,213,608	P800,213,608	P1,085,864,738	P1,085,864,738	

	June 3	0, 2020	December 31, 2019		
	Carrying		Carrying		
	Amount	Fair Value	Amount	Fair Value	
Financial Liabilities At Amortized Cost:					
Trade and other current liabilities**	P69,158,596	P69,158,596	P142,396,558	P142,396,558	
Loan payable	75,000,000	75,000,000	150,000,000	150,000,000	
Lease liabilities (inclusive of noncurrent portion)	26,742,359	26,742,359	67,602,005	67,602,005	
	P170,900,955	P170,900,955	P359,998,563	P359,998,563	

^{*}Inclusive of noncurrent portion of accrued license fee income amounting to P89.6 million and P96.6 million and exclusive of advances amounting to P38.0 million and P56.2 million as at June 30, 2020 and December 31, 2019, respectively.

The carrying amounts of cash and cash equivalents, trade and other receivables (excluding accrued license fee income), deposits, trade and other current liabilities and loan payable approximate their fair values due to the relatively short-term maturities of the financial instruments.

The carrying amount of accrued license fee income is based on present value using a discount rate that approximates the prevailing market rate.

^{**}Excluding statutory liabilities of P1.0 million and P1.8 million as at June 30, 2020 and December 31, 2019, respectively.

The fair values of marketable securities and investments in stocks are based on quoted market prices.

The carrying amounts of guarantee bonds, deposits, lease liabilities, obligations under finance lease, and installment payable approximate their fair values since the Group does not anticipate that the effect of discounting using the prevailing market rate is significant.

	Level 1	Level 2	Level 3	Total
Marketable Securities				
Jun. 30, 2020	P72,586,417	Р-	Р-	P72,586,417
Dec. 31, 2019	155,704,892	-	-	155,704,892
Investments in Stocks				
Jun. 30, 2020	212,794,875			212,794,875
Dec. 31, 2019	455,705,930	-	-	455,705,930

There were no transfers between Levels as at June 30, 2020 and December 31, 2019.

Other Required Disclosures

1. The attached interim financial reports were prepared in compliance with Philippine Financial Reporting Standards (PFRS).

The accounting policies set out below have been applied consistently to all years presented in these consolidated financial statements and have been applied consistently by the Group entities, except for the changes in accounting policies as explained below.

Adoption of New or Revised Standards, Amendments to Standards and Interpretations

The Group has adopted the following amendments to standards starting January 1, 2019 and accordingly, changed its accounting policies. Except as otherwise stated, the adoption did not have a material impact on the Group's consolidated financial statements.

• PFRS 16 Leases supersedes PAS 17 Leases and the related Philippine Interpretations. The new standard introduces a single lease accounting model for lessees under which all major leases are recognized on-balance sheet, removing the lease classification test. Lease accounting for lessors essentially remains unchanged except for a number of details including the application of the new lease definition, new sale-and-leaseback guidance, new sub-lease guidance and new disclosure requirements. Practical expedients and targeted reliefs were introduced including an optional lessee exemption for short-term leases (leases with a term of 12 months or less) and low-value items, as well as the permission of portfolio-level accounting instead of applying the requirements to individual leases. New estimates and judgmental thresholds that affect the identification, classification and measurement of lease transactions, as well as requirements to reassess certain key estimates and judgments at each reporting date were introduced.

The Group has adopted PFRS 16 on the date of initial application, January 1, 2019. When measuring lease liabilities for leases that were classified as operating leases, the Group discounted lease payments using its incremental borrowing rate at January 1, 2019. The average rate applied for lease contracts with duration of 13 months to 23 months is 6% and the rate applied for lease contracts with duration of 24 months to 35 months is 6.5%.

The following amended standards and interpretations are relevant but did not have a significant impact on the Group's consolidated financial statements.

- Philippine Interpretation IFRIC-23 Uncertainty over Income Tax Treatments
- Prepayment Features with Negative Compensation (Amendments to PFRS 9 Financial Instruments).

- Long-term Interests in Associates and Joint Ventures (Amendments to PAS 28 Investments in Associates and Joint Ventures).
- Plan Amendment, Curtailment or Settlement (Amendments to PAS 19 Employee Benefits).
- Annual Improvements to PFRSs 2015 2017 Cycle.

Standards Issued but Not Yet Adopted

A number of new standards and amendments to standards are effective for annual periods beginning after January 1, 2019. However, the Group has not applied the following new or amended standards in preparing these consolidated financial statements. Unless otherwise stated, none of these are expected to have a significant impact on the Group's consolidated financial statements.

Effective January 1, 2020

- Amendments to References to Conceptual Framework in PFRS Standards sets
- Definition of Material (Amendments to PAS 1 Presentation of Financial Statements and PAS 8 Accounting Policies, Changes in Accounting Estimates and Errors).
- Definition of a Business (Amendments to PFRS 3 Business Combinations).
- Except as reported in the Management's Discussion and Analysis of Financial Condition and Results
 of Operations ("MD & A"), there were no unusual items affecting assets, liabilities, equity, net income
 or cash flows for the interim period.
- 3. There were no material changes in estimates of amounts reported in prior periods that have material effects in the current interim period.
- 4. Except as disclosed in the MD & A, there were no other issuance, repurchases and repayments of debt and equity securities.
- 5. Except as disclosed in the MD & A, there were no material events that occurred subsequent to June 30, 2020 and up to the date of this report that need disclosure herein.
- Except as disclosed in the MD & A, there were no changes in the composition of the Group since June 30, 2020, such as business combinations, acquisitions or disposals of subsidiaries and longterm investments, restructuring, and discontinued operations.
- 7. There were no changes in contingent liabilities or contingent assets since June 30, 2020
- 8. There exist no material contingencies and other material events or transactions affecting the current interim period.

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: PACIFIC ONLINE SYSTEMS CORPORATION

WILLY N. OCIER
Chairman of the Board
and President

Date: July 30, 2020

MA. VIRGINIA V. ABO-HAMDA

Chief Financial Officer

Date: July 30, 2020

PACIFIC ONLINE SYSTEMS CORPORATION AND SUBSIDIARIES

Consolidated Statements of Financial Position

	June 30, 2020	December 31, 2019	
	Unaudited	Audited	
ASSETS			
Current Assets			
Cash	P236,740,457	P337,471,529	
Marketable securities	72,586,417	140,456,581	
Trade and other receivables – net	208,451,079	172,501,609	
Other current assets	158,987,291	214,265,314	
Total Current Assets	676,765,244	864,695,033	
Noncurrent Assets			
Investments in stocks	212,794,875	347,630,880	
Property and equipment – net	102,004,511	107,415,991	
Right of use asset - net	15,972,524	50,298,070	
Deferred tax asset-net	28,496,446	52,501,395	
Other noncurrent assets	217,756,157	290,288,060	
Total Noncurrent Assets	577,024,513	848,134,396	
TOTAL ASSETS	P1,253,789,757	P1,712,829,429	
LIABILITIES AND EQUITY Current Liabilities			
Trade and other current liabilities	P70,202,960	P144,231,951	
Withholding taxes payable	554,399	3,458,412	
Income tax payable	6,043	4,274,940	
Loan payable	75,000,000	150,000,000	
Lease liabilities	17,831,890	58,353,121	
Total Current Liabilities	163,595,292	360,318,424	
Noncurrent Liabilities			
Defined benefit liability	36,349,791	29,842,768	
Lease liabilities - net of current portion	8,910,470	9,248,885	
Total Noncurrent Liabilities	45,260,261	39,091,653	
TOTAL LIABILITIES	208,855,553	399,410,077	
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	895,330,946	895,330,946	
Additional paid-in capital	257,250,677	257,250,677	
Treasury shares	(285,267,558)	(285,267,558)	
Fair value reserve	(531,637,976)	(396,801,971)	
Retirement benefits reserve	(10,932,033)	(17,614,609)	
Retained earnings	715,643,782	855,178,424	
	1,040,387,838	1,308,075,910	
Non-controlling Interests	4,546,366	5,343,443	
Total Equity	1,044,934,204	1,313,419,353	
TOTAL LIABILITIES AND EQUITY	P1,253,789,757	P1,712,829,429	

PACIFIC ONLINE SYSTEMS CORPORATION AND SUBSIDIARIES

Consolidated Statements of Income (Unaudited)
For the six months ended June 30, 2020 and 2019

	Six Months En	ided Jun 30	This Quarter		
	2020	2019	2020	2019	
DEVENUE					
REVENUE	D424 004 200	D200 040 400	D	D400 440 400	
Equipment rental	P134,004,360	P369,046,428	P -	P169,440,109	
Commission and distribution income	46,118,254 180,122,614	189,716,658 558,763,086	14,362 14,362	95,520,256 264,960,365	
COSTS AND EXPENSES	100, 122,014	330,703,000	14,302	204,900,303	
Personnel costs	90,540,796	177,464,796	31,799,932	89,141,585	
Software and license fees	20,582,546	91,017,845	31,139,332	44,390,036	
Operating supplies	6,066,184	30,943,447	176,879	14,387,034	
Depreciation and amortization	129,275,534	109,052,102	66,932,145	53,469,489	
Communications	35,491,044	60,415,857	8,920,654	27,767,814	
Travel and accommodation	13,212,566	31,002,630	4,345,815	15,816,266	
Rent, utilities and outside services	32,376,414	76,332,544	6,242,950	39,709,914	
Management fees	-	1,634,426	0,242,330	756,067	
Repairs and maintenance	12,538,359	45,086,727	3,187,692	17,011,473	
Taxes and licenses	6,796,877	19,599,060	1,358,560	8,189,370	
Entertainment, amusement and	3,133,317	10,000,000	1,000,000	0,100,010	
recreation	3,591,837	3,822,712	131,178	193,853	
Professional fees	3,569,804	6,520,129	1,210,019	3,959,995	
Marketing and promotions	3,278,889	2,152,559	1,192,885	952,166	
Others	5,070,328	13,585,240	541,857	8,272,405	
	362,391,178	668,630,073	126,040,568	324,017,469	
OPERATING INCOME (LOSS)	(182,268,564)	(109,866,987)	(126,026,206)	(59,057,104)	
OTHER INCOME (CHARGES)	, , ,	,	,	,	
Dividend income	29,623,944	26,947,224	321,720	-	
Interest income	176,863	987,938	60,703	513,335	
Finance charges	(4,183,212)	(2,747,585)	(1,842,725)	(1,551,210)	
Mark-to-market gain (loss) on					
marketable securities	(17,870,164)	8,973,711	(3,644,947)	6,498,161	
Gain (loss) on sale of					
Property and equipment	850	39,998	-	19,998	
Foreign exchange gain (loss)	(207,569)	(379,439)	(2,047)	(616,311)	
Others – net	10,792,286	9,364,232	(3,912,129)	4,648,605	
	18,332,999	43,186,080	(9,019,426)	9,512,578	
INCOME (LOSS) BEFORE					
INCOME TAX	(163,935,565)	(66,680,906)	(135,045,632)	(49,544,526)	
INCOME TAX EXPENSE (BENEFIT)					
Current	-	9,656,471	-	4,424,537	
Deferred	-		-	3,030,718	
NET INCOME (LOCAL)	- (0.400.000.000)	9,656,471	- (5.405.045.000)	7,455,255	
NET INCOME (LOSS)	(P163,935,565)	(P76,337,377)	(P135,045,632)	(P56,999,781)	
Attributable to:					
Equity holders of the Parent	(100,100,100)	(75 400 045)	(404 000 700)	(50.440.007)	
Company	(163,138,488)	(75,493,015)	(134,930,732)	(56,143,967)	
Non-controlling interests	(797,077)	(844,362)	(114,900)	(855,814)	
	(P163,935,565)	(P76,337,377)	(P135,045,632)	(P56,999,781)	
Atteibutable to Equito Haldon of the					
Attributable to Equity Holders of the					
Parent Company	(DO 1021)	(D0 0004)	(D0 1507)	(D0 0665)	
Basic Earnings Per Share	(P0.1931)	(P0.0894)	(P0.1597)	(P0.0665)	
Diluted Earnings Per Share	(P0.1931)	(P0.0894)	(P0.1597)	(P0.0665)	

PACIFIC ONLINE SYSTEMS CORPORATION AND SUBSIDIARIES
Consolidated Statements of Comprehensive Income (Unaudited)
For the six months ended June 30, 2020 and 2019

	Six Months I	Ended Jun 30	This Quarter		
	2020	2019	2020	2019	
NET INCOME (LOSS)	(P163,935,565)	(P76,337,377)	(P135,045,632)	(P56,999,781)	
OTHER COMPREHENSIVE					
INCOME					
Items that will never be reclassified to profit or loss					
Fair value gain (loss) on investment					
in shares of stock	(134,836,005)	1,333,260	10,437,730	(19,523,780)	
Remeasurements of retirement					
benefits, net of tax	-	-	-	-	
	(134,836,005) 1,333,260		10,437,730	(19,523,780)	
TOTAL COMPREHENSIVE					
INCOME (LOSS)	(P298,771,570)	(P75,004,117)	(P124,607,902)	(P76,523,561)	
Attributable to:					
Owners of the Parent Company	(297,974,493)	(74,159,755)	(124,493,002)	(75,667,747)	
Non-controlling interests	(797,077)	(844,362)	(114,900)	(855,814)	
	(P298,771,570)	(P75,004,117)	(P124,607,902)	(P76,523,561)	

PACIFIC ONLINE SYSTEMS CORPORATION AND SUBSIDIARIES

Consolidated Statements of Cash Flows (Unaudited) For the six months ended June 30, 2020 and 2019

	For the six months ended Jun. 30				
	2020	2019			
CASH FLOWS FROM OPERATING ACTIVITIES					
Income (Loss) before income tax	(P163,935,565)	(P66,680,906)			
Adjustments for:	(, ,	(. 55,555,555)			
Depreciation and amortization	129,275,534	109,052,102			
Dividend income	(29,623,944)	(26,947,224)			
Retirement cost	3,600,000	2,385,530			
Finance charges	4,183,212	2,747,585			
Unrealized foreign exchange loss (gain)	207,569	379,439			
Interest income	(176,863)	(987,938)			
Fair value gain on marketable securities	17,870,164	(8,973,711)			
Gain on sale of:	11,010,101	(0,0.0,1.1.)			
Subsidiary	(9,547,745)	_			
Property and equipment	(850)	(39,998)			
Operating income before working capital changes	(48,148,488)	10,934,878			
Decrease (increase) in:	(40, 140,400)	10,334,070			
Trade and other receivables	(39,833,709)	63,071,493			
Other current assets	(40,656,026)	(393,372)			
Right of use assets	8,724,428	(12,028,883)			
Other noncurrent assets	(1,685,646)	22,765,956			
Increase (decrease) in:	(1,005,040)	22,703,930			
Trade and other payables	83,668,945	(73,834,716)			
Withholding taxes payable	(1,126,216)	(1,629,272)			
Interest received	176,863	987,938			
	•				
Income tax paid	(1,294,285)	(18,402,467) 1,260,000			
Retirement contributions paid	(0)				
Net cash flows provided by operating activities CASH FLOWS FROM INVESTING ACTIVITIES	(40,174,134)	(7,268,445)			
Acquisitions of	(EC 00E 202)	(17 001 746)			
Property and equipment	(56,885,303)	(17,891,746)			
Proceeds from sale of:	127 112 000				
Subsidiary	137,413,892	-			
Marketable securities	50,000,000	-			
Property and equipment	850	39,998			
Dividends received	29,623,944	26,947,224			
Net cash flows provided by investing activities	160,153,383	9,095,476			
CASH FLOWS FROM FINANCING ACTIVITIES					
Payment of:	(75.000.000)				
Loan payable	(75,000,000)	-			
Lease liabilities	(13,785,104)	(8,583,695)			
Increase (decrease) in					
Obligation under capital lease	-	1,112,696			
Installment payable	-	1,305,902			
Finance charges paid	(4,183,212)	(2,747,585)			
Net cash flows used in financing activities	(92,968,316)	(8,912,682)			
NET INCREASE (DECREASE) IN CASH	27,010,933	(7,085,650)			
CASH AT BEGINNING OF YEAR	209,937,094	571,260,258			
EFFECTS OF EXCHANGE RATE CHANGES ON					
CASH AND CASH EQUIVALENTS	(207,569)	(379,439)			
CASH AT END OF PERIOD	P236,740,457	P563,795,169			

PACIFIC ONLINE SYSTEMS CORPORATION AND SUBSIDIARIES Consolidated Statements of Changes in Equity (Unaudited)

	Capital Stock	Additional Paid-in Capital	Treasury Shares	Stock Dividend Payable	Fair Value Reserve	Reserve for Retirement Benefits	Retained Earnings	Total	Non- Controlling Interest	Total Equity
January 1, 2019	P447,665,473	P257,250,677	(P285,267,558)	P422,431,981	(P288,726,921)	P538,390	P1,199,822,935	P1,753,714,977	P6,904,799	P1,760,619,776
Change in fair value of investments in stocks Remeasurements of retirement benefits net of tax	-	-	-	-	1,333,260	-	-	1,333,260	-	1,333,260
Other comprehensive income (loss) Net income (loss) for the year	-	-		-	1,333,260	-	(75,493,015)	1,333,260 (75,493,015)	(844,362)	1,333,260 (76,337,377)
Total comprehensive income (loss) for the year Stock dividends	- 447,665,473	- -	-	- (422,431,981)	1,333,260	-	(75,493,015) (25,233,492)	(74,159,755)	(844,362)	(75,004,117)
Total transactions with owners in their capacity as owners June 30, 2019	447,665,473 P895,330,946	P257,250,677	(P285,267,558)	(422,431,981) P -	1,333,260 (P287,393,661)	- P538,390	(100,726,507) P1,099,096,428	(74,159,755) P1,679,555,222	(844,362) P6,060,437	(75,004,117) P1,685,615,659

January 1, 2020	P895,330,946	P257,250,677	(P285,267,558)	Р	-	(P396,801,971)	(P17,614,609)	P855,178,424	P1,308,075,910	P5,343,443	P1,313,419,353
Change in fair value of											
investments in stocks	-	-	-		-	(134,836,005)	-	-	(134,836,005)	-	(134,836,005)
Remeasurements of retirement											
benefits net of tax	-	-	-		-	-	-	-	-	-	-
Other comprehensive income											
(loss)	-	-	-		-	(134,836,005)	-	-	(134,836,005)	-	(134,836,005)
Net income (loss) for the year	-	-	-		-	-	-	(163,138,488)	(163,138,488)	(797,077)	(163,935,565)
Total comprehensive income											
(loss) for the year	-	-	-		-	(134,836,005)	-	(163,138,488)	(297,974,493)	(797,077)	(298,771,570)
Sale of subsidiary							6,682,576	23,603,846	30,286,421		30,286,421
Total transactions with owners in											
their capacity as owners	-	-	-		-	(134,836,005)	6,682,576	23,603,846	30,286,421		30,286,421
June 30, 2020	P895,330,946	P257,250,677	(P285,267,558)	Р	-	(P531,637,976)	(P10,932,033)	P715,643,782	P1,040,387,838	P4,546,366	P1,044,934,204

PACIFIC ONLINE SYSTEMS CORPORATION

Attachments to Unaudited Financial Statements Trade and Other Receivables As of June 30, 2020

1.) Aging of Trade and Other Receivables

	Neither Past Due nor Impaired	Impaired		Total
a.) Trade Receivables	-	-		
1.) PCSO – Equipment rentals	P52,307,287	Р	-	P52,307,287
2.) Note receivable	68,400,000		-	68,400,000
3.) Accounts receivable	42,953,524		-	42,953,524
4.) Accrued license fee income-current	40,510,762		-	40,510,762
	204,171,573		-	204,171,573
b.) Non-Trade Receivables				
1.) Advances to officers and employees	2,037,649		-	2,037,649
2.) Contractors and suppliers	645,852		-	645,852
3.) Other receivables	1,596,005		-	1,596,005
•	4,279,506		-	4,279,506
Total	P208,451,079	Р		P208,451,079

2.) Description of receivables

Types of Receivables	Nature and Description	Collection / Liquidation Period
1.) Advances to officers and employees	Company loan and other advances granted to officers and employees	Within one (1) year
2.) Advances to contractors and suppliers	Receivables from / advances to contractors and suppliers	Within one (1) year
3.) Other receivables	Other advances	Within one (1) year

3.) Normal operating cycle: 365 days

PACIFIC ONLINE SYSTEMS CORPORATION

Attachments to Unaudited Financial Statements Segment Information For the period ended June 30, 2020

The primary segment reporting format is presented based on business segments in which the Group's risks and rates of return are affected predominantly by differences in the products and services provided. The operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

The Group is engaged in the businesses of leasing gaming equipment to PCSO (leasing activity) and sale of lottery tickets (distribution and retail activities), among others.

Financial information about the Group's business segments are shown below:

For the Six Months ended June 30, 2020 Distribution Equipment and Leasing Consolidate Retail **Activities Eliminations** Activities d Revenue Equipment rental P134,004,360 P134.004.360 Commission and distribution income 46,118,254 46,118,254 P Total revenue P134,004,360 46,118,254 P180,122,614 Segments Results Income (loss) before income tax (28, 121, 848)(168,112,587) 32,298,870 (163,935,565)Income tax expense (benefit) (168.112.587) (28.121.848) 32.298.870 (163.935.565) Net income (loss) Segment assets P1,533,186,043 P95,982,184 (P375,378,470) P1,253,789,757 Deferred tax assets - net 27,277,145 542,893 676,408 28,496,446 Segments assets (excluding deferred tax assets - net) 1,505,908,899 95,439,291 (376,054,879)1,225,293,311 Segment liabilities 206,538,305 35,869,105 (33,551,857)208,855,553 Other Information Capital expenditures 56.885.303 56.885.303 Depreciation and amortization 125,599,250 3,676,284 129.275.534 Finance charges (4,183,212)(4,183,212)Interest income 163,132 13,731 176,863

End of Report