SEC Number **37535**
File Number ________

ATN HOLDINGS, INC.

(Company)

9th Floor, Summit One Tower,
530 Shaw Blvd., Mandaluyong

(Address)

717-0523

(Telephone Number)

March 31

(Fiscal Year Ending)
(month & day)

SEC 17Q

(Form Type)

Amendment Designation (if applicable)

June 30, 2021

(Period Ended Date)

(Secondary License Type and File Number)

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, 2021

2. Commission identification no. 37535 3.BIR Tax Identification No. 005-056-869

4. ATN Holdings, Inc. (the "Company")

5. Philippines

6. Industry Classification Code:

7. 9th Floor, Summit One Tower, 530 Shaw Blvd., 1550 Mandaluyong City

8. Telephone No.7717-0523

9. The Company did not change its name, address or fiscal year during the period covered by this report.

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
Common Stock, P.01	
Class "A"	3,700,000,000
Class "B"	800,000,000

11. These securities are not all listed on the Philippine Stock Exchange.

(a) The company 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 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)

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

I. Financial Statements.

ATN HOLDINGS, INC. and Subsidiaries

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Notes	**(Unaudited) June 30 2021**	Audited March 31 2021
ASSETS			
Current Assets			
Cash	7	**P12,808,611**	P11,259,058
Trade receivables	8	**4,415,264**	4,979,948
Inventories	9	**9,398,965**	8,033,302
Other current assets	10	**7,425,336**	8,823,714
		34,048,175	33,096,022
Noncurrent Assets			
Investments in:			
Financial assets - Fair value through other comprehensive income (OIC)	12	**57,233,000**	57,233,000
Associates - net	13	**851,628,928**	851,858,775
Investment in properties	14	**342,023,689**	342,023,689
Property and equipment - net	15	**2,407,764,339**	2,409,084,290
Due from related parties	22	**50,095,851**	43,818,636
		3,708,745,808	3,704,018,390
TOTAL ASSETS		**P3,742,793,983**	P3,737,114,412

LIABILITIES AND EQUITY			
LIABILITIES			
Current Liabilities			
Accounts payable and accrued expenses	16	**P3,823,089**	P4,470,400
Short-term interest bearing loans	17	**47,000,000**	50,000,000
Lease liability		**748,070**	748,070
		51,571,159	55,218,470
Noncurrent Liabilities			
Deposits	18	**19,992,172**	21,382,129
Due to related parties	22	**814,538,189**	803,095,213
Pension liability		**844,950**	844,950
Deferred tax liabilities		**713,363,830**	713,363,830
		1,548,739,141	1,538,686,122
Total Liabilities		**1,600,310,300**	1,593,904,592
EQUITY			
Share capital	19	**450,000,000**	450,000,000
Additional paid-in capital		**22,373,956**	22,373,956
Unrealized loss on:			
Financial assets at fair value through OCI-net of tax	21	**32,617,516**	32,617,516
Retained earnings - March 31		**1,637,492,211**	1,638,218,348
TOTAL EQUITY		**2,142,483,683**	2,143,209,820
TOTAL LIABILITIES AND EQUITY		**P3,742,793,983**	P3,737,114,412

See accompanying Notes to Financial Statements.

ATN HOLDINGS, INC. and Subsidiaries

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Note	First Quarter Ending **June 30, 2021**	June 30, 2020
REVENUES			
Sale of aggregates		**P3,616,524**	P -
Lease of properties		**4,600,062**	P5,137,613
Interest income		**5,083**	7,889
		8,221,668	5,145,503
COSTS AND EXPENSES			
Cost of sales and services	21	**3,058,423**	501,844
Administrative expenses	21	**4,758,119**	4,663,035
Equity in net loss of an associate	13	**229,847**	261,190
Finance cost		**832,520**	1,219,479
		8,878,908	6,645,547
INCOME (LOSS) BEFORE INCOME TAX		**(657,239)**	(1,500,044)
INCOME TAX EXPENSE		**68,897**	92,715
INCOME (LOSS) FOR THE PERIOD		**(P726,137)**	(P1,592,759)
OTHER COMPREHENSIVE INCOME (LOSS)			
Fair value changes in Available-for-sale			
through other comprehensive income (OIC)		**-**	-
		(P726,137)	(P1,592,759)
EARNINGS PER SHARE	23	**(0.0002)**	(0.0035)

See accompanying Notes to Financial Statements.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	1st Qtr. Ending	
	June 30, 2021	June 30, 2020
SHARE CAPITAL	**P450,000,000**	P450,000,000
ADDITIONAL PAID-IN CAPITAL	**22,373,956**	22,373,956
UNREALIZED GAIN (LOSS) ON FINANCIAL ASSETS AT FAIR VALUE THROUGH OCI, NET OF DEFERRED TAX	**32,617,516**	(3,103,863)
RETAINED EARNINGS		
Balance at beginning of fiscal year	**1,638,218,348**	1,642,176,824
Net profit (loss)	**(726,137)**	(1,592,759)
	1,637,492,211	1,640,584,065
	P2,142,483,683	P2,109,854,158

See accompanying Notes to Financial Statements.

ATN HOLDINGS, INC. and Subsidiaries

CONSOLIDATED STATEMENTS OF CASH FLOWS

	First Quarter Ending	
	June 30, 2021	June 30, 2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit (loss) before tax	**(P726,137)**	(P1,592,759)
Adjustments to reconcile net income to cash		
Depreciation and amortization	**379,435**	854,638
Equity in net loss of an associate	**229,847**	261,190
Interest income	**(5,083)**	(7,889)
Interest expense	**832,520**	1,219,478
Operating income before working capital changes	**710,581**	734,658
Decrease (increase) in current assets		
Trade receivables	**564,684**	-
Inventories	**(1,365,663)**	-
Other current assets	**1,398,378**	(382,580)
Increase (decrease) in current liabilities		
Accounts payable and accrued expenses	**(647,311)**	68,750
Cash (used in) provided by operations	**660,669**	420,828
Interest income	**5,083**	7,889
Cash flows from Operating Activities	**665,753**	428,717
CASH FLOWS FROM INVESTING ACTIVITIES		
Increase in investment properties	**-**	(11,452,613)
Net (Increased) decreased in :		
Advances to and from related parties	**5,165,760**	11,751,981
Payment of subscription	**-**	(3,000,000)
Increase (decrease in liability portion of assets held for sale	**-**	31,600,000
Increased (decreased) in deposits	**(1,389,956)**	(1,101,599)
	3,775,805	27,797,769
CASH FLOWS FROM FINANCING ACTIVITIES		
Payment of interest bearing loans:		
Principal	**(3,000,000)**	(34,510,720)
Interest	**(832,520)**	(1,219,479)
	(3,832,520)	(35,730,199)
NET INCREASE/(DECREASE) IN CASH	**609,038**	(7,503,713)
CASH AT BEGINNING OF PERIOD	**11,259,058**	35,118,338
CASH AT END OF PERIOD	**P11,868,096**	P27,614,625

See accompanying Notes to Financial Statements.

ATN HOLDINGS, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 2021 AND MARCH 31, 2021

1. Corporate Information

ATN Holdings, Inc. (*ATN, the Parent or the Company*) was registered with the Securities and Exchange Commission (SEC) on February 12, 1969 under the name Jabpract Mining and Industrial Corporation. On March 14, 1996, Jabpract Mining and Industrial Corporation changed its corporate name to ATN Holdings, Inc. and its primary and secondary purposes were amended to enable it to perform the acts of a holding company. On November 10, 2016, the Company's articles of incorporation was amended extending its corporate life for another fifty (50) years from February 12, 2019. The amendment was approved by the SEC on November 21, 2016.

The common shares of ATN are listed and traded on the Philippine Stock Exchange. The registered office address of ATN is 9th Floor Summit One Tower Bldg., 530 Shaw Blvd., Mandaluyong City. ATN Holdings, Inc. has no ultimate Parent company.

2. Basis of Preparation and Presentation

Basis of Financial Statement Preparation and Presentation
The interim consolidated financial statements of the Parent Company and Subsidiaries (*the Group*) as at September 30, 2020 and for the six-month period ended September 30, 2020 and 2019 have been prepared on a historical cost basis, except for financial assets at fair value through other comprehensive income (FVOCI) investment and investment properties that have been measured at fair values.

The consolidated financial statements are presented in Philippine Peso, which is the Group's functional currency. All values represent absolute amounts except when otherwise indicated.

Statement of Compliance
The accompanying unaudited interim financial statements have been prepared in accordance with Philippine Accounting Standard (PAS) 34, Interim Financial Reporting.

Principle for Consolidation
The consolidated financial statements comprise the financial statements of the Parent Company and those of the subsidiaries. A parent controls a subsidiary when it is exposed, or has rights, to variable returns from its involvement with a subsidiary and has the ability to affect those returns through its power over the subsidiary. Specifically, control is achieved if and only if the parent company has the following;

(i) Power over the investee;
(ii) Exposure rights, to variable returns from its involvement with the subsidiary; and
(iii) The ability to use its power over the investee to affect the amount of the parent company's returns.

The parent reassesses whether or not it controls a subsidiary if facts and circumstances indicates that there are changes to one or more of the three elements of control.

As of June 30, 2021 and FY March 31, 2021, the consolidated subsidiaries are as follows:

Subsidiary	Principal place of business	Principal Activity	% of Ownership
Palladian Land Dev. Inc. (PLDI)	Summit One Tower, Mandaluyong	Real Property Developer	100%
Advanced Home Concept Development Corp. (AHCDC)	Summit One Tower, Mandaluyong	Real Property Developer	100%
Managed Care Phils. Inc. (MCPI)	Summit One Tower, Mandaluyong	Health and Wellness Provider	100%

PLDI and AHCDC are companies engaged in the development of residential real estate projects.

MCPI is an out-patient ambulatory surgical center. For the year ended December 31, 2020 and 2019, MCPI has ceased its healthcare operations and accordingly sold a significant portion of its medical equipment during 2019. AHCDC and PLDI has likewise ceased to actively sell its remaining real estate properties. Unsold inventories of real properties were reclassified to investment properties as result of change in recognition. The Parent company and PLDI is now focused on leasing its investment properties to third parties.

Subsidiaries are consolidated from the date when control is transferred to the ATN Group and cease to be consolidated when control is transferred out of the ATN Group.

For consolidation purposes, the financial statements of the subsidiaries with calendar period ending December 31 are consolidated in the Parent Company's financial statements as of March 31 which is allowed by the existing standard if the difference is not more than three months. Adjustments and disclosures are made for the effects of significant transactions or events that occurred between the date of subsidiaries' financial statements and the date of the consolidated financial statements.

3. Summary of Significant Accounting Policies

New Standards. Interpretations and Amendments adopted by the Group

The accounting policies adopted in the preparation of the interim financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the fiscal year ended March 31, 2021 except for the adoption of new standards effective as at April 1, 2021.

4. Summary of Significant Accounting Judgments and Estimates

The preparation of the interim financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts in the financial statements and related notes at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

There were no significant changes in the significant accounting judgments, estimates, and assumptions used by the Group.

5. Fair Value Measurement

Financial Instruments

The fair value of financial instruments traded in active market at the reporting date is based on their quoted market price. For all other financial instruments not listed in an active market, the fair value is determined by using appropriate techniques or comparison to similar instruments for which market observable price exists.

Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instruments or based on a valuation technique, the Group recognizes the difference between the transaction price and the fair value in the consolidated statements of income unless it qualifies for recognition as some other type of asset.

Set out below is the comparison of fair value and carrying value by category of financial assets and liabilities at the end of the reporting period.

	Quarter ending June 30, 2021		FY ending March 31, 2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Loans and receivables				
Cash	**12,808,611**	**12,808,611**	11,259,058	11,259,058
Financial assets at FVOCI	**57,233,000**	**57,233,000**	57,233,000	57,233,000
Other financial liabilities				
Accounts payable and accrued expenses	**3,823,089**	**3,823,089**	4,470,400	4,470,400
Bank loans	**47,000,000**	**47,000,000**	50,000,000	50,000,000
Deposits	**19,992,172**	**19,992,172**	22,130,199	22,130,199

Fair values were determined as follows:

- *Cash and accounts payable and accrued expenses*– The fair values are approximately the carrying amounts at initial recognition due to their short-term nature.

- *Financial asset at fair value through other comprehensive income* – The fair value of investments that are actively traded in organized markets is determined by reference to quoted market bid prices at the close of business on reporting date.

- *Bank loans* – The fair value of the loans payable is determined by discounting the principal using the market rate of 4.25%.

- *Deposits* - The fair value of deposits approximates the carrying value as at year end.

6. Financial Instruments, Risk Management Objectives and Policies

The main risks arising from the Company's financial instruments are liquidity risk, credit risk, and market risk. Risk management policies are summarized below.

Liquidity Risk
Liquidity or funding risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from either the inability to sell financial assets quickly at their fair values; or counterparty failing on repayment of a contractual obligation; or inability to generate cash inflows as anticipated.

Liquidity risk is a risk due to uncertain liquidity. An institution may suffer liquidity problem when its credit rating falls. The Group is also exposed to liquidity risk if markets on which it depends on are subject to loss of liquidity.

The Group manages its liquidity profile to: a) ensure that adequate funding is available at all times; b) meet commitments as they arise without incurring unnecessary costs; c) be able to access funding when needed at the least possible cost, and d) maintain an adequate time spread of financial maturities.

The table below summarizes the maturity profile of the Group's financial liabilities at June 30, 2021 and March 31, 2021 based on contractual undiscounted payments:

June 30, 2020	**On demand**	**Not later than one month**	**Later than 1 month & not later than 1 3 months**	**Later than 3 month & not later than 1 I year**	**No fixed payment period**	**Total**
Accounts payable and accrued expenses	**3,823,089**	**-**	**-**	**-**	**-**	**P 3,823,089**
Bank loans	**-**	**-**	**-**	**47,000,000**	**-**	**47,000,000**
Deposits	**-**	**-**	**-**		**19,992,172**	**19,992,172**
Due to related parties	**-**	**-**	**-**	**-**	**814,538,189**	**814,538,189**
	P 3,823,089	**-**	**-**	**P 47,000,000**	**P 834,530,361**	**P 885,353,450**

FY March 31, 2021	On demand	Not later than one month	Later than 1 month & not later than 1 3 months	Later than 3 month & not later than 1 l year	No fixed payment period	Total
Accounts payable and accrued expenses	P 4,470,400	-	-	-	-	P 4,470,400
Bank loans	-	-	-	50,000,000	-	50,000,000
Deposits	-	-	-	-	22,130,199	22,130,199
Due to related parties	-	-	-	-	803,095,213	803,095,213
	P 4,470,400	-	-	P 50,000,000	P 825,225,412	P 879,695,812

Credit Risk

Credit risk is risk due to uncertainty in a counterparty's (also called an obligor) ability to meet its obligation.

Generally, the maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown on the face of the consolidated statements of financial position (or in the detailed analysis provided in the notes to consolidated financial statements). Credit risk, therefore, is only disclosed in circumstances where the maximum potential loss differs significantly from the financial asset's carrying amount.

The table below shows the gross maximum exposure to credit risk of the Group as of June 30, 2021 and March 31, 2021. Net maximum exposure is the effect after considering collaterals and other credit enhancements.

	Gross maximum exposure	
	June 30, 2021	FY March 2021
Cash and cash equivalents	**P 12,808,611**	P 11,259,058
Trade receivables	**4,415,264**	4,979,948
Financial assets at FV through OCI	**57,233,000**	57,233,000
	P 74,456,875	P 73,472,006

The credit quality of the Group's assets as of June 30, 2021 and March 31, 2021 is as follows:

	Neither past due nor impaired				
June 30, 2020	**High grade**	**Standard grade**	**Past due but not impaired**	**Past due and impaired**	**Total**
Cash and cash equivalents	**12,808,611**	**-**	**-**	**-**	**P 12,808,611**
Trade receivables		**4,415,264**			**4,415,264**
FVOCI financial assets	**-**	**57,233,000**	**-**	**-**	**57,233,000**
	P 12,808,611	**P 61,648,264**	**P -**	**P -**	**P 74,456,875**

	Neither past due nor impaired				
FY March 31, 2021	High grade	Standard grade	Past due but not impaired	Past due and impaired	Total
Cash and cash equivalents	11,259,058	-	-	-	P 11,259,058
Trade receivables		4,979,948			4,979,948
FVOCI financial assets	-	57,233,000	-	-	57,233,000
	P 11,259,058	P 62,212,948	P -	P -	P 73,472,006

High grade cash and cash equivalents are short-term placements placed, invested, or deposited in banks belonging to the top banks in the Philippines in terms of resources and profitability.

Standard grade accounts are active accounts with propensity of deteriorating to mid-range age buckets. These accounts are typically not impaired as the counterparties generally respond to credit actions and update their payments accordingly.

Market Risk

Market risk is the risk of change in fair value of financial instrument from fluctuation in foreign exchange rates (currency risk), market interest rates (interest rate risk) and market prices (price risk), whether such change in price is caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market.

Market risk represents what the Group would lose from price volatilities. Market risk can be measured as the potential gain or loss in a position or portfolio that is associated with a price movement of a given probability over a specified time horizon.

The Group manages market risk by evenly distributing capital among investment instruments in different financial institution.

Price Risk

The Group's price risk exposure at year-end relates to financial asset whose value fluctuates as a result of changes in market price, principally, Investment in financial asset . The impact on the Group's equity excludes the impact of transactions affecting profit or loss since financial instrument carried at fair value are classified as Investment in financial asset securities.

Capital Management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance.

The Group sets the amount of capital in proportion to risk. The Group manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the dividends paid to shareholders or issue new shares.

The capital structure of the Group consists of issued share capital and additional paid-in capital.

The financial ratio at the year end, which is within the acceptable range of the Group, is as follows:

		June 30, 2021		FY March 31, 2021
Equity	**P**	**2,142,483,683**	P	2,143,209,820
Total assets		**3,742,793,983**		3,737,114,412
Ratio		**0.57**		0.57

7. Cash

Cash accounts with the banks generally earn interest at rates based on prevailing bank deposit rates. Cash in bank amounted to P12,808,611 and P11,259,058 as of June 30, 2021 and March 31, 2021, respectively.

8. Trade Receivables

Trade receivables represents receivables from sale of aggregates amounting to P4,415,264 as at June 30, 2021 and P4,979,948 as at March 31, 2021. Current portion of the receivable is P2,423,460 and one (1) to sixty (60) days overdue is P1,991,804.

9. Inventories

This account consist of the following:

		June 2021		FY March 2021
Stockpile inventory	**P**	**9,009,253**		7,643,590
Unused production supplies		**389,712**		389,712
	P	**9,398,965**	P	8,033,302

10. Other Current Assets

The composition of this account is as follows:

		June 2021		FY March 2021
Input taxes	**P**	**709,687**	P	1,083,227
Deposits		**1,082,646**		1,541,767
Prepaid taxes		**5,633,003**		6,198,720
	P	**7,425,336**	P	8,823,714

11. Non-Current Assets Held for Sale

The movements of this account are as follows:

		FY March 2021
Balance at the beginning of the year	P	99,298,000
Assets sold during the year		(75,892,857)
Impairment loss		(3,405,143)
Re-classification from investment property		(20,000,000)
	P	-

Details of transactions is as follows:

a. In 2019, the Company entered into contract to sell for the sale of investment properties located in Pampanga, previously classified as *Investment property* with carrying value of ₱99.3 million. The contract price is payable over the period of 9 months.

Consistent with the reclassification from investment property to Non-current asset held for sale, the related liability therefrom was credited to *Liability portion of the Non-current asset held for sale* amounting to ₱31.6 million in 2020. This liability pertains to the advance payment of the buyer in accordance with the sale agreement.

The sale was completed in 2021.

b. In 2012, the Company entered into various contract to sell for the sale of its condominium units classified as investment properties. The contract price is payable in equal monthly installments over a period of 10 years. During 2020, the sale was completed after certain terms was renegotiated of which ₱6,160,715 was reclassified back to Investment property.

12. Financial Asset at Fair Value through Other Comprehensive Income

The composition of this account is as follows:

Listed shares of stock	**P**	**1,333,000**
Unlisted shares of stock		**55,900,000**
	P	**57,233,000**

Listed and unlisted shares comprise the investment in Transpacific Broadband Group International, Inc. (TBGI), a publicly listed company in the Philippine Stock Exchange. Fair values were determined thru the published price from Philippine Stock Exchange.

13. Investments in Associates - net

This account consists of the following:

		June 2021		FY March 2021
Cost:				
Beginning of the year				
ATN Phils Solar Energy Group	**P**	**865,080,120**	P	865,080,120
Mariestad Mining Corp.		**11,306,000**		11,306,000
	P	**876,386,120**	P	876,386,120
Additions during the year (ATN Solar)		**-**		-
		876,386,120		876,386,120
Equity in net losses				
Beginning of the year		**(13,221,345)**		(12,865,287)
Current year		**(229,847)**		(356,058)
		(13,451,192)		(13,221,345)
Total		**862,934,928**		863,164,775
Allowance for impairment		**(11,306,000)**		(11,306,000)
	P	**851,628,928**	P	851,858,775

ATN Solar
ATN Solar is a grantee of a 25-year Renewable Energy Contract (*service contract*) with the Department of Energy (DOE) under Republic Act 9513 (*the RA*). The service contract grants ATN Solar the exclusive right to explore develop and utilize the solar energy source within Rodriguez, Rizal, as its contract area. More specifically, the contract includes setting up a 30 MW Solar PV Project (*the Solar Project*). The solar project is expected to generate a gross capacity of 33 MW peak of direct current and 30 MW of alternating current to be distributed within Metro Manila with projected revenue of P540 Million per year for the next 25 years.

In the of process setting up the foundation, PV mounting frames and modules and other land developments, the Company have identified the quality of rocks and boulders at the project site to be of commercial use. The Company then under took the production of aggregates.

MMC
In 2007, the Company entered into an investment agreement with MMC to participate in the extraction of manganese ores in the former's mining site. The Company's participation is in the form of providing financial resources to undertake the mining operations. The Company has financed a total of P7 million that is equivalent to 25% equity interest in MMC. Due to the non-commencement of mining operation, the Company provided a full impairment loss on its investment in MMC. Furthermore, there were no recent financial information available for MMC.

14. Investment Properties

The composition of this account as follows:

Land	**P**	**8,166,410**
Condominium units		**284,554,278**
Parking slots		**26,350,000**
Townhouses		**22,953,001**
	P	**342,023,689**

Investment properties consist of land, condominium units, parking lots, townhouses and commercial building.

The movement of this account is as follows:

		June 2021		FY March 2021
Balance at the beginning of the year	**P**	**342,023,589**	P	2,673,343,345
Additions arising from:				
Land improvements				7,623,850
Reclassifications:				
to Property and equipment				(2,358,943,606)
from NCA-held for sale		**-**		20,000,000
	P	**342,023,589**	P	342,023,589

15. Property and Equipment

Property and equipment consists of:

June 30, 2020	**Land and mine site Improvements**	**Machineries & equioment**	**Office Furniture & improvements**	**Transportation Equipment**	**Right-of-use assets**	**Total**
Cost						
At April 1, 2020	**2,358,943,606**	**47,025,758**	**P 6,331,055**	**P 2,641,072**	**P 5,238,392**	**P 2,420,179,883**
Addition			**-**		**-**	**-**
Reclassification	**-**		**-**	**-**	**-**	**-**
At April 1, 2020	**2,358,943,606**	**47,025,758**	**6,331,055**	**2,641,072**	**5,238,392**	**2,420,179,883**
Accumulated depreciation						
At April 1, 2020	**13,421**	**470,258**	**6,125,755**	**2,341,072**	**2,145,087**	**11,095,593**
Provisions	**26,842**	**940,516**	**17,900**		**334,693**	**1,319,951**
At April 1, 2020	**40,263**	**1,410,774**	**6,143,655**	**2,341,072**	**2,479,780**	**12,415,544**
Carrying value						
At April 1, 2020	**P 2,358,903,343**	**P 45,614,984**	**P 187,400**	**P 300,000**	**P 2,758,612**	**P 2,407,764,339**

FY March 31, 2021	Land and mine site Improvements	Machineries & equioment	Office Furniture & improvements	Transportation Equipment	Right-of-use assets	Total
Cost						
At April 1, 2020	-	-	P 6,331,055	P 2,641,072	P 5,238,392	P 14,210,519
Addition		47,025,758	-		-	47,025,758
Reclassification	2,358,943,606		-	-	-	2,358,943,606
At April 1, 2020	2,358,943,606	47,025,758	6,331,055	2,641,072	5,238,392	2,420,179,883
Accumulated depreciation						
At April 1, 2020	-	-	6,089,954	2,287,536	1,122,024	9,499,514
Provisions	13,421	470,258	35,801	53,536	1,023,063	1,596,079
At April 1, 2020	13,421	470,258	6,125,755	2,341,072	2,145,087	11,095,593
Carrying value						
At April 1, 2020	P 2,358,930,185	P 46,555,500	P 205,300	P 300,000	P 3,093,305	P 2,409,084,290

To prepare the site for quarry operation, the Group incurs stripping costs. These costs are incurred in the development phase which are capitalized as part of constructing the quarry site and subsequently amortized over its useful life using the unit-of-production method. The capitalization of stripping costs ceases when the quarry site is ready for production. Stripping cost is included as part of Land and mine site improvements. totaling ₱85.3 million in 2021.

Machineries and equipment in 2021 represent the purchase price including freight and insurance charges for the acquisition of stone and hydraulic cone crusher totaling ₱47 million. This machinery is used for the production of rock aggregates.

16. Accounts Payable and Accrued Expenses

This account consists of the following:

		June 2021		FY March 2021
Taxes payable	**P**	**2,985,000**	P	2,985,000
Trade		**838,089**		1,328,903
Other current liabilities		**-**		156,497
	P	**3,823,089**	P	4,470,400

Terms and conditions of the above financial liabilities are as follows:

- Tax payable pertains to the aggregate amount of taxes payable on sale of unlisted shares;
- Trade payables are noninterest-bearing and are normally settled on a 90-day term;
- Other current liabilities includes unearned rental income and expanded withholding taxes

17. Short-term Loans

Short-term loans represents loans from China Banking Corporation (CBC) amounting to P47 million as of June 30, 2021.

The Parent Company has an omnibus line with CBC for a maximum amount of P50 million. The total line of P50M was availed at various date during June 2019 to March 2020. Interest is re-priced every month ranging from 4.75% to 5.00%. The loan has a term of 360 days and is collateralized by a condominium unit in Summit One Tower.

18. Deposits

This account represents deposit on operating leases which is made in compliance with the existing leasing agreement with the lessee. The amount is refundable at the expiration of lease contracts.

19. Equity

Share capital
Component of share capital is as follows:

	Authorized share capital		Subscribed and paid	
Title of Issue	Number of shares	Amount	Number of shares	Amount
Common				
Class A	4,200,000,000	P 420,000,000	3,700,000,000	P 370,000,000
Class B	2,800,000,000	280,000,000	800,000,000	80,000,000
Preferred	5,000,000,000	500,000,000	-	
	12,000,000,000	P1,200,000,000	4,500,000,000	P 450,000,000

In accordance with the Articles of Incorporation, certain restrictions have been imposed regarding issuance and transfer of share capital as follows:

- Class "A" common shares are to be issued only to citizens of the Philippines or to partnership, association or corporation organized under the laws of the Philippines.

- Class "B" common shares are to be issued to any person subject to the required foreign ownership limitation under the laws of the Philippines.

- Preferred shares have the following features, rights and privileges:
  (i) Preferred shares are cumulative, non-participating and non-voting;
  (ii) The dividend rate is based on a formula determined by the BOD, re-prized every 5 years, 7 years, or 10 years
  (iii) The dividend is payable quarterly on each anniversary of issue date
  (iv) Holders of preferred shares have preference over holders of common shares;
  (v) Mandatory redemption on the 5^{th}, 7^{th} and 10^{th} year anniversary from issuance.

During the annual stockholders meeting held on November 14, 2019, the stockholders approved the increase in authorized capital from 12 billion shares to 24 billion shares both with par value of P0.10. The required subscription will be satisfied thru conversion of advances from stockholders totaling P632 million at a pre-determined subscription price. As of August 12, 2020 the application for increase in capital is still pending with the Securities and Exchange Commission.

Unrealized loss on fair value through other comprehensive income/Available-for-sale securities

The movement of this account is as follows:

	June 2021	FY March 2021
Balance at the beginning of the year	**32,617,515**	(3,103,863)
Changes in fair value - net of deferred tax	**-**	35,721,378
	32,617,515	32,617,515

20. Cost of Sales and Services

The breakdown of this account is as follows:

		June 2021		**June 2020**
Cost of aggregates sold	**P**	**2,543,988**		P -
Direct cost on real estate leasing		**514,435**		501,844
	P	**3,058,423**	P	17,000,000

21. Administrative Expenses

The breakdown of this account is as follows:

		June 2021		June 2020
Communication and association dues	**P**	**1,466,055**	P	1,128,669
Depreciation and amortization		**379,435**		854,638
Salaries, wages and benefits		**1,209,979**		636,113
Professional fees		**497,000**		451,427
Taxes, licenses and permits		**100,656**		222,703
Rent		**212,566**		220,855
Security services		**122,857**		115,590
Office supplies and printing		**85,335**		88,377
Transportation and travel		**117,214**		68,284
Representation		**96,317**		53,950
Insurance		**67,327**		24,135
Miscellaneous		**403,378**		798,294
	P	**4,758,119**	P	4,663,035

22. Related Party Transactions

Transactions, year-end balances and terms and conditions with related parties are as follows:

(i) Due from related parties

	June 30, 2021							
Related parties		**Beginning balance**		**Availment**		**Collection**		**Ending balance**
Associates								
ATN Phils. Solar Energy Group Inc.	**P**	**27,718,636**		**8,094,472.00**		**-**	**P**	**35,813,108**
Companies under common control								
Transpacific Broadband Group Int;l Inc.		**16,100,000**		**-**		**1,817,257**		**14,282,743**
Sierra Madre Consolidated Mines		**11,756,000**		**-**		**-**		**11,756,000**
Stockholders		**-**		**-**		**-**		**-**
		55,574,636		**8,094,472**		**1,817,257**		**61,851,851**
Allowance for ECL		**11,756,000**		**-**		**-**		**11,756,000**
	P	**43,818,636**	**P**	**-**	**P**	**1,817,257**	**P**	**50,095,851**

	FY March 31, 2021							
Related Parties		Beginning balance		Availment		Collection		Ending balance
Associates								
ATN Phils. Solar Energy Group Inc.	P	3,794,831	P	23,923,805		-	P	27,718,636
Companies under common control								
Transpacific Broadband Group Int;l Inc.		13,100,000		16,100,000		13,100,000		16,100,000
Sierra Madre Consolidated Mines		11,756,000		-		-		11,756,000
Stockholders		2,560,677		-		2,560,677		-
		31,211,508		40,023,805		15,660,677		55,574,636
Allowance for ECL		11,756,000		-		-		11,756,000
	P	19,455,508	P	40,023,805	P	15,660,677	P	43,818,636

There were no provisions for ECL during 2020 and 2019 covering Due from related parties.

(ii) Due to related parties

	June 30, 2021							
Related parties		**Beginning balance**		**Availment**		**Collection**		**Ending balance**
Companies under common control								
Unipage Management Inc.		**236,794,597**		**63,595,616**				**300,390,213**
Transpacific Broadband Group Int'l Inc.		**634,237**				**634,237**		**-**
Stockholders		**565,666,379**				**51,518,403**		**514,147,976**
	P	**803,095,213**	**P**	**63,595,616**	**P**	**52,152,640**	**P**	**814,538,189**

	FY March 31, 2021							
Due to related parties		Beginning balance		Availment		Collection		Ending balance
Companies under common control								
Unipage Management Inc.	P	180,845,525		55,949,072		-	P	236,794,597
Transpacific Broadband Group Int'l Inc.		1,705,810		-		1,071,573		634,237
Stockholders		510,364,736		55,301,643		-		565,666,379
	P	692,916,071	P	111,250,715	P	1,071,573	P	803,095,213

The details of subsidiaries' accounts that were eliminated in the process of consolidation are as follows:

		June 2021		FY March 2021
AHCDC	**P**	**11,707,392**	P	10,768,677
MCPI		**8,642,328**		8,542,328
PLDI		**30,026,965**		30,386,720
	P	**50,376,685**	P	49,697,725

The Group did not recognize any key management compensation nor provided any stock options and bonuses as of June 30, 2021 and for the fiscal years ended March 31, 2021.

23. Earnings (Loss) per Share

Earnings per share is computed by dividing the income for the period by the weighted average number of common shares as follows:

	June 2021	June 2020
Earnings	**(726,137)**	(1,592,759)
Divided by :		
Weighted Average Shares	**4,500,000,000**	4,500,000,000
Earning per share	**(0.000)**	**(0.000)**

24. Segment Information

For management reporting purposes, the Group is divided into two (2) reportable segments as consisting of the (i) Real estate leasing and (ii) Aggregates which is involve in the production and selling of rock aggregates. The latter being introduced only in 2021.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects is measured differently from operating profit or loss in the consolidated financial statements.

Segment information for the reportable segment is shown in the following table:

As of June 2021

	Real estate leasing	Aggregates	Non-segment items	Total
Revenues	**4,600,062**	**3,616,523**	**5,083**	**8,221,668**
Cost and expenses	**514,435**	**2,543,987**	**-**	**3,058,422**
Segment results				**-**
Segment assets	**247,085,569**	**77,080,708**		**324,166,277**
Segment liabilities	**787,803,714**	**791,782,534**		**1,579,586,248**
Non-cash expenses				**-**
Depreciation	**379,434**	**940,516**		**1,319,950**

As of June 2020

	Real estate leasing	Non-segment items	Total
Revenues	5,137,613	7,889	5,145,502
Cost and expenses	501,844	-	501,844
Segment results			-
Segment assets	2,819,380,560		2,819,380,560
Segment liabilities	35,251,312		35,251,312
Non-cash expenses			-
Depreciation	854,638		854,638

25. Events after Reporting Date

COVID -19 Pandemic
On March 11, 2020, the World Health Organization declared a global pandemic as a result of increasing number of COVID-19 cases worldwide. This was followed by the President of Philippines' issuance of Presidential Proclamation Order No. 929 declaring a State of Calamity in the Country from the COVID-19 outbreak. These events resulted to a slowdown in the Philippine economy as lockdowns and quarantine measures were put in place. While the financial impact is considered a non-adjusting event, the effect on the Group's operations and financial performance, however, cannot be reasonably determined as at June 30, 2021. The Company believes that it can remain on a going concern when the State of Calamity is lifted.

26. Other SEC requirements

Disclosures on the issuer's interim financial report, in compliance with Philippine Financial Reporting Standards:

1. There is no seasonality or cyclicality of interim operations.
2. There is no item that has unusual effect on asset, liabilities, equity, net income and cash flows.
3. There is no change in the nature and amounts reported in prior interim periods of the current financial year or prior financial year.
4. There is no issuance, repurchase nor repayment of debt and equity securities during the interim period.
5. There is no dividend paid for ordinary or other shares.
6. There is no material event subsequent to the end of the interim period that has not been reflected in the financial statements.
7. There is no change in the composition of the issuer such as business combination, acquisition, disposal of subsidiary and long-term investment, and restructuring during the interim period.
8. There is no change in contingent assets or contingent liabilities since the last annual balance sheet date.
9. There is no seasonal effect that had material effect on financial condition or result of operation.

Item 2. Management's Discussion and Analysis of Operation

(B) Interim Periods

The company and its three majority-owned subsidiaries use current ratio and debt to equity ratio to measure liquidity, and gross profit margin and net income to sales ratio as key performance indicators. Current ratio is calculated using current accounts cash, marketable securities, receivables, accounts payable, income tax payable and other liabilities maturing in one year. Debt to equity ratio is derived from division of total debt by total amount of stockholders' equity. Profit margin is computed based on ratio of income from operation (before financing charges and other income/loss) to total revenues.

The company uses past year performance as basis for expected results in current year. With the bulk of its business in real estate, the company has no productivity program. It adopts a prudent policy of matching expenditures with revenues to keep current accounts position in balance

The following are 7 (seven) key performance and financial soundness indicators of the company:

Current Ratio	Calculated ratio of current assets into current liabilities. Indicates the ability of the company to finance current operations without need for long term capital
Debt-to Equity Ratio	Calculated ratio of total debt into total equity. Indicates the level of indebtedness of the company in relation to buffer funds provided by equity against any operating losses. Also indicates the capacity of the company to absorb or take in more debt.
Asset-to-Equity Ratio	Calculated ratio of total asset into total equity. Indicates the long-term or future solvency position or general financial strength of the company.
Interest Rate Coverage Ratio	Calculated ratio of earnings before interest and taxes into interest expenses. Indicates the ability to meet its interest payments.
Gross profit Margin	Calculated ratio expressed in percentage of the gross margin into total revenues. Indicates the ability of the company to generate margin sufficient to cover administrative charges, financing charges and provide income for the stockholders.
EBITDA	Calculated earnings before income tax, and non-cash charges. Indicates the efficiency of the company in generating revenues in excess of cash operating expenses.
Net Income to Sales Ratio, and Earnings per Share	Calculated ratio of net income into total revenues. Indicates the efficiency of the company in generating revenues in excess of cash operating expenses and non-cash charges, and the ability of the company to declare dividends for stockholders.

	ATN Holdings (Consolidated)		Palladian Land		Advanced Home		Managed Care	
	June 2021	June 2020	June 2021	June 2020	June 2021	June 2020	June 2021	June 2020
Current Ratio	0.67	1.13	20	2.00	-	0.05	-	0.03
Debt to Equity Ratio	0.75	0.75	0.40	0.43	3.39	3.26	1.6	1.6
Asset to Equity Ratio	1.75	1.75	1.40	1.43	4.39	4.26	0.62	0.62
Interest Rate Coverage Ra	0.21	0.23	-	0.81	-	-	-	-
Gross Profit Margin	63%	90%	88%	90%	-	-	-	-
EBITDA	-PhP277,805	-PhP645,406	PhP10,661	PhP636,408	-PhP101,450	-PhP130,152	-PhP101,580	-PhP266,742
Net Income to Sales Ratio	-9%	-31%	9%	-3%	-	-	-	-
Net Income (loss)	-PhP726,137	-PhP1,592,759	-PhP390,094	-PhP168,082	-PhP101,450	-PhP130,152	-PhP101,580	-PhP266,742

On a consolidated basis, ATN accounts that changed by more than 5% compared to quarter ending June 30, 2021 financial statements are as follows:

1. Cash and cash equivalent increased to Php12.8 million from Php12.2 million (13%).
2. Trade receivables decreased to Php4.4 million from Php4.9 million (-11%)
3. Inventories increased to Php9.39 million from Php8.03 million (17%)
4. Other current assets decreased to Php7.4 million from Php8.8 million (-15%)
5. Due from related parties increased to Php50 million from Php43 million (14%)
6. Accounts payable and accrued expenses decreased to Php3.8 million from Php4.4 million (-14%)
7. Short-term Interest bearing loans decreased to Php47 million from Php50 million (-6%).
8. Deposits decreased to Php19.9 million from Php21 million (-6%)

9. Total revenue increased as of June 30, 2021 to Php8.2 million compared to P5 million as of June 30, 2020 (59%).
10. Cost of sales and services increased as of June 30, 2021 to Php3 million compared to Php500 thousand as of June 30, 2020 due to sale of aggregates (509%)
11. Administrative expenses almost the same from Php4.6 million in June 2020 compared to Php4.7million in June 2021.. The following are the accounts with more than 5% change:
    a. Increased in communication and dues by Php337 thousand (29%)
    b. Decrease in depreciation and amortization by Php475 thousand (-55%)
    c. Increased in salaries and wages by Php573 thousand (90%)
    d. Increase in professional fees by Php45 thousand (10%).
    e. Decreased in taxes and licenses by Php122 thousand (-54%)
    f. Increased in security services by Php7 thousand (6%)
    g. Increased in transportation and travel by Php48 thousand (71%)
    h. Increase in insurance by Php43 thousand (178%)

Corporate Development

The ATN Group subscribed 690 million shares and paid-up of 650 million shares in ATN Solar Energy Group, Inc., (ATN Solar). ATN Solar is engaged in renewable energy generation and trade distribution of renewal energy equipment and accessories. ATN Solar secured a service contract from the Department of Energy for its 30-MW Rodriguez Solar Power Project on May 12, 2011 and a Certificate of Registration from the BOI for income tax holiday, which can be availed in the first seven years of operation.

With the company's sound financial condition, ATN can ride the Corona Virus 19 pandemic, given its low debt to equity ratio, and the low cash burn rate that had been deliberately structured to survive financial market stress. Hence there is no foreseeable event, which may have a material impact on its short-term liquidity, and no seasonal aspect had material effect on the financial condition of the Company's operation.

Improvements of real estate assets can be funded by borrowings and augmented by internally generated funds because of its large capacity to absorb debt relative to the value of its hard assets. To the best knowledge of Management there are no unusual or non-recurrent accounts that adversely affect the financial condition of the company five years going forward.

For the period ended 2019, MCPI has ceased its healthcare operation and sold a significant portion of its medical equipment. AHCDC and PLDI likewise ceased to actively sell its remaining real estate properties and were classified to investment properties as a result of change in recognition. The financial statements do not include any adjustment that might result from this uncertainty.

The company expects to continue its focus on its existing principal activities and actively pursue opportunities for investment in the construction materials supply business and renewable energy sectors in the Philippines.

SIGNATURES

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

Company : **ATN HOLDINGS, INC.**

Signature and Title :

PAUL B. SARIA
Principal Financial Officer
August 19, 2021

CELINIA FAELMOCA
Principal Accounting Officer
August 19, 2021