

PHILIPPINE STOCK EXCHANGE, INC.
REGISTRATION

OSCAR L. GOMEZ

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SEC Number **A1999-04544**
TIN Number **203-420-423**

ABS-CBN HOLDINGS CORPORATION

(Company's Full Name)

**4th Floor, Benpres Building, Exchange Road
corner Meralco Avenue, Pasig City**

(Company's Address)

631-3111

(Telephone Number)

December 31

(Fiscal Year Ending)
(month & day)

Form 17- Q

Form Type

Amendment Designation (If applicable)

March 31, 2001

Period Ended Date

(Secondary License Type and File Number)

PHILIPPINE SECURITIES AND EXCHANGE COMMISSION
SEC FROM 17-Q

OSCAR L. GOMEZ

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SECURITIES AND EXCHANGE COMMISSION
SEC FROM 17-Q

SEC
H.R.A.S.D.
MAY 15 2001
CENTRAL RECORDS

**QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES
REGULATION CODE AND SRC RULE 17 (2)(b) THEREUNDER**

1. For the quarter ended March 31, 2001
 2. SEC Identification No. A1999-04544 3. BIR Tax Identification No. 203-420-423
 4. Exact name of the registrant as specified in its charter
ABS-CBN HOLDINGS CORPORATION
 5. Philippines 6. _____ (SEC use only)
Province, Country or other jurisdiction of Industry Classification code:
Incorporation or organization
 7. 4/F Benpres Building, Meralco Ave. corner Exchange Road, Pasig City, 1600
Address of principal office Postal code
 8. (632) 631-3111
Registrant's telephone number, including area code
 9. Worldtech Holdings Corporation
Former name, former address, and former fiscal year, if changed since last year
 10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock Outstanding
And Amount of Debt Outstanding |
|---------------------------------------|--|
| Philippine Depositary Receipts | 267,296,500 shares |
11. Are any or all of these securities listed on the Philippine Stock Exchange?
Yes [] No []
 12. Check whether the registrant:
 - a) has filed all reports to be filed by Section 17 of the Code and SRC Rule 17 thereunder or section 11 of the RSA and RSA Rule 11(a)-1 thereunder and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports):
Yes [] No []
 - b) has been subject to such filing requirements for the past 90 days.
Yes [] No []

Part I- Financial Information

Item I. Financial Statements

The unaudited financial statements are filed as part of the Form.

Item II Management Discussion and Analysis of Financial Condition and Results of Operations

Net loss of ₱ 463,643 represents mainly of general and administrative expenses for the period March 31 2001.

Part II Other Information

No other information that needs to be disclosed.

ABS-CBN HOLDINGS CORPORATION**BALANCE SHEETS**

MARCH 31, 2001 AND DECEMBER 31, 2000

	March 31, 2001 (Unaudited)	December 31, 2000 (Audited)
ASSETS		
Current Asset		
Cash in bank	P 1,375,732	P 2,062,042
Prepaid Expenses	412,500	-
Total Current Assets	1,788,232	2,062,042
Investments in ABS-CBN Shares Held in Trust - at cost (Note 3)	12,545,906,686	12,574,823,836
	P 12,547,694,918	P 12,576,885,878
LIABILITIES AND STOCKHOLDERS' EQUITY		
Philippine Depositary Receipts (Note 3)	P 12,519,177,036	P 12,548,035,856
Deferred Income (Note 3)	26,729,650	26,787,980
Accrued Expenses	2,221,876	2,032,042
Due to an Affiliate	21,310,515	21,310,515
Capital Deficiency		
Capital stock - P100 par value		
Authorized - 1,000 shares		
Subscribed - 400 shares (net of subscriptions receivable of P 10,000 in 2000 and P 30,000 in 1999	30,000	30,000
Deficit	(21,774,158)	(21,310,515)
	(21,744,158)	(21,280,515)
	P 12,547,694,918	P 12,576,885,878

See accompanying Notes to Financial Statements.

ABS-CBN HOLDINGS CORPORATION**STATEMENTS OF INCOME AND DEFICIT****(UNAUDITED)****FOR THE THREE MONTHS ENDED MARCH 31, 2001 AND 2000**

	March 31	
	2001	2000
REVENUES		
Realized deferred income (Note 3)	P 92,720	P -
Interest	6,521	-
	99,241	-
EXPENSES		
Operating	470,165	343,609
Loss on conversion of PDRs (Note 3)	92,720	-
	562,885	343,609
NET LOSS	(463,643)	(343,609)
DEFICIT AT BEGINNING OF PERIOD	(21,310,515)	(21,310,515)
DEFICIT AT END OF PERIOD	P (21,774,158) P	(21,654,124)

See accompanying Notes to Financial Statements.

ABS-CBN HOLDINGS CORPORATION
STATEMENTS OF CASH FLOWS
FOR THE THREE MONTHS ENDED MARCH 31, 2001 AND 2000

	March 31	
	2001	2000
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Loss	P (463,643)	P (343,609)
Adjustment to reconcile net loss to net decrease in cash:		
Changes in assets and liabilities:		
Increase in prepaid expenses	(412,500)	-
Increase in accrued expenses	189,833	343,609
NET DECREASE IN CASH	(686,310)	-
CASH AT BEGINNING OF PERIOD	2,062,042	10,000
CASH AT END OF PERIOD	P 1,375,732	P 10,000
SUPPLEMENTAL INFORMATION ON NON CASH INVESTING AND FINANCING ACTIVITIES		
Conversion of PDRs into ABS-CBN shares	P 28,917,150	P -
Acquisition of ABS-CBN shares through issuance of PDRs	-	445,731,734

See accompanying Notes to Financial Statements.

ABS-CBN HOLDINGS CORPORATION

NOTES TO FINANCIAL STATEMENTS

1. Incorporation and Status of Operations

The Company was incorporated on March 30, 1999 as Worldtech Holdings Corporation, for the primary purpose of investing, purchasing and holding real and personal property including but not limited to shares of stock, bonds, debentures, notes, evidences of indebtedness or other securities or obligations. On September 16, 1999, the Securities and Exchange Commission approved the change in the Company's corporate name to ABS-CBN Holdings Corporation.

The Company has undertaken not to conduct any business other than in connection with the issuance of Philippine Depositary Receipts [PDRs (see Note 3)], the performance of obligations under the PDRs and the acquisition and holding of shares of ABS-CBN Broadcasting Corporation (ABS-CBN) in respect of which PDRs are issued.

2. Summary of Significant Accounting Policies

Investment in ABS-CBN Shares

Investment in ABS-CBN shares is carried at cost. The cost of ABS-CBN shares issued in exchange for PDRs exercised is based on the average cost of all the shares held at the time of exercise.

Income Tax

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial reporting bases of assets and liabilities and their related tax bases and net operating loss carryover (NOLCO). Deferred tax assets and liabilities are measured using the tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. A valuation allowance is provided when it is more likely than not that some portion or all of the deferred tax assets will not be realized.

3. Philippine Depositary Receipts (PDRs)

On September 29, 1999, the Company offered 132,000,000 PDRs relating to 132,000,000 ABS-CBN shares. Each PDR was issued for a total consideration of ₱46.00, which consist of a deposit of ₱45.90 and a PDR option price of ₱0.10. The deposits are shown as "Philippine depositary receipts" while the PDR option price is shown as "Deferred income" in the accompanying balance sheets. The deferred income will be realized upon exercise of the PDRs.

Each PDR grants the holders, upon payment of the exercise price and subject to certain other conditions, to delivery of one ABS-CBN share or the sale of and delivery of the proceeds of such sale of one ABS-CBN share. The ABS-CBN shares are still subject to ownership restrictions on shares of corporations engaged in mass media and ABS-CBN may reject the transfer of shares to persons other than Philippine nationals. The PDRs may be exercised at any time from October 7, 1999.

Any cash dividends or other cash distributions in respect of the underlying ABS-CBN shares shall be applied by the Company towards its operating expenses and any amounts remaining shall be distributed pro rata among outstanding PDR holders. The PDRs were listed in the Philippine Stock Exchange on October 7, 1999.

Immediately prior to the closing of the PDR offering described above, the Lopez Group, to which the Company is affiliated, transferred 132,000,000 ABS-CBN shares to the Company in relation to which the PDRs were issued. These shares are shown separately as "Investment in ABS-CBN shares" in the balance sheets. For as long as the PDRs are not exercised, these shares underlying the PDRs are, and will continue to be registered in the name of, and owned by, and all rights pertaining to these shares, including voting rights, shall be exercised by the Company. The obligations of the Company to deliver the ABS-CBN shares on exercise of the right contained in the PDRs are secured by the Pledge of Shares in favor of the Security Agent acting on behalf of each holder of a PDR over the ABS-CBN shares.

At any time after the initial offering, a shareholder may, at his option and from time to time, deliver shares to the Company in exchange for an equal number of PDRs.

The details and movements of this account follows:

	Number of shares	Investment in ABS-CBN Shares	PDR
Initial offering	132,000,000	₱6,072,000,000	₱6,058,800,000
Exchanges of ABS-CBN shares into PDRs after initial offering	80,352,306	3,502,186,975	3,494,151,744
Balance at December 31, 1999	212,352,306	9,574,186,975	9,552,951,744
Exchanges of ABS-CBN shares into PDRs	60,286,894	3,235,422,861	3,229,394,172
Conversion of PDRs	(4,759,400)	(234,786,000)	(234,310,060)
Balance at December 31, 2000	267,879,800	₱12,574,823,836	₱12,548,035,856
Conversion of PDRs	(583,300)	(28,917,150)	(28,858,820)
Balance at March 31, 2001	267,296,500	₱12,545,906,686	₱12,519,177,036

ABS-CBN shares were converted into PDRs at a market price ranging from ₱42.00 to ₱50.00 in 2001.

4. Income Tax

The significant components of the deferred tax assets follows:

	2001	2000
Deferred tax asset:		
Deferred income	₱8,553,488	₱8,572,154
NOLCO	40,053,149	39,873,026
Valuation allowance	(48,606,637)	(48,445,180)
	₱-	₱-

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.

ABS-CBN HOLDINGS CORPORATION

By:



ENRIQUE I. QUIASON
Corporate Secretary



OSCAR M. LOPEZ
Chairman, President and,
Chief Executive and Operating Officer