APC GROUP INC.

May 13, 2014

DISCLOSURE DEPARTMENT
PHILIPPINE STOCK EXCHANGE, INC.
Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City 1226

Attention: Ms. Janet Encarnacion
Head, Disclosure Department

Gentlemen:

We hereby submit APC Group Inc.'s SEC Form 17Q for the first quarter ended March 31, 2014.

We trust the foregoing is in order.

Thank you very much.

Very truly yours,

Jackson T. Ongsip
EVP/CFO

Ground Floor, PhilCom Building
8755 Paseo de Roxas, Makati City
Metro Manila, Philippines
Tels.: (632) 845-0620; 845-0621
(632) 845-0637; 845-0638
(632) 845-0614; 845-0647
Fax No.: (632) 845-0259

COVER SHEET

A S 0 9 3 - 8 1 2 7

S. E. C. Registration Number

A P C G R O U P , I N C .

(Company's Full Name)

8 TH F L O O R P H I L C O M B U I L D I N G

8 7 5 5 P A S E O D E R O X A S

M A K A T I C I T Y

(Business Address: No. Street City/Town/province)

MONETTE T. CRUZ

Contact Person

845-0614

Company's Telephone Number

1	2		3	1

Month Day

Fiscal Year

SEC Form 17Q

FORM TYPE

Month Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Number of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

L C U

Cashier

S T A M P S

Remarks = Pls. use black ink for scanning purposes

COVER SHEET

APC GROUP INC.
(Company's Full Name)

8755 Ground Floor, Philcom Bldg. Paseo de Roxas Makati City
(Company's Address: No. Street City/Town/Province)

845-0614;845-0620;845-0621
(Company's Telephone No.)

December 31
(Fiscal Year Ending)
(Month & Day)

June 16
(Annual Meeting)

TERM EXPIRING ON:

1ST QTR 2014
SEC 17Q
(FORM TYPE)

Amendment & Designation (If applicable)

(Secondary License Type, If any)

LGU

Cashier

DTU

ASO93-008127-A
S.E.C. Reg. No.

Centrol Receiving Unit

File Number

Document I.D.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17 - Q

QUARTERLY REPORT PURSUANT TO SECTION 11 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. **For the quarter period ended** **March 31, 2014**

2. **Commission identification number** **AS093-08127** 3. **BIR Tax Identification No.** **002-834-075**

4. **Exact name of registrant as specified in its charter** **APC GROUP, INC.**

5. **Province, Country or other jurisdiction of incorporation/organization** **Philippines**

6. **Industry classification** ☐ **(SEC Use Only)**

7. **Address of registrant's principal office**
Eight Floor, Philcom Bldg., 8755 Paseo de Roxas, Makati City, 1226

8. **Registrant's telephone number, including area code** **(632) 845-0614**

9. **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	**Number of Shares of common Stock outstanding and amount of debt outstanding**
Common Stock	**7,511,809,997**

11. **Are any or all of the Securities listed in a Stock Exchange?**

Yes(X) **No( )**

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Out of a total of 7,511,809,997 outstanding common shares, only 2,726,641,700 shares are listed on the Philippine Stock Exchange (PSE).

12. **Indicate by check whether the registrant:**

(a) **has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11 (a)-1 thereunder and Sections 26 and 141of the Corporation Code of the Philippines, during the preceeding months (or for such shorter period the registrant was required to file report (s)**

Yes(X) **No( )**

(b) **has not been subject to such finling requirements for the past 90 days**

Yes(X) **No( )**

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

APC GROUP INC. AND SUBSIDIARIES
Consolidated Statements of Financial Position
March 31, 2014

		March 2014		December 31 2013 (Audited)
ASSETS				
Current Assets				
Cash and cash equivalents	P	78,513,097	P	73,754,007
Trade and other receivables		2,233,310		11,346,682
Available-for-sale financial assets		84,921		84,921
Other current assets		5,926,691		5,805,854
Total Current Assets		**86,758,019**		**90,991,464**
Noncurrent Assets				
Available-for-sale financial assets		34,685,100		28,185,100
Property and equipment		515,772		678,112
Investment properties		156,986,106		156,986,106
Other noncurrent assets - net		91,947,832		91,229,241
Total Noncurrent Assets		**284,134,809**		**277,078,559**
	P	**370,892,828**	P	**368,070,023**
LIABILITIES AND EQUITY				
Current Liabilities				
Trade and other payables	P	31,429,838	P	28,008,877
Income tax payable		-		98,016
Advances from related parties		79,406,947		79,406,947
Total Current Liabilities		**110,836,786**		**107,513,840**
Noncurrent Liabilities				
Subscriptions payable		75,161,959		75,161,959
Accrued retirement costs		2,700,600		6,422,300
Total Noncurrent Liabilities		**77,862,558**		**81,584,259**
Total Liabilities		**188,699,344**		**189,098,099**
Equity Attributable to Equity Holders of the Parent Company				
Capital Stock		6,388,012,148		6,388,012,148
Additional paid-in capital		1,613,942,096		1,613,942,096
Unrealized mark-to-market gain on available-for-sale financial assets		21,500,000		15,000,000
Gain on dilution		226,304		226,304
Remeasurement loss on defined benefit obligation		(2,634,205)		(2,634,205)
Deficit		(7,804,035,712)		(7,799,599,734)
Treasury sahres		(29,435,220)		(29,435,220)
Total Equity Attributable to Equity Holders of the Parent Company		**187,575,411**		**185,511,389**
Equity Attributable to Non-controlling Interests		(5,381,927)		(6,539,465)
Total Equity		**182,193,484**		**178,971,924**
Total Equity	**P**	**370,892,828**	**P**	**368,070,023**

APC GROUP INC. AND SUBSIDIARIES
Consolidated Income Statements
March 31, 2014

		1st Quarter 2014 (Jan-Mar)		1st Quarter 2013 (Jan-Mar)
INCOME (EXPENSES)				
General and administrative	P	(4,732,166)	P	(4,206,374)
Interest Income		187,699		322,934
INCOME (LOSS) BEFORE INCOME TAX		**(4,544,467)**		**(3,883,440)**
Provision for Income tax-current		13,190		-
Net income (loss) from continuing operations		**(4,557,657)**		**(3,883,440)**
Net income (loss) from discontinued operations				**87,458**
NET INCOME (LOSS)	P	(4,557,657)	P	(3,795,982)
OTHER COMPREHENSIVE INCOME (LOSS)				
Unrealized mark-to-market gain/loss on available-for-sale financial assets		6,500,000		(1,000,600)
TOTAL COMPREHENSIVE INCOME (LOSS)		**1,942,343**		**(4,884,040)**
Net Income/loss attributable to:				
Equity holders of the Parent Company		(4,435,979)		(3,833,172)
Non-controlling interests		(121,679)		37,190
		(4,557,657)		**(3,795,982)**
Total comprehensive income/loss attributable to:				
Equity holders of the Parent Company		2,064,021		(4,921,230)
Non-controlling interests		(121,679)		37,190
		1,942,343		**(4,884,040)**
Basic/Diluted Earnings (Loss) Per common Share				
(P4,435,979)/7,504,203,999 March 31, 2014	**P**	**(0.0006)**	**P**	**(0.0005)**
(P3,833,172)/7,504,203,999 March 31, 2013				
Weighted average number of common shares:				
Total common shares		7,511,809,999		7,511,809,999
Less: Treasury shares		(7,606,000)		(7,606,000)
Weighted average common shares		**7,504,203,999**		**7,504,203,999**

APC GROUP, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	March 2014			March 2013		
	Number of Shares		Amount	Number of Shares		Amount
CAPITAL STOCK						
P 1 par value						
Authorized						
Preferred shares	6,000,000,000	P	6,000,000,000	6,000,000,000	P	6,000,000,000
Common shares	14,000,000,000		14,000,000,000	14,000,000,000		14,000,000,000
	20,000,000,000		20,000,000,000	20,000,000,000		20,000,000,000
Issued						
Common						
Balance at end of quarter	2,498,069,059		2,498,069,059	2,498,069,059		2,498,069,059
Subscribed (net of subscription receivable amounting to P1,123,797,849)						
Common						
Balance at end of quarter	3,889,943,089		3,889,943,089	3,889,943,089		3,889,943,089
Capital Stock						
Common						
Balance at end of quarter	6,388,012,148		6,388,012,148	6,388,012,148		6,388,012,148
Additional Paid-in Capital			1,613,942,096			1,613,942,096
Gain on dilution			226,304			226,304
Unrealized Mark-to-Market Gain /Loss on Available for Sale Financial Assets			21,500,000			17,999,700
Remeasurement loss on defined benefit obligation			(2,634,205)			-
Deficit						
Balance at beginning of year			(7,799,599,733)			(7,738,007,904)
Net income(loss)			(4,435,980)			(3,833,171)
Balance at end of year			(7,804,035,712)			(7,741,841,075)
Less cost of 7,606,000 shares held by a subsidiary			(29,435,220)			(29,435,220)
Minority interest			(5,381,927)			(37,190)
		P	**182,193,484**		**P**	**248,866,763**

APC GROUP INC. AND SUBSIDIARIES
Consolidated Statement of Cash Flows
For the Period Ended March 31, 2014

		Jan. - March 2014		Jan. - March 2013
Net cash provided by (used in) operating activities	P	4,354,964	P	20,516,340
Net cash provided by (used in) investing activities		(753,412)		(428,426)
Net cash provided by (used in) financing activities		1,157,538		(1,466,743)
Net increase(decrease) in cash and cash equivalents		4,759,090		18,621,171
Net cash flows from discontinued operation		-		(1,291,438)
Cash and cash equivalents at beginning of year		73,754,007		44,629,483
Cash and cash equivalents at end of March	**P**	**78,513,097**	**P**	**63,250,654**

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

Balance Sheet

Total assets decreased by P2.8 million from P368.1 million as of December 31, 2013 to P370.9 million as of March 31, 2014.

- Cash and cash equivalents increased by P4.8 million, mainly due to collection of a receivable from sale of available-for-sale financial assets (P9.2 million) partially offset by the disbursements for operating activities of APC Parent and its subsidiaries (P4.2 million).
- Receivables decreased by P9.1 million attributable to the collection of receivable from sale of available-for-sale financial assets as mentioned above.
- Non-current Available for Sale Financial Assets increased by P6.5 million due to the increase in market value of investments in stocks.

Liabilities decreased by P0.4 million due to payments of current liabilities of APC Parent and its subsidiaries.

Stockholders' Equity as of March 31, 2014 and December 31, 2013 amounted to P182.2 million and P179.0 million, respectively. The increase of P3.2 million was due to unrealized mark-to-market gain on available for sale (P6.5 million), partially offset by the net loss for the first quarter of 2014 (P4.4 million).

There were no off-balance sheet transactions.

Income Statement

Net loss for the first quarter of 2014 amounted to P4.6 million which is 17% or P0.8 million higher compared to the same period last year.

Total comprehensive income increased by P6.8 million from P4.9 million loss for the first quarter of 2013 to P2.0 million income for the first quarter of 2014. This was due to the unrealized mark-to-market gain on available-for-sale financial assets.

As of March 31, 2014, except for what has been noted in the preceding, 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:

- Known trends, demands, commitments, events or uncertainties that would have a material impact on the Company;
- Material commitments for capital expenditures that are reasonably expected to have a material impact on the Company's short-term or long-term liquidity;
- 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;
- Significant elements of income or loss that did not arise from the Company's continuing operations;
- Seasonal aspects that had a material impact on the Company's results of operations; and
- Material changes in the financial statements of the Company for the periods ended December 31, 2013 and March 31, 2014, except those mentioned above.

Key Performance Indicators

The key performance indicators of APC Group are as follows:

		(Amount in P 000,0000)	
		March 2014	March 2013
EBITDA (Earnings before interest, taxes, depreciation and amortization)	**P**	**(4.4)**	**P (3.3)**

The decrease in EBITDA was due to higher general and administrative expenses and lower interest income in the first quarter of 2014.

Current Ratio

	March 2014	December 31, 2013
Current Assets	86.8	91.0
Current Liabilities	110.8	107.5
	78%	**85%**
	.78:1	**.85:1**

The decrease in Current Ratio of 6% was due to the reclassification of accrued retirement from noncurrent to current and the decrease in current assets resulting from the collection of receivable from sale of available-for-sale financial a

Return on Assets

Net Income (Loss)	(4.6)	(71.4)
Total Assets	370.9	368.1
	-1.2%	**-19.4%**
	-.01:1	**-.19:1**

The increase in Return on Assets of 18% was the result of a lower net loss recognized for the first quarter of 2014 and the slight increase in total assets.

Stockholders' Equity Ratio

Stockholders' Equity	182.2	179.0
Total Assets	370.9	368.1
	49%	**49%**
	.49:1	**.49:1**

Total Liabilities to Stockholders' Equity Ratio

Total Liabilities	188.7	189.1
Stockholders' Equity	182.2	179.0
	104%	**106%**
	1.04:1	**1.06:1**

The decrease in Total liabilities to Stockholders' Equity Ratio of 2% was due to the increase in stockholders' equity resulting from unrealized mark-to-market gain on available for sale financial assets.

Financial Soundness Indicators:

	March 2014	March 2013
Current/Liqudity Ratio		
Current Assets	86.8	187.1
Current Liabilities	110.8	178.2
	78%	**105%**
	.78:1	**1.05:1**

The decrease in Current Ratio of 27% was due to higher decrease in current assets than the decrease in current liabilities resulting from sale of a subsidiary (EGSI).

	March 2014	March 2013
Solvency Ratio, Debt-to-equity Ratio		
Total Liabilities	188.7	258.4
Stockholders' Equity	182.2	248.9
	104%	**104%**
	1.04:1	**1.04:1**
Asset-to-equity Ratio		
Total Assets	370.9	507.2
Stockholders' Equity	182.2	248.9
	204%	**204%**
	2.04:1	**2.04:1**
Profitability Ratio		
Net Income (Loss)	(4.6)	3.8
Total Assets	370.9	507.2
	-1.2%	**0.7%**
	(.01):1	**(.01):1**

The decrease in Profitability Ratio of 2% was the result of net loss recognized for the first quarter of 2014 and the decrease in total assets resulting from sale of a subsidiary (EGSI).

APC GROUP INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2013

1. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of the Parent Company and the following subsidiaries (collectively referred to as the "Company"):

	Percentage of Ownership
APC Cement Corporation (ACC)	100.00 *(1)*
Aragorn Coal Resources, Inc.(ACRI)	100.00 *(1)*
Aragorn Power & Energy Corporation (APEC)	90.00 *(1)*
APC Mining Corporation	83.00 *(1)*

(1) Still in the pre-operating stage

2. RISK EXPOSURES

Financial Risk Management

The Company's principal financial instruments comprise advances from related parties and loans payable. The main purpose of these financial liabilities is to finance the Company's operations. The Company has cash and cash equivalents, trade and other receivables, deposits and trade and other payables that arise directly from its operations. The Company also holds AFS financial assets.

The main risks arising from the Company's financial instruments are interest rate risk, credit risk, liquidity risk and equity price risk. The BOD reviews and approves policies of managing each of the risks and they are summarized below.

Interest Rate Risk
The Company's exposure to interest rate risk is minimal since the Company's borrowing is short-term in nature and interest rate is fixed.

Credit Risk
Credit risk is the risk that a counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss.

To manage credit risk, the Company trades only with recognized, creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subjected to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis to reduce the Company's exposure to bad debts.

There are no significant concentrations of credit risk within the Company. Since the Company deals only with recognized third parties, there is no requirement for collateral.

Liquidity Risk
The Company's objective is to maintain continuity of funding. The Company's policy is to maximize the use of suppliers' credit for all its major purchases and limit major capital expenditures at a reasonable level.

The Company monitors its cash position by a system of cash forecasting. All expected collections, check disbursements and other payments are determined on a weekly basis to arrive at the projected cash position to cover its obligations.

There is no material change in the financial risk exposures of the company and its subsidiaries particularly on currency, interest, credit, market and liquidity risks on its March 31, 2014 interim financial statements compared to the December 31, 2013 audited consolidated financial statements of APC Group Inc.

3. FINANCIAL INSTRUMENTS

Fair value of financial Instruments

A comparison by category of the carrying values and estimated fair values of the Company's financial instruments that are carried in the consolidated financial statements as of March 31, 2014 and December 31, 2013 are as follows:

	March 31, 2014		**December 31, 2013**	
	Carrying Value	**Fair Value**	**Carrying Value**	**Fair Value**
Financial assets:				
Loans and receivables:				
Cash and cash equivalents	78,513,097	₱78,513,097	₱73,754,007	₱73,754,007
Trade and other Receivables	2,233,310	2,233,310	11,346,682	11,346,682
Deposits*	19,213	19,213	19,217	19,217
AFS financial assets	34,770,021	34,770,021	28,270,021	28,270,021
Total financial assets	**₱115,535,641**	**₱115,535,641**	**₱113,389,927**	**₱113,389,927**
Financial liabilities -				
Other financial liabilities:				
Trade and other payables**	₱ 35,353,654	₱ 35,353,654	₱ 27,753,114	₱ 27,753,114
Advances from related parties	79,406,947	79,406,947	91,229,241	91,229,241
Subscriptions payable	75,161,959	75,161,959	75,161,959	75,161,959
Total current financial liabilities	**₱189,922,560**	**₱189,922,560**	**₱194,144,314**	**₱194,144,314**

** Included in "Other noncurrent assets" account*
***Excluding statutory liabilities.*

Cash and Cash Equivalents, Trade and Other Receivables, Trade and Other Payables, Loans Payable and Advances from Related Parties
Due to the short-term nature of the transactions, the carrying values approximate the fair values at reporting dates.

AFS Financial Assets
The fair values of quoted equity securities were determined by reference to market bid quotes as of reporting dates. The unquoted equity securities were valued at cost.

Deposits and Other Noncurrent Liabilities

Estimated fair value of deposits is based on the discounted value of future cash flows using the prevailing interest rates that are specific to the tenor of the instruments' cash flows as of reporting dates**.**

The company has no investments in foreign securities.

4. FAIR VALUE HIERARCHY

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

5. MANAGEMENT'S USE OF JUDGMENTS, ESTIMATES, AND ASSUMPTIONS

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect certain reported amounts and disclosures. In preparing the consolidated financial statements, management has made its best judgments and estimates of certain amounts, giving due consideration to materiality. The judgments, estimates and assumptions used in the consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from those estimates, and such estimates will be adjusted accordingly.

Judgments, estimates and assumptions are continually evaluated and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Fair Value of Financial Assets and Liabilities. Certain financial assets and liabilities are required to be carried at fair value, which requires the use of accounting estimates and judgment. While significant components of fair value measurement are determined using verifiable objective evidence (i.e., foreign exchange rates, interest rates, volatility rates), the timing and amount of changes in fair value would differ with the valuation methodology used. Any change in the fair value of these financial assets and financial liabilities would directly affect profit or loss and equity.

6. FUTURE CHANGES IN ACCOUNTING POLICIES

Standards and Interpretations Issued but not yet Effective

The Company did not early adopt the following standards and Philippine Interpretations that have been approved but are not yet effective. Unless otherwise indicated, the Company does not expect these changes to have a significant impact on its consolidated financial statements.

- PAS 36, *Impairment of Assets –Recoverable Amount Disclosures for Non-Financial Assets (*Amendments) – These amendments remove the unintended consequences of PFRS13 on the disclosures required under PAS 36. In addition, these amendments require disclosure of the recoverable amount for the assets or cash-generating units (CGUs) for which impairment loss has been recognized or reversed during the period. These amendments are effective retrospectively for annual periods beginning on or after January 1, 2014 with earlier application permitted, provided PFRS 13 is also applied. The amendments affect disclosures only and will have no impact on the Company's financial position or performance.

- Investment Entities (Amendments to PFRS 10, PFRS 12 and PAS 27) - These amendments are effective for annual periods beginning on or after January 1, 2014. They provide an exception to the consolidation requirement for entities that meet the definition of an investment entity under PFRS 10. The exception to consolidation requires investment entities to account for subsidiaries at fair value through profit or loss.

- PAS 32, *Financial Instruments: Presentation - Offsetting Financial Assets and Financial Liabilities* (Amendments) - The amendments clarify the meaning of "currently has a legally enforceable right to set-off" and also clarify the application of the PAS 32 offsetting criteria to settlement systems (such as central clearing house systems) which apply gross settlement mechanisms that are not simultaneous. The amendments affect presentation only and have no impact on the Company's financial position or performance. The amendments to PAS 32 are to be retrospectively applied for annual periods beginning on or after January 1, 2014.

- PAS 19, *Employee Benefits – Defined Benefit Plans: Employee Contributions* (Amendments) The amendments apply to contributions from employees or third parties to defined benefit plans. Contributions that are set out in the formal terms of the plan shall be accounted for as reductions to current service costs if they are linked to service or as part of the remeasurements of the net defined benefit asset or liability if they are not linked to service.

  Contributions that are discretionary shall be accounted for as reductions of current service cost upon payment of these contributions to the plans.

7. OTHER REQUIRED DISCLOSURES

A.) The attached interim financial reports were prepared in accordance with accounting standards generally accepted in the Philippines. The accounting policies and methods of computation followed in these interim financial statements are the same compared with the audited financial Statements for the period ended December 31, 2013. PFRS 9 has no mandatory effective date. The company will not adopt the standard before the completion of the limited amendments and the second phase of the project.

Standards that have been adopted by the Company are described below:

- PAS 1, *Presentation of Financial Statements - Presentation of Items of Other Comprehensive Income (OCI)* (Amendments), The amendments to PAS 1 change the grouping of items presented in OCI. Items that can be reclassified (or "recycled") to profit or loss at a future point in time (for example, upon derecognition or settlement) will be presented separately from items that will never be recycled. The amendment affected the presentation in the statement of comprehensive income and had no impact on the Company's financial position or performance.

- PAS 19, Employee Benefits (Revised) - For defined benefit plans, the Revised PAS 19 requires all actuarial gains and losses to be recognized in other comprehensive income and unvested past service costs previously recognized over the average vesting period to be recognized immediately in profit or loss when incurred.

B.) 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.

C.) There were no material changes in estimates of amounts reported in prior periods that have material effects in the current interim period.

D.) Except as disclosed in the MD&A, there were no other issuance, repurchase and repayments of debt and equity securities.

E.) There were no material events that occurred subsequent to March 31, 2014 and up to the date of this report that need disclosure herein.

F.) There were no changes in the composition of the Company during the interim period such as business combinations, acquisition or disposals of subsidiaries and long-term investments, restructuring and discontinued operations.

G.) There were no changes in contingent liabilities or contingent assets since December 31, 2013.

H.) 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:	**APC Group Inc.**
President	**Frederic C. DyBuncio**
Date:	**May** 13, **2014**
EVP/CFO	**Jackson T. Ongsip**
Date:	**May** 13, **2014**
Corporate Secretary	**Edmundo L. Tan**
Date:	**May** 13, **2014**