COVER SHEET

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		5 2 4 1 2
•		S.E.C. Registration Number
BELLE CORP	O R A T I O N	
	(Company's Full Name)	
2 8 - F E A S T	T O W E R , P S E	C E N T R E
E X C H A N G E R	OAD, ORTIG	A S C E N T E R
PASIGCITY		
MR. MANUEL A. GA	NA	(632) 635-3016
Contact Person		Company Telephone Number
1 2 3 1 Month Day Fiscal Year	1 7 - Q FORM TYPE	Month Day Annual Meeting
	Secondary License Type, If Applicable	
Data Basician this Bas		
Dept. Requiring this Doc.		Amended Articles Number/Section
	Tota	Amount of Borrowings
2,114	P2.1 billion	US\$22 Million
Total No. of Stockholders	Domestic	Foreign
To be	Accomplished by SEC Personnel conce	erned
File Number	LCU	
Document I.D.	y	
	Cashier	
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SEC No. <u>52412</u> File No.

BELLE CORPORATION

(Company's Full Name)

28/F, East Tower, Philippine Stock Exchange Centre Exchange Road, Ortigas Center, Pasig City

(Company's Address)

635-30-16

(Telephone Numbers)

December 31

(Fiscal Year ending) (Month and Day)

Form 17Q for the First Quarter of 2011

(Form Type)

NA

Amendment Designation (If applicable)

NA

Period Ended Date

N/A

(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 March 31, 2011
2.	Commission Identification Number: 52412 3. BIR Tax Identification No. 000-156-011
4.	Exact name of registrant as specified in its charter: BELLE CORPORATION
5.	Metro Manila, Philippines Province, Country or other jurisdiction of incorporation or organization 6. (SEC use only) Industry Classification Code:
7.	28/F, East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City Address of registrant's principal office Postal Code
8.	632 / 635-3016 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 8 and 12 of the Code, or Sections 4 and 8 of the RSA
	Number of Shares of Common Stock Title of Each Class Outstanding and Amount of Debt Outstanding Common Stock, P 1.00 par value * Subscriptions receivable on which amounted to P 0.00
11.	. Are any or all of these securities listed on a Stock Exchange? Yes [x] No []
	If yes, state name of such Stock Exchange and the class/es of securities listed therein: Philippine Stock Exchange (PSE) Common Stock
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 thereunde or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Section 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)
	Yes [x] No []
	(b) has been subject to such filing requirements for the past 90 days. Yes [x] No []

PART 1 – FINANCIAL INFORMATION

Item 1. Financial Statements

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

- a.) Unaudited Consolidated Statements of Comprehensive Income for the three months ended March 31, 2011 and March 31, 2010;
- b.) Consolidated Statements of Financial Position as of March 31, 2011 (unaudited) and December 31, 2010 (audited);
- c.) Unaudited Consolidated Statements of Changes in Equity for the three months ended March 31, 2011 and March 31, 2010; and
- d.) Unaudited Consolidated Statements of Cash Flows for the three months ended March 31, 2011 and March 31, 2010.

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

Belle Corporation ("Belle" or the "Company") realized consolidated net income of P50.0 million for the three months ended March 31, 2011. This is P63.6 million (56%) lower than the consolidated net income of P113.6 million for the three months ended March 31, 2010, due to decreases in revenues and foreign exchange translation gains.

Net revenues (revenues less commissions and selling expenses) of P199.9 million was also lower by P135.2 million (40%), compared to P335.1 million in March 2010. Gross profit as of March 2011 of P114.5 million was lower than gross profit as of March 2010 of P187.1 million by P72.6 million (39%), due to the lower net revenues for the period. The Company's revenues for the 2010 period were stimulated by the launches of Katsura and Fairfield, and the grand launch of Cotswold, during 2009. These three projects comprised a total of 487 sellable lots and 165,175 sgm in net sellable area. In contrast, the Company's project launches during 2010 (Nob Hill and Yume) comprised a total of approximately 162 sellable lots and 70,741 sgm sellable area. During 2010, the Company devoted significant resources to development activities connected with Belle Grande Manila Bay ("Belle Grande"), its integrated resort project located in Parañague City. However, the planned launches of the eighth phase of Lakeside Fairways in Talisay, Batangas during the second quarter of 2011, and of a new project in the Saratoga Hills area in Tanauan, Batangas during the second half of this year, are expected to provide a boost to the Company's revenues later in 2011. Total operating expenses (excluding commissions and selling expenses, but including depreciation and amortization), were virtually unchanged at approximately P36.3 million during the first quarter of 2011 compared to P35.9 million during the first quarter of 2010. Based on the preceding, the Company realized operating income in March 2011 of P71.6 million, which was P72.7 million (50%) lower than the operating income level of P144.3 million in March 2010 due to the lower revenues in the 2011 period.

The Company's equitized net earnings from associated companies increased by P6.9 million (23%) to P37.3 million in March 2011 from P30.4 million in March 2010 due to equitized earnings mainly from its 35%-owned associate, Pacific Online Systems Corporation (with equitized earnings of P44.6M out of net income of P127.5M). Pacific Online leases on-line equipment to the Philippine Charity Sweepstakes Office for their lottery operations in the Visayas and Mindanao.

Interest expense increased by P7.8 million (18%), to P54.5 million, from P46.7 million in March 2010. However, the foreign exchange translation gain of P9.9M for the first quarter of 2011 (based on an foreign exchange rate of P43.39:US\$1 as March 31, 2011 vs. foreign exchange rate of P43.84:US\$1 as of December 31, 2010) was P12.9M (57%) lower than the foreign exchange translation gain of P22.8M for the first quarter of 2010 (foreign exchange rate of P45.17:US\$1 as of March 31, 2010 vs. foreign exchange rate of P46.20:US\$1 as of December 31, 2009).

Total assets of the Company increased by P429.3 million (4%), to P10,957.4 million as of March 31, 2011, from P10,528.1 million as of December 31, 2010, due to increases in the value of its investments and fixed assets. Cash and cash equivalents increased by P20.7 million (50%), to P61.8 million from P41.1 million in December 31, 2010. increased by P25.9 million (2%), to P1,142.3 million in March 2011 from P1,116.4 million in December 2010. Real estate for sale increased by P94.3 million (3%), to P3,107.2 million in March 2011 from P3,012.9 million in 2010, due to the development of raw lands for various projects. Club shares held by the Company, valued at historical cost, increased by P20.8 million (1%), to P2,837.2 million in March 2011 from P2,816.4 million in 2010. Investments and advances increased by P41.6 million (2%), to P2,556.1 million in March 2011 from P2,514.6 million in 2010, due mainly to equity in net earnings of associates for the year. Properties under construction and property and equipment increased by P165.7 million (25%), from P671.7 million as of December 31, 2010 to P837.4 million as of March 31, 2011, due mainly to the continuing construction of Belle Grande, an integrated resort complex to be located on approximately 6.2 hectares of land (of which 4.2 hectares are owned by the Company) along Roxas Boulevard in Parañaque City. Other assets increased by P60.5 million (17%) to P415.5 million as of March 31, 2011.

Total liabilities increased by P371.9 million (9%) to P4,721.7 million as of March 31, 2011, from P4,349.8 million as of March 31, 2010. Total debt amounting to P3,100.6 million were comprised mostly of Peso loans from various local financial institutions, with interest at an approximate range of 7.0% to 7.5% per annum, with the total of such Peso loans amounting to P2,145.6 million, and which are predominantly secured. Foreign-currency denominated debt (Floating Rate Notes), with a Peso equivalent amounting to P955.1 million as of March 31, 2011, comprise the balance of Belle's total debt. The Floating Rate Notes have a principal amount of US\$22 million due on May 10, 2014 and carry interest at 2% per annum above the six-month LIBOR. Total debt increased by P392.5 million (14%), from P2,708.1 million in 2010 to P3,100.6 million in March 2011. The increase was due mainly to the availment of new peso loans. Accounts payable and other liabilities decreased by P19.3 million (1%), to P1,544.1 million in March 2011 compared to P1,563.4 million in December 2010. Comprising accounts payable and other liabilities are principally trade payables of P537.1 million, advances from related parties of P209.4 million, accrued expenses of P420.3 million, non-trade payables of P326.1 million, customers' deposits of P36.6 million and pension liabilities of P10.7 million. Deferred tax amounted to P76.9 million and P78.3 million in March 2011 and December 2010, respectively. Accounts payable assigned with recourse decreased by P1.2 million (23%) from P5.0 million in 2010, to P3.8 million in March 2011, due to debt servicing to a bank in 2010.

The Company's equity as of March 31, 2011 of P6,235.7 million was higher by P57.4 million (1%) compared to the year-end 2010 level of P6,178.3 million, due mainly to the net income recorded for the first quarter of 2011. Due to its consistent profitability, the Company attained consolidated retained earnings of P187.7 million as of March 31, 2011, compared to

consolidated retained earnings of P137.7 million as of December 31, 2010 and a deficit of P214.2 million as of March 31, 2010.

Below are the comparative key performance indicators of the Company and its subsidiaries:

		31 Mar 2011 (unaudited)	31 Mar 2010 (unaudited)	31 Dec 2010 (audited)
Debt-to- equity ratio	Interest-bearing debt over equity	0.49 : 1.00	0.43 : 1.00	0.44 : 1.00
Net debt- to-equity ratio	Interest-bearing debt less cash and cash equivalents over equity	0.49 : 1.00	0.42 : 1.00	0.43 : 1.00
Return on assets	Annualized net income over average total assets during the period	1.8%	4.9%	4.5%
Return on equity	Annualized net income over average equity during the period	3.2%	8.4%	7.8%

The Company does not foresee any cash flow or liquidity problems over the next twelve months. The P2,145.6 million of debt obligations classified as loans payable have historically been mostly renewed or rolled-over, with Belle paying only the interest. Belle also has a number of revenue-generating real estate projects in the pipeline to enhance cash flow. Meanwhile, the Company continues to be in compliance with the terms of all of its debt obligations.

As of March 31, 2011, 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 during the three months ended March 31, 2010 and the three months ended March 31, 2011.

PART II - OTHER INFORMATION

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, 2010.
- 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 issuances, repurchases and repayments of debt and equity securities.
- E.) There were no material events subsequent to March 31, 2011 up to the date of this report that needs disclosure herein.
- F.) There were no changes in the composition of the Company during the interim period such as business combination, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operations.
- G.) There were no changes in contingent liabilities or contingent assets since December 31, 2010.
- 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:

BELLE CORPORATION

WILLY N. OCIER Vice Chairman

Date: April 18, 2011

ROGELIO R. CABUNAG

Officer-in-Charge
Date: April 18, 2011

MANUEL A. GANA

Executive Vice President and Chief Financial Officer

Date: April 18, 2011

Segment Information

The Company is in the business of real estate development, gaming, and gaming-related activities, among others. Information with regards to the Company's significant business segments are shown below (amounts in thousands):

Revenues
Interest expense
Interest income
Provision for income tax
Net income (loss)

	For the	Three Months E	nded March	31, 2011		
	Gaming and			Equity in		
Real Estate	Gaming-Related			Earnings (Loss)		
Development	Activities	Others	Total	of Associates	Consolidated	
199,940	-	-	199,940	-	199,940	
(54,463)	-		(54,463)		(54,463)	
296		-	296	-	296	
(2,400)	-	-	(2,400)		(2,400)	
12,777	-	(114)	12,663	37,339	50.002	

Revenues
Interest expense
Interest income
Provision for income tax
Net income (loss)

	For the Three Months Ended March 31, 2010							
	Gaming and	,		Equity in				
Real Estate	Gaming-Related		Earnings (Loss)					
Development	Activities	Others	Total	of Associates	Consolidated			
335,103			335,103		335,103			
(46,654)			(46,654)		(46,654)			
964			964		964			
(31,311)			(31,311)		(31,311)			
83,263		(98)	83,165	30,440	113,605			

BELLE CORPORATION and Subsidiaries Consolidated Statements of Comprehensive Income (Amounts in Thousands)

	For th	March 31	
		2011	2010
Net Dever		Unaudited	Unaudited
Net Revenue Sale of real estate and club shares			
(less commissions and selling expenses)	Р	100 100 D	004.000
Others	P	163,133 P	304,026
Others		36,807 199,940	31,077
		199,940	335,103
Costs and expenses			
Cost of real estate and club shares sold		85,426	148,049
Salaries, wages and employee benefits		13,186	12,647
Pension expense		1,708	1,778
Depreciation and amortization		6,648	6,942
Administrative and general expenses		17,309	17,634
Others		4,050	3,871
		128,327	190,921
Other expenses (income)			
Interest expense		54,463	46,654
Unrealized foreign exchange loss (gain) - net		(9,941)	(22,762)
Equity in net losses (earnings) of associates		(37,339)	(30,440)
Interest income		(296)	(964)
Other expenses (income)		12,324	6,778
		19,211	(734)
Income before income tax		52,402	144,916
Provision for income and capital gains taxes		2,400	31,311
Net income	Р	50,002 P	113,605
Attributable to:			
PARENT EQUITY HOLDERS	Р	50.007 P	110 605
Minority Interests	,		113,635
Willionty Interests	Р	(5) 50,002 P	(30) 113,605
	-	30,002	. 10,000
Basic Earnings Per Share**	Р	0.008 P	0.018
		0.000	0.010

BELLE CORPORATION and SUBSIDIARIES Consolidated Statements of Financial Position (Amounts in Thousands)

		March 31, 2011	December 31, 2010
	1	Unaudited	Audited
ASSETS			
Cash and cash equivalents	Р	61,751	P 41,052
Receivables		1,142,259	1,116,402
Condominium units and lots for sale		819,866	725,552
Land held for development		2,287,344	2,287,344
Club shares		2,837,177	2,816,442
Investments and advances		2,556,145	2,514,591
Investment properties under construction		657,948	493,245
Property and equipment		179,407	178,458
Other assets		415,493	354,970
Total Assets	Р	10,957,390	P 10,528,056
LIABILITIES AND EQUITY		•	
Liabilities			
Loans payable	Р	2,145,558	P 1,743,069
Accounts payable and other liabilities		1,529,583	1,547,077
Assignment of receivables with recourse		3,846	5,027
Deferred tax liabilities		76,908	78,338
Long-term debt		955,088	964,993
Pension liability		10,686	11,262
Total Liabilities		4,721,669	4,349,766
Equity Preferred		1 000 000	4 000 000
Common		1,000,000 6,350,900	1,000,000
Paid-in capital stock		7,350,900	6,350,900
Parent Company shares held by subsidiaries and associates		(1,229,454)	7,350,900
Other reserves		(20,463)	(1,229,454
Retained Earnings		187,733	(27,892 137,726
Notariou Eurinigo		6,288,716	6,231,280
Equity attributable to Minority Interests		(52,995)	(52,990
Total Equity		6,235,721	6,178,290
Total Liabilities and Equity	Р	10,957,390	P 10,528,056

BELLE CORPORATION and Subsdiaries Consolidated Statements of Changes in Equity (Amounts in Thousands)

	For the Three Months Ended			March 31	
		2011		2010	
		Unaudited		Unaudited	
PREFERRED STOCK - P1 par value (subscribed)	Р	1,000,000	Р	1,000,000	
COMMON STOCK - P1 par value					
Issued		6,350,900		6,350,900	
ADDITIONAL PAID-IN CAPITAL				-	
PARENT COMPANY SHARES HELD BY SUBSIDIARIES					
Cost of preferred shares held by associates (1,000,000,000 shares					
in 2011 and 2010)		(731,696)		(731,696)	
Cost of common shares held by subsidiaries (129,234,007 shares in 2011 and 2010)		(428,256)		(428,256)	
Loss on disposal of parent company shares held by subsidiaries		(69,502)		(69,502)	
		(1,229,454)		(1,229,454)	
CHARE IN CUMULATIVE TRANSPATION AD HISTMENTS					
SHARE IN CUMULATIVE TRANSLATION ADJUSTMENTS OF AN ASSOCIATE					
Balance at beginning of year		(26,393)		(26,393)	
Net change during the year		-			
- Total Grand Gran		(26,393)		(26,393)	
UNREALIZED MARK-TO-MARKET (MTM) GAIN (LOSS) ON					
AVAILABLE-FOR-SALE (AFS) INVESTMENTS AND SHARE IN					
UNREALIZED MTM GAIN (LOSS) ON AFS INVESTMENTS					
OF ASSOCIATES		5,930		(14,422)	
RETAINED EARNINGS (DEFICIT)		107.700		(007,000)	
Balance at beginning of year		137,726		(327,809)	
Net income (loss)		50,007		113,635	
		187,733		(214,174)	
MINORITY INTERESTS		(52,995)		(52,953)	
TOTAL STOCKHOLDERS' EQUITY	P	6,235,721	Р	5,813,504	

BELLE CORPORATION and Subsdiaries Consolidated Statements of Cash Flows

(Amounts in Thousands)

13		For the Three Months 2011	2010
		Unaudited	Unaudited
Cash Flows from Operating Activities			
Income before income tax	Р	52,402 P	144,916
Adjustments for:			,
Interest expense		54,463	46,654
Unrealized foreign exchange gain - net		(9,913)	(22,605)
Equity in net earnings of associates		(37,339)	(30,440)
Depreciation and amortization		6,649	6,942
Interest income - accretion		(20,048)	(14,484)
Reversal of allowance:			
Impairment loss on investments and advances		(60)	-
Decline in value of inventory		-	(1,929)
Movements in pension liability		(576)	(505)
Interest income		. (296)	(964)
Dividend income			(135)
Income before changes in working capital		45,282	127,450
Decrease (increase) in:			
Receivables		(5,809)	(187,268)
Condominium units & residential Lots		(94,314)	13,776
Club shares		(20,735)	26,788
Other assets		(62,858)	24,147
Decrease in accounts payable and other liabilities		(18,395)	(993)
Net cash generated from operations	***************************************	(156,829)	3,900
Income tax paid		(1,495)	(2,141)
Interest received		296	964
Net cash used in operating activities		(158,028)	2,723
Cash Flows from Investing Activities		The state of the s	
Expenditures on investment properties under construction		(164,703)	
Acquisitions of property and equipment		(7,598)	(1,710)
Proceeds from disposal of:		()===/	() () ()
Investments in associate			519
Dividends received			44,559
Increase in investments and advances		3,274	2,826
Net cash used in investing activities		(169,027)	46,194
Cash Flows from Financing Activities Proceeds from			
Availment of loan		402 701	21 012
		403,791	31,912
Acquisition of parent company common shares held by subsidiaries			
Payments of:		(4 202)	(20.207)
Loans payable		(1,302)	(32,397)
Interest Obligations under conital lease		(50,187)	(41,423)
Obligations under capital lease		•	(727)
Increase (decrease)		(0.075)	(10.001)
Advances from related parties		(3,375)	(16,031)
Assignment of receivables with recourse Net cash provided by financing activities		(1,181)	(5,135)
Net cash provided by linaricing activities		347,746	(63,801)
Effect of exchange rate changes in cash and cash equivalents		8	(63)
Net Increase (Decrease) in Cash and Cash Equivalents		20,699	(14,947)
Cash and Cash Equivalents at Beginning of Year		41,052	86,382
Cash and Cash Equivalents at End of Period	Р	61,751 P	71,435

	LE CORPORATION						
	TACHMENT TO FINANCIAL						
	NG OF ACCOUNTS RECE	VABL	LES - TRADE				
AS	OF MARCH 31, 2011						
	TOTAL 4000UNITO DEG					_	
	TOTAL ACCOUNTS REC				,	Р	1,820,108,389
	LESS: ALLOWANCE FOI			15		-	5,085,009
	DISCOUNT ON RE						59,295,140
	ACCOUNTS RECE						691,662,377
	NET ACCOUNTS RECEIV	ABLI	=8			Р	1,064,065,863
	PROJECT		CURRENT (a)		NON-CURRENT (b)		TOTAL
			3011.12111 (u)		HON CONTENT (b)		TOTAL
4	ALTA MIDA	Р	77 000	Р		_	
1	ALTA MIRA BELLEVIEW	Ρ	77,823	۲	-	Р	77,823
3	LAKEVIEW HEIGHTS		6,147,836		,-		6,147,836
4	PINECREST		5,157,710 88,073				5,157,710
5	VILLAS		3,615,973		-	-	88,073
6	WOODLANDS		2,072,294		-		3,615,973
7	COUNTRY CLUB	+ +	4,850,629		537,782		2,072,294
8	SPA & LODGE	+	4,000,029		551,162		5,388,411
9	MIDLANDS		116,612,678		225,790,315		342,402,992
9	THIGCI	1	23,800,000		220,730,510		23,800,000
10	PLANTATION HILLS- 1		8,069,381		279,471.02		8,348,852
11	PLANTATION HILLS- 2	+++	612,876		337,747.40		950,623
	PLANTATION HILLS- 3		3,093,491		448,687.78	-	3,542,178
13			33,412,894		225,057.51		33,637,952
14			19,771,178		52,907,921		72,679,100
15	LAKESIDE FAIRWAYS-2		2,717,012		179,151.75		2,896,164
16	LAKESIDE FAIRWAYS-3		9,682,605		26,933,595		36,616,200
17	LAKESIDE FAIRWAYS-5		4,566,253		13,483,963		18,050,217
	LAKESIDE FAIRWAYS-6		49,047,316		105,688,346		154,735,662
	LAKESIDE FAIRWAYS-7		17,877,837		65,167,058		83,044,895
20	SARATOGA HILLS - 1		10,777,265		82,874.94		10,860,140
21	SARATOGA HILLS - 2		56,983,463		57,518,329		114,501,792
22	SARATOGA HILLS - 3		22,436,298		68,918,728		91,355,026
23	SARATOGA HILLS - 5		4,514,811		39,581,140		44,095,951
_		Р	405,985,697	D	658,080,166	-	1,064,065,863