From: Philippine Stock Exchange <no-reply@pse.com.ph>
Sent: Thursday, April 3, 2025 8:36 AM
Subject: Annual Report

Dear Sir/Madam:

Your disclosure was approved as Company Report. Details are as follows:

Company Name: APC Group, Inc.
Reference Number: 0009801-2025
Date and Time: Thursday, April 03, 2025 08:35 AM
Template Name: Annual Report
Report Number: CR01708-2025

Best Regards,
PSE EDGE

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, AS AMENDED

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended
   Dec 31, 2024
2. SEC Identification Number
   AS93008127
3. BIR Tax Identification No.
   002-834-075-000
4. Exact name of issuer as specified in its charter
   APC GROUP, INC.
5. Province, country or other jurisdiction of incorporation or organization
   Philippines
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
   G/F MyTown New York Bldg., General E. Jacinto St. corner Capas St., Brgy. Guadalupe Nuevo, Makati City
   Postal Code
   1212
8. Issuer's telephone number, including area code
   632-8662-8888
9. Former name or former address, and former fiscal year, if changed since last report
   N.A.
10. Securities registered pursuant to Sections 8 and 12 of the SRC or 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	7,504,203,997

11. Are any or all of registrant's securities listed on a Stock Exchange?
    ☑ Yes ☐ No
    If yes, state the name of such stock exchange and the classes of securities listed therein:
    Philippine Stock Exchange, Inc. / Common Stock
12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 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 twelve (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 ninety (90) days

☑ Yes ☐ No

13. State the aggregate market value of the voting stock held by non-affiliates of the registrant. The aggregate market value shall be computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within sixty (60) days prior to the date of filing. If a determination as to whether a particular person or entity is an affiliate cannot be made without involving unreasonable effort and expense, the aggregate market value of the common stock held by non-affiliates may be calculated on the basis of assumptions reasonable under the circumstances, provided the assumptions are set forth in this Form

709,573,597.05

APPLICABLE ONLY TO ISSUERS INVOLVED IN INSOLVENCY SUSPENSION OF PAYMENTS PROCEEDINGS DURING THE PRECEDING FIVE YEARS

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

☑ Yes ☐ No

DOCUMENTS INCORPORATED BY REFERENCE

15. If any of the following documents are incorporated by reference, briefly describe them and identify the part of SEC Form 17-A into which the document is incorporated:

(a) Any annual report to security holders

-

(b) Any information statement filed pursuant to SRC Rule 20

-

(c) Any prospectus filed pursuant to SRC Rule 8.1

-

APC Group, Inc.
APC

PSE Disclosure Form 17-1 - Annual Report
References: SRC Rule 17 and
Section 17.2 and 17.8 of the Revised Disclosure Rules

For the fiscal year ended	Dec 31, 2024
Currency	Philippine Peso

Balance Sheet

	Year Ending	Previous Year Ending
	Dec 31, 2024	Dec 31, 2023
Current Assets	25,255,662	27,467,941
Total Assets	262,859,495	268,989,858
Current Liabilities	110,975,085	111,662,143
Total Liabilities	112,301,934	115,610,485
Retained Earnings/(Deficit)	-18,926,545	-18,128,403
Stockholders' Equity	150,557,561	153,379,373
Stockholders' Equity - Parent	157,620,348	160,420,622
Book Value Per Share	0.02	0.02

Income Statement

	Year Ending	Previous Year Ending
	Dec 31, 2024	Dec 31, 2023
Gross Revenue	0	0
Gross Expense	0	0
Non-Operating Income	989,869	13,663,379
Non-Operating Expense	6,363,118	8,436,907

Income/(Loss) Before Tax	-5,373,249	5,226,472
Income Tax Expense	3,580	192,259
Net Income/(Loss) After Tax	-5,376,829	5,034,213
Net Income/(Loss) Attributable to Parent Equity Holder	-5,355,291	5,060,920
Earnings/(Loss) Per Share (Basic)	0	0
Earnings/(Loss) Per Share (Diluted)	0	0

Financial Ratios

	Formula	Fiscal Year Ended	Previous Fiscal Year
		Dec 31, 2024	Dec 31, 2023
Liquidity Analysis Ratios:			
; ; Current Ratio or Working Capital Ratio	**Current Assets / Current Liabilities**	0.23	0.25
; ; Quick Ratio	**(Current Assets - Inventory - Prepayments) / Current Liabilities**	0.23	0.25
; ; Solvency Ratio	**Total Assets / Total Liabilities**	-0.05	0.05
Financial Leverage Ratios			
; ; Debt Ratio	**Total Debt/Total Assets**	0	0
; ; Debt-to-Equity Ratio	**Total Debt/Total Stockholders' Equity**	0	0
; ; Interest Coverage	**Earnings Before Interest and Taxes (EBIT) / Interest Charges**	0	0
; ; Asset to Equity Ratio	**Total Assets / Total Stockholders' Equity**	1.75	1.75
Profitability Ratios			
; ; Gross Profit Margin	**Sales - Cost of Goods Sold or Cost of Service / Sales**	0	0
; ; Net Profit Margin	**Net Profit / Sales**	0	0
; ; Return on Assets	**Net Income / Total Assets**	-0.02	0.02
; ; Return on Equity	**Net Income / Total Stockholders' Equity**	-0.04	0.03
Price/Earnings Ratio	**Price Per Share / Earnings Per Common Share**	-259.1	348.5

Other Relevant Information
None.

Filed on behalf by:

Name	Ian Jason Aguirre
Designation	President and CEO

SEC Number AS93008127
File Number ____

APC GROUP, INC.
(Company's Full Name)

G/F MyTown New York Bldg.,
General E. Jacinto St. corner Capas St.
Brgy. Guadalupe Nuevo, Makati City 1212
(Company's Address)

(632) 8662-8888
(Telephone Numbers)

SEC Form 17-A

FOR THE FISCAL YEAR ENDED

31 DECEMBER 2024

APC GROUP INC.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE REVISED SECURITIES ACT AND SECTION 141 OF CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended: **31 December 2024**

2. SEC Identification Number: **AS93008127**

3. BIR Tax Identification No. **002-834-075-000**

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

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

6. Industry Classification Code: _______(SEC Use Only)

7. Address of principal office: **G/F MyTown New York Bldg., General E. Jacinto St. corner Capas St., Brgy. Guadalupe Nuevo, Makati City, 1212**

8. Registrant's telephone number: **(632) 8662-8888**

9. Former name, former address, and former fiscal year: **N.A.**

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

Title of Each Class	Number of Shares Outstanding
Common Stock, ₱1.00 par value	**7,504,203,997**

11. Are any or all of these securities listed on the Philippine Stock Exchange? Yes [**x**] No [ ]

12. Check whether the registrant:

(a) has filed all reports required to be filed by Section 11 of the Revised Securities Act (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 [**x**] No [ ]

(b) has been subject to such filing requirements for the past 90 days: Yes [**x**] No [ ]

13. The aggregate market value of the voting stock held by non-affiliates of the registrant as of 31 December 2024: ₱709,573,597.05

This was computed by multiplying the no. of voting stocks held by non-affiliates (3,835,532,957 shares) by the stock's closing price of P0.185 per share on December 31, 2024.

TABLE OF CONTENTS

Contents

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

APC Group, Inc. (the Parent Company or APC) and subsidiaries (the Group) were incorporated in the Philippines and are registered with the Philippine Securities and Exchange Commission (SEC). The Parent Company was incorporated on October 15, 1993 and was originally organized to engage in the oil and gas exploration and development.

On April 30, 1997, the SEC approved the change in the primary purpose of the Parent Company to that of a holding company. The Parent Company's shares of stock are publicly traded in the Philippine Stock Exchange (PSE).

The Parent Company has the following subsidiaries:

Company	Nature of Business	Date of Incorporation	Percentage of Ownership
Aragorn Power and Energy Corporation (APEC)	Energy	January 6, 2005	97.6%
PRC-Magma Energy Resources Inc. (PRC - Magma)*	Energy	June 10, 2009	85%
APC Cement Corporation (APC Cement)	Manufacturing	November 15, 1994	100%
APC Energy Resources, Inc. (APCERI)	Mining	January 31, 2005	100%
APC Mining Corporation (APC Mining)	Mining	March 17, 2005	83.3%

**A direct subsidiary of APEC*

The registered office address of the Parent Company is G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City.

<u>Status of Operations</u>

The following is the status of operations of the Group:

a. Aragorn Power and Energy Corporation (APEC)

   APEC was established to engage in renewable energy resource exploration, development and utilization.

   - Kalinga Geothermal Project

     In 2008, APEC was granted a Geothermal Service Contract (GSC) by the Republic of the Philippines, through the Department of Energy (DOE), for the exploration, development and exploitation of geothermal resources covering a total area of 26,139 hectares located in the Province of Kalinga (the "Kalinga Geothermal Project" or "KGP"). The GSC was converted into a Geothermal Renewable Service Contract (GRESC) in March 2010 to avail of the incentives provided under the Renewable Energy Act of 2008. GRESC No. 2010-03-24 has a term of not exceeding 25 years (including the used term under the GSC) and renewable for not more than 25 years. The total period from pre-development stage to the development/commercial stage shall not exceed 50 years.

     In November 2010, APEC and its partner, Guidance Management Corporation (GMC), formed a partnership with AllFirst Kalinga Ltd. (AKL, formerly Chevron Kalinga Ltd.) and signed a Farm-out Agreement (FOA) which gives APEC and GMC the option to take an equity position of up to 40% in KGP. The parties also signed a Joint Operating Agreement where AKL will be responsible for the exploration, development and operation of the steam field and power activities. As at

December 31, 2024 and 2023, APEC and GMC each has 5% participation as provided under the FOA.

On August 14, 2018, pursuant to Executive Order No. 30, the Energy Investment Coordinating Council (EICC), through the DOE, granted KGP a Certificate of Energy Project of National Significance (CEPNS) for Pre-Development Phase. The CEPNS entitles KGP to all the rights and privileges provided for under Executive Order No. 30 series 2017.

On September 18, 2018, AKL assigned its Farm-out interest, including all associated rights and obligations under the FOA, in favor of its affiliate, Allfirst Kalinga Holdings, Inc. (AKHI).

In 2019, KGP completed securing all the remaining necessary permits and maintained and complied with its commitments. KGP has also engaged contractors and suppliers necessary for the construction of access roads, well pads, and well drilling activities. With the completion of the negotiation for right-of-way, remaining regulatory permits, as well as the engagement of the needed contractors and suppliers, KGP has completed the construction of well pads and access roads, and continues to implement geo-hazard mitigation measures.

On October 12, 2019, the KGP commenced drilling of the PAS-02 exploration well and ended drilling operations on April 21, 2020 after reaching a depth of 4,483 ft. (1,366 m MD) and being unable to drill further. The results of the drilling still show promise, with very encouraging commercial temperatures at 568°F (298°C) despite tight permeability.

On March 12, 2021, KGP re-commenced its geology, geochemical, and geophysical surveys (3G) which ended on June 7, 2021. After the evaluation and study, the results of the 3G established the presence of multiple independent systems within the KGP. Three potentially exploitable systems have been discovered located in the areas of Liwang, Caigutan, and Dananao. All three systems are located within the existing contract area.

On June 5, 2023, the GRESC was converted into GSC No. 2023-04-073 as a result of the request to apply for a new investment on Southwest Kalinga, amending the contract area of GRESC No. 2010-03-024. This amended GSC has a pre-development and development term until July 1, 2033 and renewable for not more than 25 years.

Multiple extensions were secured for the exploration period of KGP with the latest of which is valid until May 28, 2026, upon the conversion of the GSC. The approval of the exploration period for GSC No. 2023-04-73 will lead to the continuation of exploration activities and eventual resumption of drilling operations.

On July 7, 2023, a new GSC (GSC No. 2023-07-074) was awarded to APEC for the Southwest Kalinga Geothermal Power Project (SWKGPP) which covers the newly discovered potentially exploitable systems of Caigutan and Dananao. This GSC has a pre-development and development contract period of 25 years with a possible extension of another 25 years. The total period from pre-development stage to the development / commercial stage shall not exceed 50 years. The exploration period of this GSC shall be valid for 7 years or until July 7, 2030.

With the newly discovered potential systems and newly awarded GSC, APEC and its partners intend to continue exploration activities through further 3G surveys and eventually start exploratory and appraisal drilling. To date, KGP has been engaging with communities within the contract area.

KGP has maintained full engagement with the host LGUs and Communities. As at February 27, 2025, the consent of nine (9) out of eleven (11) ancestral domains has been secured covering 85%

of the GSC area. In addition, all of the Community Development (CD) Projects have been fully completed and turned over to the respective community beneficiaries.

KGP continues to provide scholarship grants and educational assistance to deserving youths from the eight (8) ancestral domains within its contract area. As at school year 2023-2024, KGP has already extended scholarships to 431 grantees and has produced 348 graduates in various courses, which includes 62 licensed professionals, scholarship accounts for 29% of CD Projects Expenditures. Five (5) scholar graduates in engineering and geology have been hired for the Project.

KGP involves the development of steam fields that can generate around 120 megawatts (MW) of new capacity, providing an additional source of clean, indigenous and reliable baseload power to the Luzon grid. A 120 MW geothermal project will approximately cost more than US$300.0 million.

On January 15, 2020 and March 2, 2018, APEC contributed US$2.1 million (₱106.5 million) and US$1.0 million (₱51.2 million), respectively, to AKHI equivalent to the 5% share of the appraisal drilling budget which includes construction of general facilities, roads, and pads, rig mobilization and demobilization, well drilling, testing, resource feasibility study, other exploration capital (salaries and wages) and corporate social responsibility.

b. APC Energy Resources Inc. (APC Energy)

APC Energy was established to engage in exploration, development and utilization of renewable energy resources. APC Energy stopped its operations when its Coal Operating Contracts with the DOE in both Masbate and Isabela were terminated in 2013 and 2015, respectively.

c. APC Mining Corporation (APC Mining)

APC Mining was organized to engage in mining, processing, manufacturing, buying and selling of all kinds of ores, metals and minerals. It was granted a minig permit for the exploration of chromite, copper and nickel deposits in Alubijid, Misamis Oriental. In 2013, APC Mining gave up its exploration permit because the area has low prospect for chromite, copper and nickel.

d. APC Cement Corporation (APC Cement)

APC Cement was incorporated in November 1994 to engage in the manufacture of cement. As at December 31, 2024, APC Cement is still in the pre-operating stage.

e. PRC-Magma Energy Resources, Inc. (PRC Magma)

PRC Magma was established to engage in the business of exploration, development, and processing of renewable and non-renewable energy resources, including but not limited to wind power, solar power, hydropower, biofuels, biomass, and coal; exploration, mining and processing of metalliferous and non-metalliferous mineral and ore resources; trading and supply of energy and mineral resources; and generation of electric power using energy resources. In 2010, PRC-Magma was awarded a GRESC for Bontoc Mainit-Sadanga in Mountain Province and Buguias-Tinoc in Benguet and Ifugao Provinces. In 2015, the service contracts were terminated due to the delays in the implementation of the approved work program and failure to make any discovery before the end of the fifth (5th) Contract Year.

As at December 31, 2024 and 2023, the Group is still evaluating new business opportunities for its non-operating subsidiaries.

Employees

APC Group Inc. had a total of 2 employees as of December 31, 2024.

Item 2. Properties

Description of Property

Company/Owner	Location	Description
APC Group, Inc.	Ginatilan, Cebu City	Various lots with a total estimated area of 70,897 square meters

Item 3. Legal Proceedings

The Parent Company and its subsidiaries have no legal proceedings that could have an adverse effect on the Group or its results of operations.

Item 4. Submission of Matters to a Vote of Security Holders

Except for matters taken up during the annual meeting of stockholders, there was no other matter submitted to a vote of security holders during the period covered by this report.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Issuer's Common Equity and Related Stockholder Matters

Market Information

The Parent Company's common equity is traded in the Philippine Stock Exchange.

The high and low closing sales prices for each quarter within the last two fiscal years of registrant's common shares as quoted on the Philippine Stock Exchange are as follows:

	2024		2023	
Share Prices	High	Low	High	Low
First Quarter	₱ 0.270	₱ 0.204	₱ 0.310	₱ 0.202
Second Quarter	0.265	0.205	0.240	0.211
Third Quarter	0.221	0.180	0.305	0.224
Fourth Quarter	0.207	0.183	0.246	0.211

The price information as of December 31, 2024 is ₱0.185, with market capitalization of ₱1,389,684,849.45.

Holders

The number of shareholders of record as of December 31, 2024 was 588. Common shares outstanding as of December 31, 2024 was 7,504,203,997.

The top 20 registered shareholders of the common equity of the Company are as follows:

Rank	Name	No. of Common Shares Held	Percentage (%) owned out of Total outstanding common shares
1	BELLE CORPORATION	3,500,000,000	46.641
2	PCD NOMINEE CORPORATION	2,325,044,665	30.983
3	DOMINION EQUITIES, INC.	340,000,000	4.5308
4	COMPACT HOLDINGS, INC.	281,000,000	3.7446
5	INTEGRATED HOLDINGS, INC.	180,000,000	2.3987
6	ELITE HOLDINGS, INC.	168,500,000	2.2454
7	PARALLAX RESOURCES, INC.	165,722,334	2.2084
8	EQUINOX INTERNATIONAL RESOURCESCORPORATION	100,000,000	1.3326
9	RICHOLD INVESTOR CORP.	100,000,000	1.3326
10	EASTERN SEC. DEVT. CORP.	80,000,000	1.0661
11	GILT-EDGED PROPERTIES, INC.	68,616,665	0.9144
12	HEADLAND HOLDINGS CORP.	55,500,000	0.7396
13	EASTERN SEC. DEV. CORP.	23,869,114	0.3181
14	LIM SIEW KIM	18,000,000	0.2399
15	TAK CHANG INVESTMENTS CO. LTD.	18,000,000	0.2399
16	COSCOLLUELA, WILLIAM V.	10,000,000	0.1333
17	REYES, VICENTE O. ITF: PETER PAUL PHIL. COR	8,332,000	0.1110
18	DHARMALA SEC. (PHILS), INC	5,050,000	0.0673
19	SINGSON, EVELYN R. ITF: GILT-EDGEDPROPERTIES	3,933,333	0.0524
20	CORPORATE INV. PHILS., INC.	3,000,000	0.0400

Dividends

The ability to pay dividends depends on the availability of retained earnings. The Parent Company has not declared any dividends on common stock since the time it was incorporated. The Parent Company is not in a position to declare cash dividends because of its deficit.

Dividends shall be declared only from the surplus profit and shall be payable at such time and in such manner and in such amounts as the Board of Directors (the "Board") shall determine. No dividends shall be declared which would impair the capital of the Parent Company.

Recent Sale of Unregistered or Exempt Securities, including recent issuance of securities constituting an exempt transaction

There were no recent sale of unregistered or exempt securities.

Minimum Public Ownership

Computation of Public Ownership as of December 31, 2024

		Number of Shares
Number of Issued and Outstanding Shares		7,511,809,997
Less: Number of Treasury Shares (if any)		7,606,000
Number of Outstanding Shares		**7,504,203,997**
Less:		
	% to Total Outstanding Shares	**Common**
Directors and Officers	0.0393%	2,948,706
Principal Stockholders	46.6405%	3,500,000,000
Affiliates	2.2084%	165,722,334
Total	**48.8882%**	**3,668,671,040**
Total Number of Shares Owned by the Public		**3,835,532,957**

PUBLIC OWNERSHIP PERCENTAGE
Total Number of Shares Owned by the Public
As of December 31, 2024

$\frac{3,835,532,957}{7,504,203,997}$ shares 51.1118%

Number of Issued Shares	=	7,511,809,997
Number of Outstanding Shares	=	7,504,203,997
Number of Treasury Shares	=	7,606,000
Number of Listed Shares	=	5,998,149,059
Number of Foreign Owned Shares	=	530,409,509
Foreign Ownership Level (%)	=	7.07%
Foreign Ownership Limit (%)	=	40%

APC GROUP INC.

Item 6. Management's Discussion and Analysis or Plan of Operation

For The Financial Year Ended 2024 compared to Year Ended 2023

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Pesos, except percentages)	Year on Year		Horizontal Analysis		Vertical Analysis	
	Dec 31	Dec 31	Increase (Decrease)		2024	2023
	2024	2023	Amount	%	%	%
ASSETS						
Current Assets						
Cash and cash equivalents	**23,788,657**	26,147,183	(2,358,526)	-9%	9%	10%
Receivables	**1,409,289**	1,262,860	146,429	12%	1%	0%
Prepayments	**57,716**	57,898	(182)	0%	0%	0%
Total Current Assets	**25,255,662**	27,467,941	(2,212,279)	-8%	10%	10%
Noncurrent Assets						
Financial assets at fair value through other comprehensive income (FVOCI)	-	4,006,170	(4,006,170)	-100%	0%	1%
Deferred exploration costs	**218,054,455**	218,054,455	-	0%	83%	81%
Investment properties	**9,156,000**	9,156,000	-	0%	3%	3%
Other noncurrent assets	**10,393,378**	10,305,292	88,085	1%	4%	4%
Total Noncurrent Assets	**237,603,833**	241,521,917	(3,918,085)	-2%	90%	90%
Total Assets	**262,859,495**	268,989,858	(6,130,363)	-2%	100%	100%
LIABILITIES AND EQUITY						
Current Liabilities						
Trade and other payables	**30,996,454**	31,683,512	(687,058)	-2%	12%	12%
Advances from a related party	**79,978,631**	79,978,631	-	0%	30%	30%
Total Current Liabilities	**110,975,085**	111,662,143	(687,058)	-1%	42%	42%
Noncurrent Liability						
Retirement liability	**1,011,648**	3,948,342	(2,936,694)	-74%	0%	1%
Deferred tax liability	**315,201**	-	315,201	0%	0%	0%
Total Noncurrent Liabilities	**1,326,849**	3,948,342	(2,621,493)	-66%	1%	1%
Total Liabilities	**112,301,934**	115,610,485	(3,308,551)	-3%	43%	43%
Equity Attributable to Equity Holders of the Parent Company						
Capital stock	**63,880,788**	63,880,788	-	0%	24%	24%
Additional paid-in capital	**144,295,958**	144,295,958	-	0%	55%	54%
Treasury stock - at cost	**(29,435,220)**	(29,435,220)	-	0%	-11%	-11%
Deficit	**(18,926,545)**	(18,128,403)	(798,142)	-4%	-7%	-7%
Equity reserves	**(2,194,633)**	(192,501)	(2,002,132)	-1040%	-1%	0%
Total Equity Attributable to Equity Holders of the Parent Company	**157,620,348**	160,420,622	(2,800,274)	-2%	60%	60%
Non-controlling interests	**(7,062,787)**	(7,041,249)	(21,538)	0%	-3%	-3%
Total Equity	**150,557,561**	153,379,373	(2,821,812)	-2%	57%	57%
Total Liabilities and Equity	**262,859,495**	268,989,858	(6,130,363)	-2%	100%	100%

Assets

The Group recorded consolidated assets of ₱262.9 million as at December 31, 2024, lower by 2% from ₱269.0 million in 2023. The main movements in the balance sheet are as follows:

- Cash and cash equivalents decreased by 9% from ₱26.1 million as at December 31, 2023 to ₱23.8 million as at December 31, 2024. This decrease is mainly due to payment of the Group's General & Administrative expenses, offset by the cash received from the sale of Premium Leisure Corp. (PLC) shares.

- Financial assets at FVOCI decreased by 100% as a result of the sale of shares in PLC on May 9, 2024.

- Investment property pertains to land owned by the Parent Company located in Ginatillan, Cebu. There is no change in the value of remaining properties.

Liabilities

Total liabilities as at December 31, 2024 of the Group amounted to ₱112.3 million, decreased by 3% or ₱3.3 million versus liabilities as at December 31, 2023 primarily driven by a reduction in the Parent Company's defined benefit obligation due to employee retirement.

Equity

On August 9, 2017, the Parent Company's BOD approved the reduction of the par value of the Parent Company's capital stock from ₱1 par value per share to ₱0.01 par value per share. This was approved by the Parent Company's stockholders on September 27, 2017.

On February 20, 2020, the SEC approved the decrease in the authorized capital stock of the Parent Company from ₱20,000.0 million divided into 14,000.0 million common shares and 6,000.0 million preferred shares at ₱1.00 a share to ₱200.0 million divided into 14,000.0 million common shares and 6,000.0 million preferred shares both at ₱0.01 par value a share.

On February 20, 2020, the SEC approved the equity restructuring of the Parent Company primarily to write-off the Parent Company's deficit as at December 31, 2018 amounting to ₱7,793.8 million against the additional paid in capital of ₱7,938.1 million. Consequently, the remaining additional paid in capital of ₱144.3 million cannot is not allowed to be applied for future losses that may be incurred by the Parent Company without prior approval of the SEC.

This resulted in the following as at December 31, 2020:

- decrease in the Company's capital stock from ₱6,388.1 million to ₱63.9 million
- decrease in APIC from ₱1,613.9 million to ₱144.3 million
- decrease in deficit from ₱7,801.9 million to ₱13.9 million

Overall, stockholders' equity decreased by 2% from ₱153.4 million in 2023 to ₱150.6 million in 2024 due to the net loss obtained in 2024 amounting to ₱5.4 million, offset by other comprehensive gains recognized in 2024 amounting to ₱2.6 million.

The Group does not foresee any cash flow problems during the next twelve months. The Group has enough cash to meet cash requirements in 2025.

There were no off-balance sheet transactions.

APC GROUP INC.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Pesos, except percentages)	Year on Year		Horizontal Analysis		Vertical Analysis	
	Dec 31 2024	Dec 31 2023	Increase (Decrease) Amount	%	2024	2023
INCOME						
Interest	**810,873**	526,622	284,251	*54%*	*82%*	*4%*
Dividend	**-**	319,476	(319,476)	*-100%*	*0%*	*2%*
Other Income	**178,996**	12,817,281	(12,638,285)	*-99%*	*18%*	*94%*
	989,869	13,663,379	(12,673,510)	*-93%*	*100%*	*100%*
GENERAL AND ADMINISTRATIVE EXPENSES	**(6,363,118)**	(8,436,907)	2,073,789	*25%*	*-643%*	*-62%*
INCOME (LOSS) BEFORE INCOME TAX	**(5,373,249)**	5,226,472	(10,599,721)	*-203%*	*-543%*	*38%*
PROVISION FOR CURRENT INCOME TAX	**(3,580)**	(192,259)	188,679	*98%*	*0%*	*-1%*
NET INCOME (LOSS)	**(5,376,829)**	5,034,213	(10,411,042)	*-207%*	*-543%*	*37%*
OTHER COMPREHENSIVE INCOME (LOSS)						
Items not to be reclassified to profit or loss in subsequent periods:						
Unrealized gain (loss) on fair value changes of financial assets at FVOCI	**1,398,980**	985,645	413,335	*42%*	*141%*	*7%*
Remeasurement gain on retirement liability	**1,156,037**	41,288	1,114,749	*2700%*	*117%*	*0%*
	2,555,017	1,026,933	1,528,084	*149%*	*258%*	*8%*
TOTAL COMPREHENSIVE INCOME (LOSS)	**(2,821,812)**	6,061,146	(8,882,958)	-147%	-285%	44%
Net Income (Loss) Attributable to:						
Equity holders of the ParentCompany	(5,355,291)	5,060,920	(10,416,211)	*-206%*	*-541%*	*37%*
Non-controlling interests	(21,538)	(26,707)	5,169	*19%*	*-2%*	*0%*
	(5,376,829)	5,034,213	(10,411,042)	*-207%*	*-543%*	*37%*
Total Comprehensive Income (Loss) Attributable to:						
Equity holders of the Parent Company	**(2,800,274)**	6,087,853	(8,888,127)	*-146%*	*-283%*	*45%*
Non-controlling interests	**(21,538)**	(26,707)	5,169	*19%*	*-2%*	*0%*
	(2,821,812)	6,061,146	(8,882,958)	*-147%*	*-285%*	*44%*

APC Group, Inc. and subsidiaries reported consolidated net loss of ₱5.4 million for 2024, 207% lower than the ₱ 5.0 million net income reported in the previous year.

Revenue

The Group recorded revenues of ₱1.0 million for the year ended 2024, 93% decrease from the ₱13.7 million recorded in 2023. This decline was primarily due to the absence of one-time proceeds from the settlement of a long-outstanding claim against GSIS, which had acted as a surety for a supply agreement with a former customer. Additionally, there was no dividend income from financial assets at FVOCI following the sale of PLC shares earlier this year. These decreases were partially offset by higher interest income from cash and money market placements in 2024.

Costs and Expenses

The Group recorded ₱6.4 million in costs and expenses for the year, 25% lower than the ₱8.4 million in 2023 due to absence of legal fees attributed to the proceeds from the settlement of a long-outstanding claim against GSIS.

Other Comprehensive Income (Loss)

Other comprehensive income of the Group represents fair value changes on financial assets at FVOCI and remeasurement losses on retirement liability. In 2024, there is ₱1.4 million unrealized gain on fair value changes of financial assets at FVOCI and ₱1.2 million remeasurement gain on retirement liability. Total other comprehensive gain for the year is at ₱2.6 which is ₱1.5 million higher than last year's gain of ₱1.0 million.

As of December 31, 2024, except for what have been mentioned 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 Group;
- Material commitments for capital expenditures that are reasonably expected to have a material impact on the Group'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;
- Events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.
- All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Group with unconsolidated entities or other persons created during the reporting period
- Any significant elements of income or loss from continuing operation
- Significant elements of income or loss that did not arise from the Group's continuing operations;
- Seasonal aspects that had a material impact on the Group's results of operations; and
- The Group does not foresee any liquidity problem over the next twelve (12) months.

For The Financial Year Ended 2023 compared to Year Ended 2022

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Pesos, except percentages)	Year on Year		Horizontal Analysis		Vertical Analysis	
	Dec 31 2023	Dec 31 2022	Increase (Decrease) Amount	%	2023 %	2022 %
ASSETS						
Current Assets						
Cash and cash equivalents	**26,147,183**	17,969,394	8,177,788	46%	10%	7%
Receivables	**1,262,860**	1,618,021	(355,161)	-22%	0%	1%
Prepayments	**57,898**	42,412	15,486	37%	0%	0%
Total Current Assets	**27,467,941**	19,629,827	7,838,114	40%	10%	8%
Noncurrent Assets						
Financial assets at fair value through other comprehensive income (FVOCI)	**4,006,170**	3,020,525	985,645	33%	1%	1%
Deferred exploration costs	**218,054,455**	218,054,455	-	0%	81%	84%
Investment properties	**9,156,000**	9,156,000	-	0%	3%	4%
Other noncurrent assets	**10,305,292**	9,769,625	535,667	5%	4%	4%
Total Noncurrent Assets	**241,521,917**	240,000,605	1,521,312	1%	90%	92%
	268,989,858	259,630,432	9,359,426	4%	100%	100%
LIABILITIES AND EQUITY						
Current Liabilities						
Trade and other payables	**31,683,512**	28,852,367	2,831,146	10%	12%	11%
Advances from a related party	**79,978,631**	79,978,631	-	0%	30%	31%
Total Current Liabilities	**111,662,143**	108,830,998	2,831,146	3%	42%	42%
Noncurrent Liability						
Retirement liability	**3,948,342**	3,481,207	467,135	13%	1%	1%
Total Liabilities	**115,610,485**	112,312,205	3,298,280	3%	43%	43%
Equity Attributable to Equity Holders of the Parent Company						
Capital stock	**63,880,788**	63,880,788	-	0%	24%	25%
Additional paid-in capital	**144,295,958**	144,295,958	-	0%	54%	56%
Treasury stock - at cost	**(29,435,220)**	(29,435,220)	-	0%	-11%	-11%
Deficit	**(18,128,403)**	(23,189,323)	5,060,920	22%	-7%	-9%
Equity reserves	**(192,501)**	(1,219,434)	1,026,933	84%	0%	0%
Total Equity Attributable to Equity Holders of the Parent Company	**160,420,622**	154,332,769	6,087,853	4%	60%	59%
Non-controlling interests	**(7,014,249)**	(7,014,542)	(26,707)	0%	-3%	-3%
Total Equity	**153,379,373**	147,318,227	6,061,146	4%	57%	57%
Total Liabilities and Equity	**268,989,858**	259,630,432	9,359,426	4%	100%	100%

Assets

The Group recorded consolidated assets of ₱269.0 million as at December 31, 2023, higher by 0.4% from ₱259.6 million in 2022. The main movements in the balance sheet are as follows:

- Cash and cash equivalents increased by 46% from ₱18.0 million as at December 31, 2022 to ₱26.1 million as at December 31, 2023. This increase is mainly due to proceeds from the settlement of a long-outstanding claim against Government Service Insurance System (GSIS) which acts as a surety to a supply agreement with a previous customer, cash earned as interest, dividend income and service fees. Partly, this increase was offset by payment of the Group's expenses.

- Financial assets at FVOCI increased by 33% as a result of the movement in stock prices of the shares held by the Parent Company as of December 31, 2023.

- Investment property pertains to land owned by the Parent Company located in Ginatillan, Cebu. There is no change in the value of remaining properties.

Liabilities

Total liabilities as at December 31, 2023 of the Group amounted to ₱115.6 million, increased by 3% or ₱3.3 million versus liabilities as at December 31, 2022 mainly due to the legal fees related to the collection from GSIS and increase in the Parent Company's defined benefit obligation based on the latest actuarial valuation obtained by the Parent Company from a third party.

Equity

On August 9, 2017, the Parent Company's BOD approved the reduction of the par value of the Parent Company's capital stock from ₱1 par value per share to ₱0.01 par value per share. This was approved by the Parent Company's stockholders on September 27, 2017.

On February 20, 2020, the SEC approved the decrease in the authorized capital stock of the Parent Company from ₱20,000.0 million divided into 14,000.0 million common shares and 6,000.0 million preferred shares at ₱1.00 a share to ₱200.0 million divided into 14,000.0 million common shares and 6,000.0 million preferred shares both at ₱0.01 par value a share.

On February 20, 2020, the SEC approved the equity restructuring of the Parent Company primarily to write-off the Parent Company's deficit as at December 31, 2018 amounting to ₱7,793.8 million against the additional paid in capital of ₱7,938.1 million. Consequently, the remaining additional paid in capital of ₱144.3 million cannot is not allowed to be applied for future losses that may be incurred by the Parent Company without prior approval of the SEC.

This resulted in the following as at December 31, 2020:

- decrease in the Company's capital stock from ₱6,388.1 million to ₱63.9 million
- decrease in APIC from ₱1,613.9 million to ₱144.3 million
- decrease in deficit from ₱7,801.9 million to ₱13.9 million

Overall, stockholders' equity increased by 4% from ₱147.3 million in 2022 to ₱153.4 million in 2023 due to the net income obtained in 2023 amounting to ₱5.0 million and other comprehensive gains recognized in 2023 amounting to ₱1.0 million.

The Group does not foresee any cash flow problems during the next twelve months. The Group has enough cash to meet cash requirements in 2024.

There were no off-balance sheet transactions.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Pesos, except percentages)	Year on Year		Horizontal Analysis		Vertical Analysis	
	Dec 31 2023	Dec 31 2022	Increase (Decrease) Amount	%	2023	2022
INCOME						
Interest	**526,622**	186,082	340,540	*183%*	*4%*	*37%*
Dividend	**319,476**	319,476	-	*0%*	*2%*	*63%*
Other Income	**12,817,281**	-	12,817,281	*0%*	*94%*	*0%*
	13,663,379	505,558	13,157,821	*2603%*	*100%*	*100%*
GENERAL AND ADMINISTRATIVE EXPENSES	**(8,436,907)**	(6,702,063)	(1,734,844)	*-26%*	*-62%*	*-1326%*
GAIN ON SALE OF INVESTMENT PROPERTY	-	5,309,000	(5,309,000)	*-100%*	*0%*	*1050%*
INCOME (LOSS) BEFORE INCOME TAX	**5,226,472**	(887,505)	6,113,977	*689%*	*38%*	*-176%*
PROVISION FOR CURRENT INCOME TAX	**192,259**	-	192,259	*0%*	*1%*	*0%*
NET INCOME (LOSS)	**5,034,213**	(887,505)	5,921,718	*667%*	*37%*	*-176%*
OTHER COMPREHENSIVE INCOME (LOSS)						
Items not to be reclassified to profit or loss in subsequent periods:						
Unrealized gain (loss) on fair value changes of financial assets at FVOCI	**985,645**	286,155	699,490	*244%*	*7%*	*57%*
Remeasurement gain on retirement liability	**41,288**	243,738	(202,450)	*-83%*	*0%*	*48%*
	1,026,933	529,893	497,040	*94%*	*8%*	*105%*
TOTAL COMPREHENSIVE INCOME (LOSS)	**6,061,146**	(357,612)	6,418,758	1795%	44%	-71%
Net Income (Loss) Attributable to:						
Equity holders of the Parent Company	5,060,920	(866,495)	5,927,415	*684%*	*37%*	*-171%*
Non-controlling interests	(26,707)	(21,010)	(5,697)	*-27%*	*0%*	*-4%*
	5,034,213	(887,505)	5,921,718	*667%*	*37%*	*-176%*
Total Comprehensive Income (Loss) Attributable to:						
Equity holders of the Parent Company	**6,087,853**	(336,602)	6,424,455	*1909%*	*45%*	*-67%*
Non-controlling interests	**(26,707)**	(21,010)	(5,697)	*-27%*	*0%*	*-4%*
	6,061,146	(357,612)	6,418,758	*1795%*	*44%*	*-71%*

APC Group, Inc. and subsidiaries reported consolidated net income of ₱5.0 million for 2023, 667% higher than the ₱0.9 million net loss reported in the previous year.

Revenue

The Group recorded revenues of ₱13.7 million for the year ended 2023, 2603% higher than the ₱0.5 million revenues recognized in 2022. This increase is brought about by the one-time proceeds from the settlement of a long-outstanding claim against GSIS which acts as a surety to a supply agreement with a previous customer and fee received from manpower services provided for growth projects. There is also a higher interest income from cash and money market placements for 2023 due to higher amount of cash.

Costs and Expenses

The Group recorded ₱8.4 million in costs and expenses for the year, 26% higher than the ₱6.7 million in 2022 due to legal fees attributed to the proceeds from the settlement of a long-outstanding claim against GSIS.

Other Income (Loss)

Other income of the Group in 2022 pertains to the ₱5.3 million gain in the sale of parcel of land with a carrying amount of ₱2.9 million for ₱8.2 million. There is no revaluation in 2023 and 2022.

Other Comprehensive Income (Loss)

Other comprehensive income of the Group represents fair value changes on financial assets at FVOCI and remeasurement losses on retirement liability. In 2023, there is ₱1.0 million unrealized gain on fair value changes of financial assets at FVOCI and ₱0.04 million remeasurement gain on retirement liability. Total other comprehensive gain for the year is at ₱1.0 which is ₱0.5 million higher than last year’s gain of ₱0.5 million.

As of December 31, 2023, except for what have been mentioned 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 Group;
- Material commitments for capital expenditures that are reasonably expected to have a material impact on the Group'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;
- Events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.
- All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Group with unconsolidated entities or other persons created during the reporting period
- Any significant elements of income or loss from continuing operation
- Significant elements of income or loss that did not arise from the Group's continuing operations;
- Seasonal aspects that had a material impact on the Group's results of operations; and
- The Group does not foresee any liquidity problem over the next twelve (12) months.

PLAN OF OPERATION

The group will focus on the following directions in the next 12 months:

1. Continue with the development of its geothermal resources. Pursue the exploration work program for the Kalinga project.
2. Seek other renewable energy development investment opportunities.
3. Look into other revenue opportunities for the Group.

KEY PERFORMANCE INDICATORS

Management uses the following key performance indicators to evaluate the performance of the Group. Except for Net Income, these key performance indicators are not measurements in accordance with Philippine Financial Reporting Standards (PFRS) and should not be considered as an alternative to net income or any other measure of performance which are in accordance with PFRS.

1. **Return on Assets Ratio (ROA).** ROA is an indicator of how profitable a company is relative to its total assets. ROA gives an idea as to how efficient management is at using its assets to generate earnings and is calculated by dividing the company's annual earnings by its total assets.

2. **Return on Equity Ratio (ROE).** ROE measures how much profit is generated with the money shareholders have invested in the company. It is expressed as a percentage and calculated by dividing net income by total stockholders' equity.

3. **Current Ratio.** Current ratio is computed by dividing current assets by current liabilities. This indicates the liquidity of the company in the short term and measures the peso amount of current asset available to cover a peso amount of current liability.

4. **Debt-to-Equity Ratio (DER).** DER gives an indication of the company's leverage position and is computed by dividing total liabilities with total stockholders' equity.

5. **Asset-to-Equity Ratio (AER).** AER is computed using total assets divided by the total stockholders' equity. This ratio shows the relationship of the total assets of the firm owned by shareholders and an indicator of the leverage used to finance the company.

The table below shows the comparative figures of the key performance indicators for the period in review.

Financial Ratios	YTD 31 December 2024	YTD 31 December 2023
Return on Assets Ratio	(0.02)	0.02
Return on Equity Ratio	(0.04)	0.03
Current Ratio	0.23	0.25
Debt to Equity Ratio	0.75	0.75
Asset to Equity Ratio	1.75	1.75

Discussion on the key performance indicators

Return on Assets Ratio

The Group's ROA for 2024 decreased from 0.02 in 2023 to (0.02) in 2024 due to the reported net loss in 2024.

Return on Equity Ratio

The Group's ROE for 2024 decreased from 0.03 in 2023 to (0.04) in 2024 due to the reported net loss in 2024.

Current Ratio

Current Ratio decreased from 0.25 in 2023 to 0.23 in 2024 due to the decrease in cash from the payment of general and administrative expenses.

Debt to Equity Ratio

There is no change in the Group's debt to equity ratio at 0.75 as of December 31, 2023 and December 31, 2024.

Assets to Equity Ratio

There is no change in the Group's assets to equity ratio at 1.75 as of December 31, 2023 and December 31, 2024.

Key Variables and other Qualitative and Quantitative Factors

The Group expects no material commitments for capital expenditures and expected funds in 2024. To the best of the Group's knowledge, aside from what has already been mentioned in the preceding, there are no known trends, events or uncertainties that will have a material impact on revenues; no significant elements of income or loss that did not arise from continuing operations aside from those disclosed in the Notes to the Audited Financial Statements; and no seasonal aspects with material effect on results of operations.

APC Group, Inc.and subsidiaries maintains sufficient cash balances to meet minimum operational requirements, as determined by management from time to time. Additional cash requirements are sourced from affiliates. To the best of the Group's knowledge, there are no known trends, events or uncertainties that will have a material impact on its liquidity.

APC GROUP INC.

ANNEX TO THE MD&A SECTION

1. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements of the Group comprise the financial statements of the Parent Company and the following subsidiaries:

Subsidiaries	Percentage of Ownership Direct	Indirect	Total
Aragorn Power and Energy Corporation (APEC) [(1)]	97.6%	-	97.6%
PRC-Magma Energy Resources Inc. (PRC - Magma) [(2)]	-	85%	85%
APC Cement Corporation (APC Cement) [(2)]	100%	-	100%
APC Energy Resources, Inc. (APCERI) [(2)]	100%	-	100%
APC Mining Corporation (APC Mining) [(2)]	83.3%	-	83.3%

(1) Still in exploration stage
(2) Still in the pre-operating stage

2. RISK EXPOSURES

Financial Risk Management

The Group has risk management policies that systematically view the risks that could prevent the Group from achieving its objectives. These policies are intended to manage risks identified in such a way that opportunities to deliver the Group's objectives are achieved. The Group's risk management takes place in the context of day-to-day operations and normal business processes such as strategic planning and business planning. It is also established to identify and manage the Group's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies.

Management has identified each risk and is responsible for coordinating and continuously improving risk strategies, processes and measures in accordance with the established business objectives. The BOD has overall responsibility for the establishment and oversight of the Group's risk management framework. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the activities of the Group.

The Group's principal financial instruments comprise of cash and cash equivalents, receivables, security deposits, financial assets at FVOCI, trade and other payables (excluding statutory payables), and advances from a related party.

The main risks arising from the Groups's financial instruments are credit risk, liquidity risk and interest rate risk. The BOD reviews and approves policies for managing these risks. These are summarized below.

Credit Risk

Credit risk is the risk that the obligations of the Group will not be repaid on time and in full as contracted, resulting in a financial loss. It is inherent to the business as potential losses may arise due to the failure of its counter parties to fulfill their obligations on maturity dates or due to adverse market conditions.

Generally, the credit risk of the Group is attributable to financial assets at amortized cost. The Group maintains credit policies and continuously monitors defaults of customers and other counter parties, identified either individually or by group, and incorporate this information into its credit risk controls. Managing credit risk has both qualitative and quantitative aspects. Credit officers must evaluate the credit quality of the counterparties and assign internal credit ratings upon this evaluation.

The Group defines credit exposure as all transactions where losses might occur due to the fact that counterparties may not fulfill their contractual payment obligations based on original contractual terms. The Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these financial assets. Credit risk from cash in banks is mitigated by transacting only with reputable banks duly approved by management.

Credit Quality of Financial Assets. The credit quality of financial assets is managed by the Group using internal credit ratings such as high grade, standard grade, past due but not impaired and credit impaired.

High Grade - pertains to deposits or placements to counterparties with good credit rating or bank standing. For receivables, this covers accounts of good paying counterparties, with good credit standing and are not expected by the Group to default in settling its obligations, thus credit risk exposure is minimal.

Standard Grade - other financial assets not belonging to high quality financial assets are included in this credit rating.

Past due but not impaired - pertains to financial assets where contractual payments are past due but the Group believes that impairment is not appropriate based on the probability of collection of amounts owed to the Group.

Credit impaired - pertains to financial assets for which the Group determines that it is probable that it will not be able to collect the amount due based on the contractual terms and agreements.

The tables below summarize the analysis of the Group's financial assets as at December 31:

	2024				
	Neither Past Due nor Impaired				
	High Grade	**Standard Grade**	**Past due but not impaired**	**Credit Impaired**	**Total**
Cash and cash equivalents*	**₱23,738,657**	**₱–**	**₱–**	**₱–**	**₱23,738,657**
Receivables	**–**	**233,434**	**1,175,855**	**16,950**	**1,426,239**
Security deposits**	**23,822**	**–**	**–**	**–**	**23,822**
	₱23,762,479	**₱233,434**	**₱1,175,855**	**₱16,950**	**₱25,188,718**

**Excluding cash on hand.*
***Presented under "Other noncurrent assets" account.*

	2023				
	Neither Past Due nor Impaired				
	High Grade	Standard Grade	Past due but not impaired	Credit Impaired	Total
Cash and cash equivalents*	₱26,097,183	₱–	₱–	₱–	₱26,097,183
Receivables	–	1,262,860	–	–	1,262,860
Security deposits**	23,822	–	–	–	23,822
Financial assets at FVOCI	4,006,170	–	–	–	4,006,170
	₱30,127,175	₱1,262,860	₱–	₱–	₱31,390,035

**Excluding cash on hand.*
***Presented under "Other noncurrent assets" account.*

Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's objectives to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Group's credit standing.

The Group seeks to manage its liquid funds through cash planning on a weekly basis. As part of its liquidity risk management, the Group regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities.

The table below summarizes the maturity profile of the Group's financial liabilities as at December 31 based on contractual undiscounted payments:

	2024				
	On demand	**Less than 3 months**	**3 to 12 months**	**Over 1 year**	**Total**
Trade and other payables*	**₱25,056,292**	**₱5,909,073**	**₱–**	**₱–**	**₱30,965,365**
Advances from a related party	**79,978,631**	**–**	**–**	**–**	**79,978,631**
	₱105,034,923	**₱5,909,073**	**₱–**	**₱–**	**₱110,943,996**

**Excluding statutory payables.*

	2023				
	On demand	Less than 3 months	3 to 12 months	Over 1 year	Total
Trade and other payables*	₱12,623,493	₱18,992,843	₱–	₱–	₱31,616,336
Advances from a related party	79,978,631	–	–	–	79,978,631
	₱92,602,124	₱18,992,843	₱–	₱–	₱111,594,967

**Excluding statutory payables.*

Equity Price Risk

The Group's investments in equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Group's BOD reviews and approves all equity investment decisions.

Fair Value Measurements

The following table provides the fair value hierarchy of assets and liabilities with carrying amounts which approximate its fair value or measured at fair value:

	2024			
	Valuation Date	**Total**	**Level 1**	**Level 2**
Assets measured at fair value:				
Investment properties	**December 31, 2020**	**₱9,156,000**	**₱–**	**₱9,156,000**
		₱13,162,170	**₱4,006,170**	**₱9,156,000**

	2023			
	Valuation Date	Total	Level 1	Level 2
Assets measured at fair value:				
Investment properties	December 31, 2020	₱9,156,000	₱–	₱9,156,000
Financial assets at FVOCI	December 31, 2024	4,006,170	4,006,170	–
		₱13,162,170	₱4,006,170	₱9,156,000

Cash and Cash Equivalents, Receivables, Trade and Other Payables (Excluding Statutory Payables), and Advances from a Related Party. Due to the short-term nature of the transactions, the carrying values approximate the fair values at reporting dates.

Security Deposits. The carrying value of security deposits does not materially differ from the fair value as at December 31, 2024 and 2023.

Investment Properties. The fair values of the investment properties were based on valuations performed by accredited independent appraisers.

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

There were no transfers between Level 1 and Level 2 fair value measurements and no transfers into and out of Level 3 fair value measurements during the year ended December 31, 2024 and 2023.

Capital Management

The primary objective of the Group's capital management is to ensure that it maintains strong credit rating and stable capital ratios in order to support its business and maximize shareholders' value. The Group manages its capital structure and makes adjustments to it, based on the changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to externally-imposed capital requirements.

The Group considers the equity attributable to the equity holders of the Parent Company as presented in the consolidated statements of financial position as its core capital. As at December 31, 2024 and 2023, the Group was able to meet its capital management objectives. No changes were made in the objectives, policies or processes in 2024 and 2023.

3. <u>OTHER REQUIRED DISCLOSURES</u>

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, 2024.

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 December 31, 2024 and up to the date of this report that need disclosure herein.

F.) There were no changes in the composition of the Group during the interim period such as business combinations, acquisition or disposals of subsidiaries and long-term investments, restructuring and discontinued operations, except as what has been discussed in the MD&A on the Group's quasi-reorganization.

G.) There were no changes in contingent liabilities or contingent assets since December 31, 2024 and as of date of this report.

H.) There exist no material contingencies and other material events or transactions affecting the current interim period.

Item 7. Financial Statements

The Audited Financial Statements and Supplementary Schedules for the year 2024 are filed as part of this Form 17A.

APC GROUP, INC. AND SUBSIDIARIES
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES
FORM 17-A, Item 7

Consolidated Financial Statements

Statement of Management's Responsibility for Consolidated Financial Statements	Report
Independent Auditors' Report	
Consolidated Statements of Financial Position as of December 31, 2024 and 2023	CSFP
Consolidated Statements of Comprehensive Income for the years ended December 31, 2024, 2023 and 2022	CSCI
Consolidated Statements of Changes in Equity for the years ended December 31, 2024, 2023 and 2022	CSCE
Consolidated Statements of Cash Flows for the years ended December 31, 2024, 2023 and 2022	CSCF
Notes to Consolidated Financial Statements	NCFS

Supplementary Schedules

A.	Financial Assets	Attached
B.	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)	Attached
C.	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	Attached
D.	Long-term Debt	Not Applicable
E.	Indebtedness to Related Parties	Attached
F.	Guarantees of Securities of Other Issuers	Not Applicable
G.	Capital Stock	Attached

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

Independent Public Accountants

Reyes Tacandong & Co. (RT), the Company's external auditors, was appointed as such for the current year during the stockholders' meeting last June 28, 2024. Representatives of RT are expected to be present at the 2025 Annual Stockholders' Meeting to respond to appropriate questions and will be given the opportunity to make a statement if they so desire.

Ms. Belinda B. Fernando was assigned as RT's partner-in-charge for the company. Her appointment shall not exceed seven (7) years based on the code of ethics adapted by SEC through the revised SRC Rule 68.

The Audit Committee is composed of the following:

Rafael M. Alunan III (ID)	Chairman
Jerry C. Tiu (ID)	Member
Armin Antonio B. Raquel Santos	Member

No principal accountant or independent accountants of the registrant has resigned, was dismissed or has ceased to perform services during the two (2) most recent fiscal years or any subsequent interim period.

There have been no disagreements with any accountant or any matter of accounting principles or practices, financial statement disclosure or auditing scope of procedure.

External Audit Fees and Services

1. Audit fees for the audit of the Company's annual financial statements amounted to ₱250,000 in 2024 and ₱250,000 in 2023.

2. a. No other assurance and related services were rendered in 2024 and 2023.
   b. No tax services were rendered by the external auditor in 2024 and 2023.
   c. There were no other fees paid to the external auditor in 2024 and 2023.
   d. The audit committee approved the policies and procedures of the above services. The Board of Directors has established an audit committee to provide oversight of the external audit function and review of the internal audit function of the company.

Among the policies and procedures of the Audit Committee are:

Authority

1. Endorse the appointment, re-appointment or removal of the External Auditor;
2. Approve the appointment, evaluate the performance and confirm the removal of the Chief Audit Executive;
3. Review, evaluate, and recommend to the Compensation and Remuneration Committee the remuneration of the Chief Audit Executive;
4. Approve the budget and resource plan of the Internal Audit Department;
5. Seek any information it requires from Management, and all other employees;
6. Gain access to all records, documents, properties, assets and personnel within the Company;
7. Review the scope of work of the auditors after considering their assessment of internal controls and risks identified;
8. Secure adequate resources to enable it to effectively discharge its functions;
9. Obtain any external professional advice and expertise if so required; and
10. Investigate any activities within its scope of responsibilities, or as may be required by the Board.

Duties and Responsibilities

1. Financial Statements and Reporting

   a. Review the impact of changes in significant accounting policies and practices, alternative treatments of financial information within Philippine financial reporting standards, significant adjustments resulting from an audit, going concern assumptions, reporting issues including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements on the financial statements.

b. Review with Management and the external auditors the results of the audit, including any difficulties encountered.
c. Review and endorse to the Board for approval, Company financial statements and related reports; consider their completeness and consistency with information known to the Committee and compliance with accounting principles and standards, and regulatory requirements.
d. Review accuracy and completion of other sections of the annual report and related regulatory filings before release.
e. Understand how Management develops interim financial information, and the nature and extent of internal and external auditor involvement; and review same before filing with regulators.

2. Internal Control

a. Ensure a review of the effectiveness of the Company's internal control systems, including information technology security and control and risk management system.
b. Understand and review the scope of internal and external auditors' review of internal controls over financial reporting, and obtain regular reports on significant findings and recommendations, together with Management's responses.

3. Internal Audit

a. Oversee the appointment of the Head of Internal Audit including his/her replacement, reassignment, or dismissal.
b. Provide oversight and evaluation of the performance of the Company's Head of Internal Audit and Internal Audit Group.
c. Review with Management and the Head of Internal Audit, the Charter, plans, budget, activities, staffing, access to financial and other resources and organizational structure of the internal audit function and any amendments thereto.
d. Review the effectiveness of the internal audit function, including compliance with the Institute of the Internal Auditors' StandardsReview the Internal Audit Group including its independence and the authority of its reporting relationships.
e. Ensure that the Internal Audit Group has full access to Company records, personnel and properties that are relevant to the discharge of its scope and function.
f. On a regular basis, meet separately with the Head of Internal Audit to discuss any matter that the Committee or the Internal Audit Group believe should be discussed privately.
g. Ensure the adequacy of the internal audit activity's purpose authority and responsibility through the review and approval the Internal Audit Charter at least on an annual basis.
h. Ensure that the internal audit function has a quality assurance and improvement program and that the results of these periodic assessments (both internal and external) are presented to the Audit Committee.

4. External Audit

a. Appoint and evaluate the performance of the External Auditor including the removal of the External Auditor if circumstances warrant.
b. Review the External Auditors' proposed audit scope and approach.
c. Review and confirm the independence of the external auditors by obtaining certification from the latter relative to overall relationship with the Company, including non-audit services and by ensuring that key partners are rotated at appropriate intervals.
d. Ensure that External Auditors have free and full access to the Company's records, properties, and personnel to enable them to perform their audit functions.
e. Resolve any disagreement between Management, the Internal Audit Group and the External Auditors regarding financial reporting.

f. On a regular basis, meet separately with the external auditors to discuss any matter that the Committee or auditors believe should be discussed privately.

5. Compliance

   a. Review and continually improve the effectiveness of the system for monitoring the results of Management's investigation and follow-up (including violations against the Code of Ethics) of any instance of non-compliance.
   b. Review the findings from any examinations by regulatory bodies, and any audit observations.
   c. Review the process for communicating and compliance of the Code of Ethics to Company personnel.
   d. Obtain regular updates from Management and the Compliance Officer regarding compliance matters.

6. Reporting Responsibilities

   a. Regularly report to the Board the Committee's activities, findings, decisions, deliberations and recommendations.
   b. Provide an open avenue of communication between and among the Chief Audit Executive and Internal Audit Group, the external auditors, the Compliance Officer, the Chief Risk Officer and the Board.
   c. Report annually to the shareholders, describing the Committee's composition, responsibilities and how they were discharged and any other information required by regulators, including approval of non-audit services.
   d. Review any other reports the Company issues that relate to the Committee responsibilities, such as but not limited to reports on the Policy on Accountability, Integrity and Vigilance (PAIV).

7. Fraud

   a. Obtain reasonable assurance with respect to the organization's procedures for the prevention and detection of fraud.
   b. Oversee management's arrangement for the prevention and deterrence of fraud.
   c. Oversee fraud investigation and undertake to investigate possible cases of fraud, when and as instructed by the Committee Chairperson and/or the President.
   d. Ensure that appropriate action is taken against know fraud perpetrators.

8. Other Responsibilities

   a. Perform other activities related to this Charter as requested by the Board.
   b. Review and assess the adequacy of the Committee Charter annually, requesting Board approval for any proposed changes, and ensure appropriate disclosure as may be required by law or regulation.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

All incumbent directors, elected on June 28, 2024 are to serve for a term of one (1) year until their successors shall have been duly elected and qualified. The names and ages of Directors and the executive officers of the Registrant are:

Name	Age	Position	Nationality
Willy N. Ocier	68	Chairman	Filipino
Ian Jason R. Aguirre	51	President/CEO/Director	Filipino
Edmundo L. Tan	79	Non-Executive Director	Filipino
Armin Antonio B. Raquel Santos	57	Non-Executive Director	Filipino
Virginia A. Yap	73	Non-Executive Director	Filipino
Jerry C. Tiu	68	Independent Director	Filipino
Rafael M. Alunan III	76	Lead Independent Director	Filipino
Richard Anthony D. Alcazar	54	Corporate Secretary	Filipino
Marie Joy C. Reyes	43	Treasurer and Compliance Officer	Filipino
Michelle Angeli T. Hernandez	53	Chief Risk Officer	Filipino
Anna Josefina G. Esteban*	57	Chief Audit Executive	Filipino

**until February10, 2025*

The Company's Board of Directors are vested by the By-laws of the Company over-all responsibility for the management of the Company's business. The Board elects the executive officers of the Company. The composition of the Board of Directors and the incumbent executive officers of the Company are as follows:

Board of Directors:

Willy N. Ocier, 68, Filipino, is the Chairman and Director of the Company. He is also the Chairman and Director of Belle Corporation, Premium Leisure Corp., and Pacific Online Systems Corporation. Likewise, he is the Chairman of Total Gaming and Technologies, Inc. and PremiumLeisure and Amusement, Inc. and the Vice Chairman of Highlands Prime, Inc. He is the Chairman and Director of Tagaytay Midlands Golf Club, Inc., and Vice Chairman of the Directors of Tagaytay Highlands International Golf Club, Inc. Mr. Ocier is also the Chairman, President, and Chief Executive Officer of Philippine Global Communications, Inc., a Director of DigiPlus Interactive Corp.. He also sits as a Director of the following unaffiliated corporations, IVantage Equities, Philequity Management, Inc., Abacore Capital Holdings, Inc. and Toyota Corporation Batangas. He was formerly President and Chief Operating Officer of Eastern Securities Development Corporation.

Mr. Ocier graduated from Ateneo de Manila University with a Bachelor of Arts degree in Economics. In recognition of Mr. Ocier's corporate leadership and role in providing employment opportunities to Filipinos, the University of Batangas conferred him a degree in Doctor of Humanities, honoris causa.

Mr. Ian Jason R. Aguirre, 51, Filipino, was elected as a Director, and appointed as the President and Chief Executive Officer of the Company effective November 5, 2021. Mr. Aguirre is concurrently a Vice President of SM Investments Corporation ("SMIC"), Investment Portfolio and Vice President and Chief Finance Officer of Philippine Geothermal Production Company, Inc. He has worked in various management positions over a 20-year career that included local and international experience in corporate finance, strategic planning, operations and business development. His last stint prior to joining SMIC was as a Director for CEMEX Asia Pte. Ltd.

Mr. Aguirre holds a Bachelor of Science degree in Industrial Engineering from the University of the Philippines and a Master's degree in Business Management from the Asian Institute of Management.

Mr. Armin Antonio B. Raquel Santos, 57, Filipino, is a Non-Executive Director and a member of the Executive Committee of Belle Corporation. He is the President and Chief Executive Officer of Premium Leisure Corp. and its subsidiaries PremiumLeisure and Amusement, Inc., and Pacific Online Systems Corporation. He is a Director of Pinoy Lotto Technologies Corporation, Sagittarius Mines, Inc., Tagaytay Highlands International Gold Club, Inc., Manila Golf and Country Club, and member of the Board of Trustees of Meralco Resorts (Philippines) Foundation Corporation. Formerly, he was Chief Finance Officer of Aboitizland, Inc., Cebu Industrial Park, Inc. and Mactan Economic Zone II and First Philippine Electric Company. He was also a former Governor of Board of Investments (BOI), served as Assistant Secretary with the Department of Trade and Industry (DTI), Vice Chairman and CEO of Philippine Retirement Authority (PRA), Executive Vice President of Philippine International Trading Corporation (PITC), and Deputy Administrator of Subic Bay Metropolitan Authority (SBMA). His experience includes stints with multinational companies; Securities 2000 Inc. (Singapore Technologies Group) and First Chicago Trust Company of New York.

Mr. Raquel Santos holds a Master of Arts in Liberal Studies from Dartmouth College, U.S.A. and Bachelor of Science in Business Administration Major in Finance from Iona College, U.S.A.

Mr. Edmundo L. Tan, 79, Filipino, is a Director of the Company from 2000 up to the present and as Corporate Secretary from 2000 until 2016. He serves as Director of Philippine Global Communications, Inc. from 2000 up to the present and as Corporate Secretary from 2000 until 2010. He is a director of Aragorn Power and Energy Corporation from 2005 up to the present and as Corporate Secretary from 2005 up to 2012. He is currently a Director of PRC MAGMA Resources, Inc. (2010 up to the present). He is a director of OLC Holdings, Inc. from July 2012 up to the present. He was elected as director of Sagittarius Mines, Inc. in March 2016. On 12 December 2019 he was elected Director of Concrete Aggregates Corporation. He serves as Corporate Secretary of BDO Unibank, Inc. from July 2007 up to the present and BDO Private Bank from February 2012 up to the present. He was formerly a Director of BDO Leasing & Finance, Inc. and now serves as Adviser of the Board.

He was a co-founder and was elected President of Philippine Dispute Resolution Center, Inc. (PDRCI) in July 2017.

Atty. Tan is the Managing Partner of Tan, Acut Lopez & Pison Law Offices (1993 up to present). He was formerly Senior Partner in Ponce Enrile Cayetano Reyes & Manalastas Law Offices, a Partner in Angara Abello Concepcion, Regala & Cruz Law Offices, and an Associate in Cruz Villarin Ongkiko Academia & Durian Law Offices.

He graduated from De La Salle College with a degree in Bachelor of Arts. He graduated from the University of the Philippines' College of Law in 1973.

Ms. Virginia A. Yap, 73, Filipino, is a Director of the Company. Ms. Yap holds key positions in SM investments Corporation as a Senior Vice President – Office of the Chairman Emeritus and Securities Department. She was also a Non-Executive Director of Belle Corporation until May 31, 2024.

She holds a Bachelor of Science in Commerce (Major in Accounting) degree from the University of Mindanao.

Mr. Rafael M. Alunan III*, 76, Filipino, is an Independent Director of the Company who was elected on August 10, 2020. He also sits as an independent director with the position of Vice-Chairman of Pepsi Cola Products (Philippines), Inc.; and chairs the Audit Committees of both companies. He was recently elected as President of the Philippine Taekwondo Association. Mr Alunan is the immediate past Chairman of the Philippine Council for Foreign Relations (PCFR) and the Harvard Kennedy School Alumni Association of the Philippines Inc. (HKSAAPI). He is the President-elect of the Rotary Club of Manila for RY2023-2024. He also sits on the board of the Spirit of EDSA Foundation; founded One Philippines Party List; and serves as Senior Adviser of Kaltimex Energy Phils.

Mr. Alunan is an Eminent Fellow of the Development Academy of the Philippines (DAP); and Fellow of the Institute of Corporate Directors (ICD) and Institute for Solidarity in Asia (ISA). He co-authored the book entitled

“Silver Linings”; and produced the documentary entitled “Tagaligtas”; and is a member of the Maritime League; the Fraternal Order of Eagles of the Philippines; and Zeta Phi Omega fraternity. He holds the rank of Colonel in the Armed Forces of the Philippines, and commanded the 131st Infantry Division (Standby Reserve) and the 9th Infantry Division (Ready Reserve) of the Philippine Army. He is an adopted member of Philippine Military Academy Marangal Class of 1974, PCSpecial Action Force, Special Forces Regiment (Airborne) and First Scout Ranger Regiment.

Mr. Alunan obtained his double degree in Business Administration and History-Political Science from De La Salle University; attended Ateneo de Manila University’s Master in Business Administration-Senior Executive Program; earned a Master’s degree in Public Administration and a certificate in Executive Education from Harvard Kennedy School of Government; and graduated from the Philippine Army’s Command and General Staff College Operations Course.

Mr. Alunan served in the Cabinets of Presidents Corazon C. Aquino and Fidel V. Ramos as Secretary of Tourism and Secretary of the Interior and Local Government, respectively.

Mr. Jerry C. Tiu*, 68, Filipino, is an independent director of APC Group, Inc. He is an Independent Adviser to the Board of Premium Leisure Corp. He is a director and the President of Tagaytay Highlands Community Condominium Association, Inc., Tagaytay Midlands Community Homeowners’ Association, Inc., and Greenlands Community Homeowners’ Association, Inc. He is also the President of the following companies: Tagaytay Highlands International Golf Club, Inc., The Country Club at Tagaytay Highlands, Inc., Tagaytay Midlands Golf Club, Inc., and The Spa & Lodge at Tagaytay Highlands, Inc. He is a former Director of the Manila Polo Club.

Mr. Tiu holds a Bachelor of Science degree in Commerce (Major in Marketing) from the University of British Columbia.

***Independent Directors**

The nomination, pre-screening and election of independent directors were made in compliance with the requirements of the Code of Corporate Governance and the Securities and Exchange Commission’s Guidelines on the Nomination and Election of Independent Directors, which have been adopted and made part of the Corporation’s By-Laws.

The Corporate Governance Committee, composed of Mr. Jerry C. Tiu (Chairman), Mr. Rafael M. Alunan III and Mr. Armin Antonio B. Raquel Santos, determine that the nominees for independent directors possess all the qualifications and have none of the disqualifications for independent directors as set forth in the Company’s Manual on Corporate Governance and Rule 38 of the Implementing Rules of the Securities Regulation Code (SRC).

All new directors undergo an orientation program soon after date of election. This is intended to familiarize the new directors on their statutory / fiduciary roles and responsibilities in the Board and its Committees, APC’s strategic plans, enterprise risks, group structures, business activities, compliance programs, Code of Business Conduct and Ethics and the Revised Manual on Corporate Governance.

All directors are also encouraged to participate in continuing education programs annually at APC’s expense to promote relevance and effectiveness and to keep them abreast of the latest developments in corporate directorship and good governance.

Executive Officers:

Ian Jason R. Aguirre - please see profile in “Board of Directors”

Atty. Richard Anthony D. Alcazar, 54, is also the Corporate Secretary of the Company. He is likewise the Corporate Secretary of Philippine Global Communications, Inc. since June 22, 2010. He was appointed Corporate Secretary of BDO Leasing & Finance Inc. in 2009. He is a partner in Tan Acut Lopez & Pison Law Offices and his practice is primarily devoted to the fields of corporation law and taxation. He was formerly a Director in the Tax Division of Sycip Gorres Velayo & Co. where he worked as a tax practitioner from November 1994 to December 2002.

Atty. Alcazar graduated with a Bachelor of Science degree in Business Economics from the University of the Philippines School of Economics and a Bachelor of Laws degree from the University of the Philippines College of Law. He also holds a Master of Arts degree in International Development from the International University of Japan with Public Finance as field of concentration. He is a member of the Integrated Bar of the Philippines and the Tax Management Association of the Philippines.

Ms. Marie Joy C. Reyes, 43, Filipino, is concurrently the Accounting Manager for the Philippine Geothermal Production Company. She was an Analyst for Shell Shared Services Philippines from 2004 to 2006, and Auditor for KPMG – Laya Mananghaya from 2003 to 2004. Ms. Reyes is a graduate of Bachelor of Science in Accountancy from De La Salle University, and a Certified Public Accountant.

Anna Josefina G. Esteban, 57, Filipino, is the Chief Audit Executive of the corporation since September 2016. She is also the Chief Audit Executive of the following publicly listed companies such as Belle Corporation, Premium Leisure Corp., and APC Group, Inc. Prior to joining the Belle Group, she served as Treasurer and Chief Finance Officer of Miriam (formerly Maryknoll) College Foundation, Inc. and worked at the Asian Development Bank for 18 years as Senior Officer at the Office of the Treasurer, Office of the Auditor General and Operations Evaluation Office. Earlier on, she was the Head of the Finance Systems and Audit Unit of Magnolia Nestle Corporation (a joint venture of San Miguel Corporation and Nestle S.A.). She was an auditor and management consultant at Carlos J. Valdes & Co. and was an accounting/finance professor at the College of St. Benilde and the Graduate School of Business of De La Salle University (DLSU). Ms. Esteban is a Certified Public Accountant, Certified Information Systems Auditor and Certified Data Privacy Auditor. She earned her Bachelor of Science degree in Accounting at the College of the Holy Spirit, Manila and her Master in Business Administration (with distinction) at DLSU.

Ms. Michelle Angeli T. Hernandez, 53, Filipino, is the Chief Risk Officer of the Company. She is the Compliance Officer, Chief Risk Officer and Vice President for Governance of Belle Corporation, and Compliance Officer and Chief Risk Officer of Premium Leisure Corp., and the Compliance Officer of Pacific Online Systems Corporation.She is mainly responsible for developing, implementing and managing various strategies, processes and policies related to Corporate Governance, Enterprise Risk Management and Corporate Affairs for the Company and its subsidiaries. She has a bachelor’s degree in Tourism (Cum Laude) from the University of Sto. Tomas.

Period of Officership:

Name	Age/yrs	Date First Elected	Position	Nationality
Willy N. Ocier	68	Year 1999 to present	Chairman	Filipino
Ian Jason R. Aguirre	51	August 13, 2015 to November 5, 2021	EVP-CFO/Compliance Officer/CRO/Treasurer	Filipino
		November 5, 2021 to present	President, CEO and Executive Director	
Richard Anthony D. Alcazar	54	May 31, 2017 to present	Corporate Secretary	Filipino
Marie Joy C. Reyes	43	November 5, 2021 to present	Treasurer , Financial Controller and Compliance Officer	Filipino
Anna Josefina G. Esteban	57	July 1, 2019 to February 10, 2025	Chief Audit Executive	Filipino
Michelle Angeli T. Hernandez	53	July 22, 2021 to present	Chief Risk Officer	Filipino

The following will be nominated as Officers at the Organizational meeting of the Board of Directors:

NAME	POSITION
Chairman of the Board	Willy N. Ocier
President and Chief Executive Officer	Ian Jason R. Aguirre
Treasurer, Financial Controller and Compliance Officer	Marie Joy C. Reyes
Corporate Secretary	Richard Anthony D. Alcazar
Chief Risk Officer	Michelle Angeli T. Hernandez

Directorships in Other Publicly Listed Companies:

Name of Director	Name of Listed Company	Type of Directorship (Executive, Non-Executive, Independent); Indicate if director is also the Chairman
Willy N. Ocier	Belle Corporation	Chairman, Non-Executive Director
	Pacific Online Systems Corporation	Chairman, Non-Executive Director
	DigiPlus Interactive Corp.	Non-Executive Director
	Vantage Equities, Inc.	Non-Executive Director
	AbaCore Capital Holdings, Inc. *(until March 17, 2025)*	Non-Executive Director
Armin Antonio B. Raquel Santos	Pacific Online Systems Corporation Premium Leisure Corp. Belle Corporation	Executive Director, President and CEO
Rafael M. Alunan III	Metro Global Holdings Corp.	Independent Director
	Pepsi Cola Products (Philippines), Inc.	Vice Chairman and Independent Director

Significant Employees

There are no other significant employees.

Family Relationships

All directors and officers are not related either by consanguinity or affinity.

Involvement in Certain Legal Proceedings

The Company is not aware of any of the following events wherein any of its directors, nominees for election as director, executive officers, underwriter or control person were involved during the past five (5) years:

(a) any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;

(b) any conviction by final judgment in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding;

(c) being subject to order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any of the above persons in any type of business, securities, commodities or banking activities; and,

(d) being found by a domestic or foreign court of competent jurisdiction (in civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation and the judgment has not been reversed, suspended or vacated.

Item 10. Executive Compensation

(1) General

All Compensation Covered

Except for executive officers included under the compensation table below, all other executive officers and directors do not receive salaries.

Summary Compensation Table

The aggregate compensation paid or incurred during the last two fiscal years and estimated to be paid in the ensuing fiscal year to the Chief Executive Officer and Chief Finance Officer of the Company are as follows:

Name and Principal Position
1. Ian Jason R. Aguirre[1] CEO, President
2. Marie Joy C. Reyes[1] Treasurer and Financial Controller, Compliance Officer

Summary of Compensation Table	Year	Amount
CEO & Most Highly Compensated Executive Officers	2025 (estimate)	₱1,350,000
	2024 (actual)	1,350,000
	2023 (actual)	1,300,000
All Other officers as a group unnamed	2025 (estimate)	–
	2024 (actual)	–
	2023 (actual)	–

[1]*CEO and Most Highly Compensated Executive Officers*

(2) Compensation of Directors

Directors	Gross Allowances for Board Meetings attended in 2024 (PHP)
Willy N. Ocier	40,000.00
Ian Jason R. Aguirre	40,000.00
Jackson T. Ongsip *(until May 2024)*	25,000.00
Armin Antonio B. Raquel Santos *(effective May 2024)*	15,000.00
Edmundo L. Tan	40,000.00
Jerry C. Tiu	40,000.00
Virginia A. Yap	40,000.00
Rafael M. Alunan III	40,000.00

Standard Arrangements

Each director is entitled to a per diem of ₱5,000 per board meeting attended to cover transportation expenses.

Other Arrangements

Eligibility for grant of options under the Registrant's Stock Option Plan.

(3) Employment Contracts and Termination of Employment and Change-in Control Arrangements.

None.

(4) Warrants and Options Outstanding: Repricing

None. All outstanding options of all executive officers and directors and other stock options expired in 1999.

Item 11. Security Ownership of Certain Beneficial Owners and Management

(1) Security Ownership of Certain Record and Beneficial Owners

The following persons or groups are directly or indirectly the record or beneficial owners of more than 5% of the Company's voting shares (common) as of December 31, 2024:

Title of Class	Name and address of record and relationship with issuer	Name of beneficial owner and relationship with record holder	Citizenship	No. of shares held	Percent of class
Common	Belle Corporation 5th Floor, Tower A, Two E-Com Center, Palm Coast Avenue, Mall of Asia Complex, Pasay City, Metro Manila (**Parent**)	(Note 1)	Filipino	3,5000,000,000 (indirect)	46.641%
Common	PCD Nominee Corp G/F Makati Stock Exchange, Ayala Ave. Makati City (**Stockholde**r)	(Note 2)	Filipino	1,910,735,156	25.462%
Common	PCD Nominee Corp G/F Makati Stock Exchange, Ayala Ave. Makati City (**Stockholde**r)	(Note 2)	Non-Filipino	414,309,509	5.521%

Notes

1.) *Belle Corporation is a publicly-listed corporation which was registered in PCD in 2017*
2.) *PCD Nominee Corporation is a wholly-owned subsidiary of Philippine Central Depository, Inc. The beneficial owners of such shares registered under the name of PCDNC are PCD's participants who hold the shares in their own behalf or in behalf of their clients. The PCD is prohibited from voting these shares. Instead, the participants have the power to decide how the PCD shares in APC Group are to be voted. No PCD participant who holds shares in their own behalf or in behalf of clients owns more than 5% of the Corporation's voting shares.*

(2) Security Ownership of Management

The following table shows the shareholdings of the following directors and officers as of December 31, 2024.

Title Class	Name of Beneficial Owner	Citizenship	Amount and Nature of Beneficial Ownership		Class of Securities	Total	
						No.	%
Common	Willy N. Ocier	Filipino	2,207,001	Direct / Indirect	Voting	2,207,001	0.03
Common	Armin Antonio B. Raquel Santos	Filipino	10,000	Direct	Voting	10,000	-
Common	Rafael M. Alunan III	Filipino	1	Direct	Voting	1	-
Common	Ian Jason R. Aguirre	Filipino	1	Direct	Voting	1	-
Common	Edmundo L. Tan	Filipino	234,701	Direct / Indirect	Voting	234,701	-
Common	Jerry C. Tiu	Filipino	487,001	Direct / Indirect	Voting	487,001	0.01
Common	Virginia A. Yap	Filipino	10,001	Direct	Voting	10,001	-
Common	Richard Anthony D. Alcazar	Filipino	-	n/a	n/a	-	-
Common	Marie Joy C. Reyes	Filipino	-	n/a	n/a	-	-
Common	Anna Josefina G. Esteban*	Filipino	0	n/a	n/a	0	0
Common	Michelle Angeli T. Hernandez	Filipino	-	n/a	n/a	-	-
			2,948,706			2,948,706	0.04

**until February 10, 2025*

(3) Voting Trust Holders of 10% or More

There are no parties holding voting trust for 10% or more of APC's voting securities.

(4) Changes in Control

There are no arrangements which may result in a change in control of the Company.

Item 12. Certain Relationships and Related Transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. This includes: (a) individuals owning, directly or indirectly through one or more intermediaries; (b) associates; (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group, key management personnel, including directors and officers of the Group and close members of the family of any such individual and; (d) affiliate, which is a party that, directly or indirectly through one or more intermediaries, control, is controlled by, or is under common control with the Group.

No director or executive officer or any member of their immediate family has, during the last two years, had a direct or indirect, material interest in a transaction or proposed transaction to which the Group was a party.

The Group, in its regular conduct of business, has transactions and balances with a related party. Transactions between members of the Group and the related balances are eliminated at consolidation and are no longer included in the consolidated financial statements.

The following table summarizes the outstanding balance arising from these transactions.

	Nature of Transaction	Outstanding Balance 2024	Outstanding Balance 2023
Advances from a related party			
Stockholder	Advances	**₱79,406,947**	₱79,406,947
	Share in expenses	**571,684**	571,684
		₱79,978,631	₱79,978,631

The Group has no transactions with related parties in 2024, 2023 and 2022.

Outstanding balances of transactions with a related party are noninterest-bearing, unsecured, payable on demand and normally settled in cash.

Compensation of key management personnel presented as part of "Salaries and employee benefits" under "General and administrative expenses" account in the consolidated statements of comprehensive income for the years ended December 31, 2024, 2023 and 2022 consist of the following:

	2024	2023	2022
Salaries and short-term employee benefits	**₱1,289,906**	₱1,340,000	₱1,240,190
Retirement costs	-	144,601	123,294
	₱1,289,906	₱1,484,601	₱1,363,484

PART IV - EXHIBITS AND SCHEDULES

Item 13. Exhibits and Reports on SEC Form 17-C

(a) Exhibits - See accompanying Index to Exhibits in the following pages

(b) Reports on SEC Form 17-C

The Company regularly files various reports on SEC Form 17-C relative to various company disclosures. Of these, the more significant ones are as follows:

Date	Title
March 01, 2024	2023 Audited Financial Statement
May 07, 2024	Notice of 2024 Annual or Special Stockholders' Meeting
June 28, 2024	Results of 2024 Annual or Special Stockholders' Meeting
June 28, 2024	Results of Organizational Meeting of the Board of Directors

PART V - CORPORATE GOVERNANCE

Compliance with Corporate Governance Practices

The Company remains focused on insuring the adoption of systems and practices of good corporate governance in enhancing value for its shareholders.

Board Attendance

Regular meetings of the Board are scheduled before the beginning of the year and are held at least six (6) times annually. Special meetings may also be called by the Chairman, the President or Corporate Secretary. A director's absence or non-participation in more than fifty percent (50%) of all meetings in a year is a ground for temporary disqualification in the succeeding election. During 2024, each of the Company's directors have complied with the requirements.

The schedules for the 2024 Board and Committee meetings were approved by the Board in November 2023. On the other hand, the 2025 Board and Committee meetings were taken up and approved by the Board in November 2024.

Below table shows the attendance of each board member in the meetings conducted during the year:

APC | Summary of 2024 Board of Directors' Meetings

Board of Directors	29-Feb-24	7-May-24	28-Jun-24[1]	28-Jun-24[2]	1-Aug-24	14-Nov-24
Ocier, Willy	✓	✓	✓	✓	✓	✓
Aguirre, Ian Jason R.	✓	✓	✓	✓	✓	✓
Alunan, Rafael M. III (ID)	✓	✓	✓	✓	✓	✓
Ongsip, Jackson T.	✓	✓	-	-	-	-
Raquel Santos, Armin Antonio B.	-	-	-	✓	✓	✓
Tan, Emundo L.	✓	✓	✓	✓	✓	✓
Tiu, Jerry C. (ID)	✓	✓	✓	✓	✓	✓
Yap, Virginia A.	✓	✓	✓	✓	✓	✓

[1] - Annual Stockholders' Meeting
[2] - Board Organizational Meeting

Board Performance Evaluation

The Company conducts annual performance evaluations of the Board, its individual members and Board Committees to ensure optimum Board performance. In this evaluation process, directors identify areas for improvement, some of which are: the timeliness and integrity of information given to them, directors' access to management, and the Corporate Secretary , and other forms of assistance as needed. The Board reviews the results of these evaluations and agrees on clear action plans to address any issues raised. In line with governance best practices, the board evaluations shall be facilitated by a third-party independent assessor every three (3) years reckoned from January 1, 2017 (effectivity date of the 2016 Code of Corporate Governance for Publicly Listed Companies).

The Board members assessed the Board as a whole based on their balance/diversity, competencies, background and experience. Board efficiency and importance as well as board activities were also given the appropriate ratings.

The five (5) Board Committees were also assessed based on their performance.

Individual performances were also assessed based on independence, participation and diligence.

Likewise, Chairperson and CEO were assessed for their leadership, integrity, diligence and adherence to corporation governance, while the following key officers were also evaluated for the over-all performance:

1. Chief Risk Officer
2. Compliance Officer
3. Chief Audit Executive

The annual performance evaluations of the Board, its individual members and Board Committees for 2024 performance was conducted within the first quarter of 2025. The appraisal form that was used for such is found in the company website:

http://apcaragorn.net/index.php/corporate-governance/board-committees/bm-i/send/111-board-matters/590-annual-performance-evaluation-form-2021

Continuing Education Programs

The Board identifies areas of continuing education on corporate governance topics they require. To keep the Board and key officers well-informed of governance-related developments, regular annual education programs are conducted in coordination with SM Investments Corporation and training providers duly accredited by the SEC. The Directors and key officers of the Company had their annual training in 2024 as shown below.

Director	Position	Training Date	Training Provider	Topics Discussed
Willy N. Ocier	Chairman	August 27, 2024, Tuesday	Institute of Corporate Directors	Global Economic and Geopolitical Outlook / Business Trends and Insights / Generative A.I. and Cybersecurity
Ian Jason R. Aguirre	President, CEO			
Armin Antonio B. Raquel Santos	Non Executive Director			
Edmundo L. Tan	Non Executive Director			
Jerry C. Tiu	Independent Director			
Virginia A. Yap	Non Executive Director			
Rafael M. Alunan III	Lead Independent Director			
Richard Anthony D. Alcazar	Corporate Secretary			
Marie Joy C. Reyes	Treasurer and Compliance Officer			
Anna Josefina G. Esteban	Chief Audit Executive			
Michelle Angeli T. Hernandez	Chief Risk Officer			

Manual on Corporate Governance

In compliance with the initiative of the SEC, APC submitted its Revised Manual on Corporate Governance (the "Revised Manual") to the SEC. The Revised Manual institutionalizes the principles of good corporate governance in the entire Company. APC believes that corporate governance, the framework of rules, systems and processes governing the performance of the Board and Management of their respective duties and responsibilities, and from which the organization's values and ethics emerge, is of utmost importance to the Company's shareholders and other stakeholders, which include, among others, clients, employees, suppliers, financiers, government and community in which it operates. The Company undertakes every effort possible to create awareness throughout the entire organization.

The Board approved on November 5, 2021 the Revised Corporate Governance Manual and has been posted in the Company's website:

http://apcaragorn.net/index.php/corporate-governance/manual-on-corporate-governance/send/3-manual-on-corporate-governance/593-11-5-2021-revised-manual-on-corporate-governance-as-of-november-2021

Board Committees

Even prior to the submission of its Manual, the Company already created various Board-level committees. These committees were comprised of:

1. Executive Committee – to oversee the management of the Company and is responsible for the Company's goals, finances and policies;
2. Audit Committee – to review financial and accounting matters;
3. Compensation and Remuneration Committee – to look into an appropriate remuneration system;
4. Risk Oversight Committee – to review the policies and procedures relating to the identification, analysis, management, monitoring and reporting of financial and non-financial risks;
5. Related Party Transactions Committee – to assess material agreements with related parties to ensure that the RPT are conducted at market rates and on an arm's length basis; and
6. Corporate Governance Committee – to assist and advise the Board in performing corporate governance compliance responsibilities in relation with the Company's Revised Manual on Corporate Governance, the Philippine Code of Corporate Governance, and the disclsoure rules of the SEC and the PSE.
    - Nomination Committee – for the selection and evaluation of qualifications of directors and officers.

      On May 9, 2018, the Nomination Committee was merged with the Corporate Governance Committee.

Each of the above is guided by their respective Committee Charters that indicates the purpose, composition, duties and responsibilities. The Board Committee Charters are reviewed annually.

Risk Oversight Committee

The Company has adopted a risk management policy that establishes a culture of disclosing, evaluating and managing risks, from the Board and throughout the organization toward achieving its goals and objectives, which include, among others, the protection and preservation its employees' and clients' safety and welfare, the value and condition of its properties and assets, and its local and global reputation. The Company aligns its risk appetite with its long-term strategic objectives.

The Risk Oversight Committee (ROC) evaluates the effectiveness of the Company's risk management system on an annual basis. The Board of Directors, through the ROC, has reviewed the Company's risk management system for 2024 and has found the same effective and adequate.

The Audit Committee

The Audit Committee reviews annually the effectiveness of the Company's internal control system, including information technology security and controls. To facilitate their review, the Committee understands and evaluates the scope of the internal and external auditors' review of internal controls over financial reporting, and obtains regular reports on significant findings and recommendations, together with management's responses, to obtain reasonable assurance that the Company's key organizational and procedural controls are effective, appropriate and complied with.

The Board of Directors, through the Audit Committee, has reviewed the effectiveness of the Company's internal control system, including the information technology security controls. Effective and adequate internal control mechanisms are in place, implemented and properly complied with for the year 2024.

Below is the list of Board Committee meetings in 2024:

APC | 2024 Executive Committee Meeting

Executive Committee	29-Feb-24
Chairman	Ocier, Willy N.
Member	Aguirre, Jason R.
Member	Yap, Virginia A.

APC | 2024 Audit Committee Meetings

Audit Committee	29-Feb-24	7-May-24	1-Aug-24	14-Nov-24
Chairman (ID)	Alunan, Rafael M. III	Alunan, Rafael M. III	Alunan, Rafael M. III	Alunan, Rafael M. III
Member	Ongsip, Jackson T.	Ongsip, Jackson T.	Raquel Santos, Armin Antonio B.	Raquel Santos, Armin Antonio B.
Member (ID)	Tiu, Jerry C.	Tiu, Jerry C.	Tiu, Jerry C.	Tiu, Jerry C.

APC | 2024 Corporate Governance Committee Meetings

Corporate Governance Committee	29-Feb-24	7-May-24	14-Nov-24
Chairman (ID)	Jerry C. Tiu	Jerry C. Tiu	Jerry C. Tiu
Member (ID)	Alunan, Rafael M. III	Alunan, Rafael M. III	Alunan, Rafael M. III
Member	Ongsip, Jackson T.	Ongsip, Jackson T.	Raquel Santos, Armin Antonio B.

APC | 2024 Compensation and Remuneration Committee Meeting

Compensation and Remuneration Committee	29-Feb-24
Chairman	Ocier, Willy N.
Member	Tan, Edmundo L.
Member	Yap, Virginia A.

APC | 2024 Risk Oversight Committee Meetings

Risk Oversight Committee	29-Feb-24	14-Nov-24
Chairman	Ongsip, Jackson T.	Raquel Santos, Armin Antonio B.
Member (ID)	Tiu, Jerry C.	Tiu, Jerry C.
Member (ID)	Alunan, Rafael M. III	Alunan, Rafael M. III

APC | 2024 Related Party Transactions Committee Meeting

Related Party Transactions Committee	29-Feb-24
Chairman (ID)	Tiu, Jerry C.
Member	Ongsip, Jackson T.
Member (ID)	Alunan, Rafael M. III

ID – Independent Director

Corporate Objectives

The Board establishes the corporate objectives, which are:

- To create opportunities for growth through strategic and viable investments and to enhance shareholder value for APC's partners and investors; and
- To promote mutually beneficial relationship with all the stakeholders that is grounded on transparency, integrity and respect and to enhance the quality of life of the communities it serves.
- Participation in activities that develop the quality of life in the communities it serves through scholarship and other programs for ancestral domains.

Code of Business Conduct and Ethics

The Company remains committed to align with the best corporate governance practices following the release of the 2016 Code of Corporate Governance for Publicly-Listed Companies. In addition to the Revised Manual, the Company's Code of Business Conduct and Ethics (CBCE) defines good governance, ethics and compliance practices expected throughout the organization. The Revised Manual and CBCE are communicated to directors, officers and employees to ensure familiarity and adherence. These documents are also made public through the Company's website.

Governance Policies

Corporate policies on governance were developed, submitted to and approved by the Board to protect the interests and rights of the shareholders and stakeholders and to promote transparency and accountability. Such governance related policies are shown below and may be viewed through the APC Corporate website http://www.apcaragorn.net: These policies and procedures are initially cascaded throughout the organization via email blast, intranet portal and annual corporate governance trainings. The Board, through its various Board Committees, ensures that adequate internal control mechanisms are implemented and properly complied in all levels.

1. Accountability, Integrity and Vigilance (Whistle-Blowing)
2. Alternative Dispute Resolution
3. Board Diversity
4. Conflict of Interest
5. Corporate Disclosures
6. Directors' Board Seats Held in Other Companies
7. Employees' Safety, Health and Welfare
8. Gifts / Hospitality / Entertainment
9. Insider Trading
10. Material Related Party Transactions
11. Succession Planning and Retirement Age for Directors and Key Officers
12. Tenure of Independent Directors
13. Vendor Accreditation and Selection
14. Material Related Party Transactions

Alternative Dispute Resolution

A neutral third party participates to assist in the resolution of issues between the Company and stockholders, third parties and regulatory authorities. The alternative dispute resolution system may include arbitration, mediation, conciliation, early neutral evaluation, mini-trial, or any combination thereof, as the Company and the circumstances sees fit.

Consideration is given to the need to promote candor through confidentiality of the process, the policy of fostering prompt, economical, and amicable resolution of disputes in accordance with the principles of integrity of determination by the parties, and the policy that the decision-making authority in the process rests with the parties. There were no conflicts between the corporation and its stockholders, the corporation and third parties, and the corporation and regulatory authorities, for the last three years.

Board Diversity

The Corporate values and promotes a diversity policy in the composition of our Board to reinforce its effectiveness in providing strategic direction, oversight and compliance with laws and regulations.

Diversity in age, gender, ethnicity, experience, field expertise, and personal qualities shall be considered by the Board as it installs a process of selection to ensure a mix of competent directors and key officers. Diversity will foster critical discussion and promote balanced decisions by the Board by utilizing the difference in perspective of its directors.

APC Board Skill Set Matrix				INDUSTRY EXPERIENCE / EXPERTISE / COMPETENCIES																		
NAME and DESIGNATION	AGE	GENDER	EDUCATIONAL BACKGROUND	Accounting/ Audit	Anti-Money Laundering	Banking	Corporate Governance	Economics	Finance	Hospitality/ Leisure	IT/ Communication	Insurance	Investment	Internal Control	Law	Management	Manufacturing	Mining	Real Estate	Retail	Risk Management	Sales and Marketing
Willy N. Ocier Chairman	68	M	Bachelor of Arts in Economics				✓	✓	✓	✓	✓		✓			✓			✓	✓	✓	✓
Ian Jason R. Aguirre President and CEO Executive Director	51	M	Bachelor of Science in Industrial Engineering Master in Business Management	✓	✓		✓	✓	✓				✓	✓		✓		✓	✓	✓		
Armin Antonio B. Raquel Santos Non-Executive Director	57	M	Bachelor of Science in Business Administration Major in Finance Master of Arts in Liberal Studies	✓	✓		✓	✓	✓	✓			✓			✓			✓	✓	✓	
Edmundo L. Tan Non-Executive Director	79	M	Bachelor of Arts Degree Bachelor's Degree in Law		✓	✓	✓		✓			✓			✓	✓		✓				
Virginia A. Yap Non-Executive Director	73	F	Bachelor of Science Degree Commerce, Accounting Major	✓			✓	✓	✓	✓		✓		✓		✓			✓		✓	
Rafael M. Alunan III Lead Independent Director	76	M	Master in Business Administration-Senior Executive Program and Public Administration	✓			✓			✓			✓							✓	✓	✓
Jerry C. Tiu Independent Director	68	M	Bachelor of Science - Commerce Major in Marketing	✓	✓	✓	✓	✓	✓	✓			✓	✓		✓			✓		✓	✓

APC also prohibits its directors, officers, and employees from using privileged corporate information for personal gain. Trading/ownership of Company shares as of December 31, 2024 is shown below:

Name	Shareholdings as of December 31, 2023 (Direct and Indirect)	Acquisition	Disposition	Shareholdings as of December 31, 2024 (Direct and Indirect)	Ownership Percentage
Willy N. Ocier	2,207,001	-	-	2,207,001	0.03
Ian Jason R. Aguirre	1	-	-	1	-
Armin Antonio B. Raquel Santos[1]	10,000	-	-	10,000	-
Edmundo L. Tan	234,701	-	-	234,701	-
Jerry C. Tiu	487,001	-	-	487,001	0.01
Virginia A. Yap	10,001	-	-	10,001	-
Rafael M. Alunan III	1	-	-	1	-
Total	**2,948,706**	**-**	**-**	**2,948,706**	**0.04**

[1]*Elected on June 28, 2024.*

For governance related issues or concerns, stakeholders may refer to:

Governance and Corporate Affairs Department
5th Floor Tower A, Two E-com Center
Palm Coast Avenue, Mall of Asia Complex
Pasay City 1300 Philippines
Tel.No.:(632) 8662-8888
Email: governance@bellecorp.com

The Company, through its Chief Compliance Officer, stresses its compliance with applicable laws and adherence to ethical practices as stated in the CBCE and the Revised Manual. APC is not aware of any non-compliance with the Revised Manual by any of its directors, officers or employees.

APC GROUP INC.

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, on April 02. 2025.

By:

Willy N. Ocier
Chairman of the Board

Ian Jason R. Aguirre
President and Chief Executive Officer

Marie Joy C. Reyes
Treasurer and Financial Controller, Compiance

Richard Anthony D. Alcazar
Officer Corporate Secretary

APR 02 2025

SUBSCRIBED AND SWORN to before me this ____________ at ____ MAKATI CITY affiants who are personally known to me or identified through competent evidence of identity, to wit:

Name	Passport or ID No.	Date of Expiry	Place of Issue
Willy N. Ocier	[redacted]		
Ian Jason R. Aguirre			
Marie Joy C. Reyes			
Richard Anthony D. Alcazar			

Notary Public

ATTY. ROMEO M. MONFORT
Notary Public
Until December 31, 2025
Appointment No. M-032 (2024-2025)
PTR No. 10466008 Jan. 2, 2025/Makati City
IBP No. 488534 Dec. 27, 2024
MCLE NO. VII-0027570 Roll No. 27932
101 Urban Ave. Campos Rueda Bldg,
Brgy. Pio Del Pilar, Makati City

Doc. No. 292
Page No. 60
Book No. 12
Series of 2025

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR CONSOLIDATED FINANCIAL STATEMENTS

The management of **APC Group, Inc. and Subsidiaries** (the Group) is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended **December 31, 2024 and 2023**, in accordance with the prescribed financial reporting framework indicated therein and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Group's financial reporting process.

The Board of Directors reviews and approves the consolidated financial statements including the schedules attached therein, and submits the same to the stockholders.

Reyes Tacandong & Co., the independent auditor appointed by the stockholders for the years ended December 31, 2024 and 2023, have audited the consolidated financial statements of the Group in accordance with Philippine Standards on Auditing, and in their reports to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

WILLY N. OCIER
Chairman of the Board

MARIE JOY T. CO
Treasurer and Financial Controller

IAN JASON R. AGUIRRE
President and Chief Executive Officer

January 31, 2025

FEB 1 2 2025 MAKATI CITY

SUBSCRIBED AND SWORN to before me this ______________ at ___________ City, affiants who are personally known to me or identified through competent evidence of identity, to wit:

Name	Passport ID	Date of Expiry	Place of Issue
Willy N. Ocier	[redacted]		DFA MANILA
Ian Jason R. Aguirre			DFA MANILA
Marie Joy T. Co			DFA MANILA

DOC. NO. 461
PAGE NO. 94
BOOK NO. 12
SERIES OF 20 25

ATTY. CESAR T. VERANO
NOTARY PUBLIC MAKATI CITY
APPOINTMENT NO. M-029
VALID UNTIL DECEMBER 31, 2025
ISSUED ON: DECEMBER 15, 2023
PTR NO.: MKT 10465510 / 01-02-2025 / MAKATI CITY
IBP NO.: 484720 ROLL NO 29024
MCLE COMPLIANCE NO.: VII-0023845
VALID UNTIL DECEMBER 31, 2025
OFFICE ADDRESS: #2733 G/F CARREON BLDG
ZENAIDA ST., BRGY. POBLACION MAKATI CITY

C O V E R   S H E E T
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	O	9	3	8	1	2	7

C O M P A N Y   N A M E

APC GROUP, INC. AND SUBSIDIARIES

PRINCIPAL OFFICE *(No./Street/Barangay/City/Town/Province)*

G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City

Form Type	Department Requiring the Report	Secondary License Type, If Applicable
AACFS	CRMD	N/A

C O M P A N Y   I N F O R M A T I O N

Company's Email Address	Company's Telephone Number/s	Mobile Number
apc_governance@bellecorp.com	(02) 8662-8888 loc. 2144	+63 917-5691734

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
586	Second Thursday of June	December 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ian Jason R. Aguirre	apcgrpinc@gmail.com	(02) 8662-8888 loc. 2144	–

CONTACT PERSON'S ADDRESS

G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City

NOTE 1*: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

2: *All boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt shall not excuse the corporation from liability for its deficiencies.*

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
APC Group, Inc. and Subsidiaries
G/F MyTown New York Bldg.
General E. Jacinto St. cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

Opinion

We have audited the accompanying consolidated financial statements of APC Group, Inc. and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2024 and 2023, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended December 31, 2024, 2023 and 2022, and notes to consolidated financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2024, 2023 and 2022 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

Key audit matter is a matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements as at and for the year ended December 31, 2024. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

<u>Assessing Recoverability of Deferred Exploration Costs</u>
As at December 31, 2024, the Group has deferred exploration costs amounting to ₱218.1 million, which represent 83.0% of the total consolidated assets. These deferred exploration costs pertain to a subsidiary, Aragorn Power and Energy Corporation (APEC)'s participating interest in a Geothermal Service Contract and the expenditures incurred by APEC for the Kalinga-Apayao Geothermal Project (the Project).

Under PFRS 6, *Exploration for and Evaluation of Mineral Resources*, the Group is required to assess the recoverability of deferred exploration costs when facts and circumstances suggest that the carrying amount exceeds the recoverable amount. The assessment of the recoverability of deferred exploration costs is significant to our audit because of the substantial amount of the deferred exploration costs and the significant judgment, assumptions and estimates involved.

Our audit procedures included, among others, the review of the management's assessment on whether there is any indication that the deferred exploration costs may be impaired. We obtained evidence that the Group has valid rights to the Project. We examined agreements, exploration budgets and plans to evaluate management's intention to perform further exploration and evaluation of mineral resources.

Further disclosures on the Group's deferred exploration costs are included in Notes 1, 3 and 7 to the consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024 are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audits. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is Belinda B. Fernando.

REYES TACANDONG & CO.

BELINDA B. FERNANDO
Partner
CPA Certificate No. 81207
Tax Identification No. 102-086-538-000
BOA Accreditation No. 4782/P-005; Valid until June 6, 2026
BIR Accreditation No. 08-005144-004-2022
Valid until October 16, 2025
PTR No. 10467126
Issued January 2, 2025, Makati City

February 27, 2025
Makati City, Metro Manila

APC GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	December 31 **2024**	2023
ASSETS			
Current Assets			
Cash and cash equivalents	5	**₱23,788,657**	₱26,147,183
Receivables	6	**1,409,289**	1,262,860
Prepayments		**57,716**	57,898
Total Current Assets		**25,255,662**	27,467,941
Noncurrent Assets			
Deferred exploration costs	7	**218,054,455**	218,054,455
Investment properties	8	**9,156,000**	9,156,000
Financial assets at fair value through other comprehensive income (FVOCI)	9	**–**	4,006,170
Other noncurrent assets	10	**10,393,378**	10,305,292
Total Noncurrent Assets		**237,603,833**	241,521,917
		₱262,859,495	₱268,989,858
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	11	**₱30,996,454**	₱31,683,512
Advances from a related party	13	**79,978,631**	79,978,631
Total Current Liabilities		**110,975,085**	111,662,143
Noncurrent Liabilities			
Retirement liability	14	**1,011,648**	3,948,342
Deferred tax liability	16	**315,201**	–
Total Noncurrent Liabilities		**1,326,849**	3,948,342
Total Liabilities		**112,301,934**	115,610,485
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	12	**63,880,788**	63,880,788
Additional paid-in capital	12	**144,295,958**	144,295,958
Treasury stock - at cost	12	**(29,435,220)**	(29,435,220)
Deficit		**(18,926,545)**	(18,128,403)
Other equity reserves		**(2,194,633)**	(192,501)
Total Equity Attributable to Equity Holders of the Parent Company		**157,620,348**	160,420,622
Non-controlling Interests		**(7,062,787)**	(7,041,249)
Total Equity		**150,557,561**	153,379,373
		₱262,859,495	₱268,989,858

See accompanying Notes to Consolidated Financial Statements.

APC GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

		Years Ended December 31		
	Note	**2024**	2023	2022
INCOME				
Interest	5	**₱810,873**	₱526,622	₱186,082
Dividend	9	**–**	319,476	319,476
Other income	17	**178,996**	12,817,281	–
		989,869	13,663,379	505,558
GENERAL AND ADMINISTRATIVE EXPENSES	15	**(6,363,118)**	(8,436,907)	(6,702,063)
GAIN ON SALE OF INVESTMENT PROPERTY	8	**–**	–	5,309,000
INCOME (LOSS) BEFORE INCOME TAX		**(5,373,249)**	5,226,472	(887,505)
PROVISION FOR CURRENT INCOME TAX	16	**3,580**	192,259	–
NET INCOME (LOSS)		**(5,376,829)**	5,034,213	(887,505)
OTHER COMPREHENSIVE INCOME				
Items not to be reclassified to profit or loss in subsequent periods:				
Remeasurement gain on retirement liability	14	**1,156,037**	41,288	243,738
Unrealized gain on fair value changes of financial assets at FVOCI	9	**1,398,980**	985,645	286,155
		2,555,017	1,026,933	529,893
TOTAL COMPREHENSIVE INCOME (LOSS)		**(₱2,821,812)**	₱6,061,146	(₱357,612)
Net Income (Loss) Attributable to:				
Equity holders of the Parent Company	18	**(₱5,355,291)**	₱5,060,920	(₱866,495)
Non-controlling interests		**(21,538)**	(26,707)	(21,010)
		(₱5,376,829)	₱5,034,213	(₱887,505)
Total Comprehensive Income (Loss) Attributable to:				
Equity holders of the Parent Company		**(₱2,800,274)**	₱6,087,853	(₱336,602)
Non-controlling interests		**(21,538)**	(26,707)	(21,010)
		(₱2,821,812)	₱6,061,146	(₱357,612)
Basic/Diluted Earnings (Loss) Per Common Share	18	**(₱0.000714)**	₱0.000674	(₱0.000115)

See accompanying Notes to Consolidated Financial Statements.

APC GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Note	Years Ended December 31 2024	2023	2022
CAPITAL STOCK	12	**₱63,880,788**	₱63,880,788	₱63,880,788
ADDITIONAL PAID-IN CAPITAL	12	**144,295,958**	144,295,958	144,295,958
TREASURY STOCK – at Cost	12	**(29,435,220)**	(29,435,220)	(29,435,220)
DEFICIT				
Balance at beginning of year		**(18,128,403)**	(23,189,323)	(22,322,828)
Net income (loss)		**(5,355,291)**	5,060,920	(866,495)
Reclassification from cumulative changes in fair value of financial assets at FVOCI	9	**4,557,149**	–	–
Balance at end of year		**(18,926,545)**	(18,128,403)	(23,189,323)
OTHER EQUITY RESERVES				
Cumulative Remeasurement Gains (Losses) on Retirement Liability	14			
Balance at beginning of year		**(210,435)**	(251,723)	(495,461)
Remeasurement gain		**1,156,037**	41,288	243,738
Balance at end of year		**945,602**	(210,435)	(251,723)
Cumulative Changes in Fair Value of Financial Asset at FVOCI	9			
Balance at beginning of year		**3,158,169**	2,172,524	1,886,369
Unrealized gain		**1,398,980**	985,645	286,155
Reclassification to deficit		**(4,557,149)**	–	–
Balance at end of year		**–**	3,158,169	2,172,524
Equity Reserve		**(3,140,235)**	(3,140,235)	(3,140,235)
		(2,194,633)	(192,501)	(1,219,434)
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY		**157,620,348**	160,420,622	154,332,769
NON-CONTROLLING INTERESTS				
Balance at beginning of year		**(7,041,249)**	(7,014,542)	(6,993,532)
Net loss		**(21,538)**	(26,707)	(21,010)
Balance at end of year		**(7,062,787)**	(7,041,249)	(7,014,542)
		₱150,557,561	₱153,379,373	₱147,318,227

See accompanying Notes to Consolidated Financial Statements.

APC GROUP, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Note	**2024**	2023	2022
		Years Ended December 31		
CASH FLOWS FROM OPERATING ACTIVITIES				
Income (loss) before income tax		**(₱5,373,249)**	₱5,226,472	(₱887,505)
Adjustments for:				
Interest income	5	**(810,873)**	(526,622)	(186,082)
Retirement costs	14	**552,018**	508,423	443,291
Provision for impairment loss on receivables	6	**16,950**	–	–
Dividend income	9	**–**	(319,476)	(319,476)
Gain on sale of investment property	8	**–**	–	(5,309,000)
Depreciation	15	**–**	–	13,884
Operating income (loss) before working capital changes		**(5,615,154)**	4,888,797	(6,244,888)
Decrease (increase) in:				
Receivables		**(163,379)**	355,161	1,025,348
Input value-added tax		**(88,086)**	(535,667)	(178,452)
Prepayments		**182**	(15,486)	(26,472)
Increase (decrease) in trade and other payables		**(687,058)**	2,831,145	710,402
Net cash generated from (used for) operations		**(6,553,495)**	7,523,950	(4,714,062)
Retirement benefits paid	14	**(2,017,474)**	–	–
Interest received		**810,873**	526,622	186,082
Income tax paid		**(3,580)**	(192,259)	–
Net cash provided by (used in) operating activities		**(7,763,676)**	7,858,313	(4,527,980)
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from sale of:				
Financial assets at FVOCI	9	**5,405,150**	–	–
Investment property	8	**–**	–	8,201,000
Dividend received		**–**	319,476	319,476
Cash provided by investing activities		**5,405,150**	319,476	8,520,476
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(2,358,526)**	8,177,789	3,992,496
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**26,147,183**	17,969,394	13,976,898
CASH AND CASH EQUIVALENTS AT END OF YEAR	5	**₱23,788,657**	₱26,147,183	₱17,969,394

See accompanying Notes to Consolidated Financial Statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS AT DECEMBER 31, 2024 AND 2023
AND FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

1. **General Information**

Corporate Information

APC Group, Inc. (the Parent Company or APC) and subsidiaries (the Group) were incorporated in the Philippines and are registered with the Philippine Securities and Exchange Commission (SEC). The Parent Company was incorporated on October 15, 1993 and was originally organized to engage in the oil and gas exploration and development.

On April 30, 1997, the SEC approved the change in the primary purpose of the Parent Company to that of a holding company. The Parent Company's shares of stock are publicly traded in the Philippine Stock Exchange (PSE).

The Parent Company has the following subsidiaries as at December 31, 2024, 2023 and 2022:

		Percentage of Ownership		
Subsidiaries	Nature of Business	Direct	Indirect	Total
Aragorn Power and Energy Corporation (APEC)	Energy	97.6	–	97.6
APC Energy Resources, Inc. (APC Energy)	Mining	100.0	–	100.0
APC Mining Corporation (APC Mining)	Mining	83.3	–	83.3
APC Cement Corporation (APC Cement)	Manufacturing	100.0	–	100.0
PRC - Magma Energy Resources, Inc. (PRC-Magma)*	Energy	–	85.0	85.0

**A direct subsidiary of APEC*

The registered office address of the Parent Company is G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City.

Approval of Consolidated Financial Statements

The consolidated financial statements of the Group as at December 31, 2024 and 2023 and for the years ended December 31, 2024, 2023 and 2022 were authorized and approved for issuance by the Board of Directors (BOD) on February 27, 2025, as reviewed and recommended for approval by the Audit Committee on the same date.

Status of Operations

APEC

APEC was established to engage in renewable energy resource exploration, development and utilization.

In 2008, APEC was granted a Geothermal Service Contract (GSC) by the Republic of the Philippines, through the Department of Energy (DOE), for the exploration, development and exploitation of geothermal resources covering a total area of 26,139 hectares located in the Province of Kalinga (the "Kalinga Geothermal Project" or "KGP"). The GSC was converted into a Geothermal Renewable Service Contract (GRESC) in March 2010 to avail of the incentives provided under the Renewable Energy Act of 2008. GRESC No. 2010-03-24 has a term of not exceeding 25 years (including the used term under the GSC) and renewable for not more than 25 years. The total period from pre-development stage to the development/commercial stage shall not exceed 50 years.

In November 2010, APEC and its partner, Guidance Management Corporation (GMC), formed a partnership with AllFirst Kalinga Ltd. (AKL, formerly Chevron Kalinga Ltd.) and signed a Farm-out Agreement (FOA) which gives APEC and GMC the option to take an equity position of up to 40% in KGP. The parties also signed a Joint Operating Agreement where AKL will be responsible for the exploration, development and operation of the steam field and power activities. As at December 31, 2024 and 2023, APEC and GMC each has 5% participation as provided under the FOA.

On August 14, 2018, pursuant to Executive Order No. 30, the Energy Investment Coordinating Council (EICC), through the DOE, granted KGP a Certificate of Energy Project of National Significance (CEPNS) for Pre-Development Phase. The CEPNS entitles KGP to all the rights and privileges provided for under Executive Order No. 30 series 2017.

On September 18, 2018, AKL assigned its Farm-out interest, including all associated rights and obligations under the FOA, in favor of its affiliate, Allfirst Kalinga Holdings, Inc. (AKHI).

In 2019, KGP completed securing all the remaining necessary permits and maintained and complied with its commitments. KGP has also engaged contractors and suppliers necessary for the construction of access roads, well pads, and well drilling activities. With the completion of the negotiation for right-of-way, remaining regulatory permits, as well as the engagement of the needed contractors and suppliers, KGP has completed the construction of well pads and access roads, and continues to implement geo-hazard mitigation measures.

On October 12, 2019, the KGP commenced drilling of the PAS-02 exploration well and ended drilling operations on April 21, 2020 after reaching a depth of 4,483 ft. (1,366 m MD) and being unable to drill further. The results of the drilling still show promise, with very encouraging commercial temperatures at 568°F (298°C) despite tight permeability.

On March 12, 2021, KGP re-commenced its geology, geochemical, and geophysical surveys (3G) which ended on June 7, 2021. After the evaluation and study, the results of the 3G established the presence of multiple independent systems within the KGP. Three potentially exploitable systems have been discovered located in the areas of Liwang, Caigutan, and Dananao. All three systems are located within the existing contract area.

On June 5, 2023, the GRESC was converted into GSC No. 2023-04-073 as a result of the request to apply for a new investment on Southwest Kalinga, amending the contract area of GRESC No. 2010-03-024. This amended GSC has a pre-development and development term until July 1, 2033 and renewable for not more than 25 years.

Multiple extensions were secured for the exploration period of KGP with the latest of which is valid until May 28, 2026, upon the conversion of the GSC. The approval of the exploration period for GSC No. 2023-04-73 will lead to the continuation of exploration activities and eventual resumption of drilling operations.

On July 7, 2023, a new GSC (GSC No. 2023-07-074) was awarded to APEC for the Southwest Kalinga Geothermal Power Project (SWKGPP) which covers the newly discovered potentially exploitable systems of Caigutan and Dananao. This GSC has a pre-development and development contract period of 25 years with a possible extension of another 25 years. The total period from pre-development stage to the development / commercial stage shall not exceed 50 years. The exploration period of this GSC shall be valid for 7 years or until July 7, 2030.

With the newly discovered potential systems and newly awarded GSC, APEC and its partners intend to continue exploration activities through further 3G surveys and eventually start exploratory and appraisal drilling. To date, KGP has been engaging with communities within the contract area.

KGP has maintained full engagement with the host LGUs and Communities. As at February 27, 2025, the consent of nine (9) out of eleven (11) ancestral domains has been secured covering 85% of the GSC area. In addition, all of the Community Development (CD) Projects have been fully completed and turned over to the respective community beneficiaries.

KGP continues to provide scholarship grants and educational assistance to deserving youths from the eight (8) ancestral domains within its contract area. As at school year 2023-2024, KGP has already extended scholarships to 431 grantees and has produced 348 graduates in various courses, which includes 62 licensed professionals, scholarship accounts for 29% of CD Projects Expenditures. Five (5) scholar graduates in engineering and geology have been hired for the Project.

KGP involves the development of steam fields that can generate around 120 megawatts (MW) of new capacity, providing an additional source of clean, indigenous and reliable baseload power to the Luzon grid. A 120 MW geothermal project will approximately cost more than US$300.0 million.

On January 15, 2020 and March 2, 2018, APEC contributed US$2.1 million (₱106.5 million) and US$1.0 million (₱51.2 million), respectively, to AKHI equivalent to the 5% share of the appraisal drilling budget which includes construction of general facilities, roads, and pads, rig mobilization and demobilization, well drilling, testing, resource feasibility study, other exploration capital (salaries and wages) and corporate social responsibility.

APC Energy
APC Energy was established to engage in exploration, development and utilization of renewable energy resources. APC Energy stopped its operations when its Coal Operating Contracts with the DOE in both Masbate and Isabela were terminated in 2013 and 2015, respectively.

APC Mining
APC Mining was organized to engage in mining, processing, manufacturing, buying and selling of all kinds of ores, metals and minerals. It was granted a mining permit for the exploration of chromite, copper and nickel deposits in Alubijid, Misamis Oriental. In 2013, APC Mining gave up its exploration permit because the area has low prospect for chromite, copper and nickel.

APC Cement
APC Cement was incorporated in November 1994 to engage in the manufacture of cement. As at December 31, 2024, APC Cement is still in the pre-operating stage.

PRC-Magma
PRC-Magma was established to engage in the business of exploration, development, and processing of renewable and non-renewable energy resources, including but not limited to wind power, solar power, hydropower, biofuels, biomass, and coal; exploration, mining and processing of metalliferous and non-metalliferous mineral and ore resources; trading and supply of energy and mineral resources; and generation of electric power using energy resources. In 2010, PRC-Magma was awarded a GRESC for Bontoc Mainit-Sadanga in Mountain Province and Buguias-Tinoc in Benguet and Ifugao Provinces. In 2015, the service contracts were terminated due to the delays in the implementation of the approved work program and failure to make any discovery before the end of the fifth (5th) Contract Year.

As at December 31, 2024 and 2023, the Group is still evaluating new business opportunities for its non-operating subsidiaries.

2. **Summary of Material Accounting Policy Information**

Basis of Preparation and Statement of Compliance

The accompanying consolidated financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). This financial reporting framework includes PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretation from International Financial Reporting Interpretations Committee (IFRIC) issued by the Philippine Financial Reporting and Sustainability Standards Council and adopted by the SEC, including SEC pronouncements.

The material accounting policy information used in the preparation of the consolidated financial statements have been consistently applied to all the years presented, unless otherwise stated.

Measurement Bases

The consolidated financial statements are presented in Philippine Peso (Peso), which is the Group's functional currency. All values are rounded to the nearest Peso, unless otherwise indicated.

The consolidated financial statements of the Group have been prepared under the historical cost basis, except for the following accounts:

- financial assets at fair value through other comprehensive income (FVOCI) and investment properties measured at fair value; and
- retirement liability measured at present value of estimated future cash outflows.

Historical cost is generally based on the fair value of the consideration given in exchange for an asset and the fair value of consideration received in exchange for incurring a liability.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting date.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Further information about the assumptions made in measuring fair value is included in Notes 8, 9 and 20 to the consolidated financial statements.

Adoption of Amended PFRS

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following amended PFRS effective for annual periods beginning on or after January 1, 2024 -

- Amendments to PAS 7, *Statement of Cash Flows* and PFRS 7, *Financial Instrument: Disclosures - Supplier Finance Arrangements* – The amendments introduced new disclosure requirements to enable users of the consolidated financial statements assess the effects of supplier finance arrangements on the liabilities, cash flows and exposure to liquidity risk. The amendments also provide transitional relief on certain aspects, particularly on the disclosures of comparative information. Earlier application is permitted.

The adoption of the foregoing amended PFRS did not have any material effect on the consolidated financial statements of the Group. Additional disclosures were included in the consolidated financial statements, as applicable.

New and Amended PFRS Issued But Not Yet Effective

Relevant new and amended PFRS, which are not yet effective as at December 31, 2024 and have not been applied in preparing the consolidated financial statements, are summarized below.

Effective for annual periods beginning on or after January 1, 2026:

- Amendments to PFRS 9, *Financial Instruments*, and PFRS 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Assets* – The amendments clarify that a financial liability is derecognized when the related obligation is discharged, cancelled, expires or otherwise qualifies for derecognition (e.g. settlement date), and introduces a policy option to derecognize financial liabilities settled through an electronic payment system before settlement date if the required conditions are met. The amendments also clarify the assessment of contractual cash flow characteristics of financial assets, the treatment of non-recourse loans and contractually linked instruments, as well as require additional disclosure requirements for financial assets and liabilities with contingent features and equity instruments classified at fair value through other comprehensive income (FVOCI). Earlier application is permitted.

- Annual Improvements to PFRS Accounting Standards Volume 11:

    - Amendments to PFRS 7, *Financial Instruments: Disclosures* – The amendments update and remove some obsolete references related to the gain or loss on derecognition on financial assets of an entity that has a continuing involvement and to the disclosure requirements on deferred differences between fair value and transaction price. The amendments also clarify that the illustrative guidance does not necessarily illustrate all the requirements for credit risk disclosure. Earlier application is permitted.

    - Amendments to PFRS 10, *Consolidated Financial Statements - Determination of a 'de facto agent'* – The amendments remove inconsistencies by clarifying that an entity must use judgment to determine whether other parties are acting as de facto agents. Earlier application is permitted.

    - Amendments to PAS 7, *Statement of Cash Flows - Cost Method* – The amendments replace the term 'cost method' with 'at cost' following the deletion of the definition of 'cost method'. Earlier application is permitted.

Effective for annual periods beginning on or after January 1, 2027:

- PFRS 18, *Presentation and Disclosure in Financial Statements* – This standard replaces PAS 1, *Presentation of Financial Statements*, and sets out the requirements for the presentation and disclosure of information to help ensure that the consolidated financial statements provide relevant information that faithfully represents the entity's assets, liabilities, equity, income and expenses. The standard introduces new categories and sub-totals in the consolidated statements of comprehensive income, disclosures on management-defined performance measures, and new principles for grouping of information, which the entity needs to apply retrospectively. Earlier application is permitted.

- PFRS 19, *Subsidiaries without Public Accountability: Disclosures* – This standard specifies reduced disclosure requirements that eligible subsidiaries are permitted to apply, instead of the disclosure requirements in other PFRS. An entity is eligible to apply PFRS 19 when it does not have public accountability and its parent prepares consolidated financial statements available for public use that complies with PFRS disclosure requirements. Earlier application is permitted.

Deferred effectivity -

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Investment in Associates - Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a conflicting provision under the two standards. It clarifies that a gain or loss shall be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.

Under prevailing circumstances, the adoption of the foregoing amended PFRS is not expected to have any material effect on the consolidated financial statements of the Group. Additional disclosures will be included in the consolidated financial statements, as applicable.

Basis of Consolidation

The consolidated financial statements of the Group comprise the financial statements of the Parent Company and its subsidiaries. Control is achieved when the Parent Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee).

When the Parent Company has less than majority of the voting or similar rights of an investee, the Parent Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangement; and
- The Parent Company's voting rights and potential voting rights.

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance.

Non-controlling interest represents the portion of net results and net assets not held by the Parent Company. These are presented in the consolidated statements of financial position within equity, apart from equity attributable to equity holders of the Parent Company and are separately disclosed in the consolidated statements of comprehensive income.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company. Consolidated financial statements are prepared using uniform accounting policies for similar transactions and other events in similar circumstances. Intercompany balances and transactions, including intercompany profits and losses, are eliminated.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction. If the Parent Company loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- Derecognizes the carrying amount of any non-controlling interests;
- Derecognizes the cumulative translation differences recorded in equity, if any;
- Recognizes the fair value of the consideration received;
- Recognizes the fair value of any investment retained;
- Recognizes surplus or deficit in profit or loss; and
- Reclassifies the Parent Company's share of component previously recognized in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Parent Company had directly disposed of the related assets or liabilities.

Financial Assets and Liabilities

Date of Recognition. Financial assets and liabilities are recognized in the consolidated statements of financial position when the Group becomes a party to those contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

Initial Recognition and Measurement. Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at fair value through profit and loss (FVPL), includes transaction cost.

"Day 1" Difference. Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Group deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the "Day 1" difference.

Classification. The Group classifies its financial assets at initial recognition under the following categories: (a) financial assets at amortized cost, (b) financial assets at FVOCI and, (c) financial assets at FVPL. The classification of a financial asset largely depends on the Group's business model and its contractual cash flow characteristics. Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or financial liabilities at amortized cost.

As at December 31, 2024 and 2023, the Group does not have financial assets and liabilities at FVPL.

Financial Assets at Amortized Cost. A financial asset shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized or impaired or through amortization process. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

Cash and cash equivalents, receivables and security deposits (presented under "Other noncurrent assets" account) are classified under this category.

Financial Assets Designated at FVOCI. The Group may irrevocably designate an equity instrument that is not held for trading to be measured at FVOCI.

Financial assets at FVOCI are initially measured at fair value plus transaction costs.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. Foreign currency gains or losses and unrealized gains or losses from equity instruments are recognized in OCI and presented in the equity section of the consolidated statements of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent periods. On disposal of these equity instruments, any cumulative valuation gains or losses will be reclassified to retained earnings.

Investment in equity securities are classified under this category.

Financial Liabilities at Amortized Cost*.* Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

Trade and other payables (excluding statutory payables) and advances from a related party are classified under this category.

Reclassification
The Group reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in OCI.

A financial asset that has been designated at FVOCI may no longer be reclassified to a different category.

Impairment of Financial Assets at Amortized Cost
The Group recognizes an allowance for expected credit loss (ECL) based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For accounts receivable, the Group has applied the simplified approach in measuring ECL. Simplified approach requires that ECL should always be based on the lifetime ECL. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For other financial assets at amortized cost, the Group applies the general approach in measuring the ECL. The ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Group considers reasonable and supportable information, that is available without undue cost or effort, and that is indicative of significant increases in credit risk since initial recognition.

The Group shall directly reduce the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

Derecognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- the right to receive cash flows from the asset has expired;
- the Group retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Group has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Group's continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Group could be required to repay.

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

Offsetting of Financial Assets and Liabilities
Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the consolidated statement of financial position.

Classification of Financial Instrument between Liability and Equity
A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;
- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Value-Added Tax (VAT)
VAT represents the net amount of VAT recoverable from or payable to the tax authorities. Revenues, expenses and assets are recognized net of the amount of VAT, except:

- where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of tax included.

The net amount of VAT recoverable from tax authorities is presented as part of “Other noncurrent assets” account in the consolidated statements of financial position.

Prepayments
Prepayments represent expenses not yet incurred but already paid. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to expense as these are consumed in operations or expire with the passage of time. Prepayments that are expected to be incurred no more than 12 months after the reporting date are classified as current assets. Otherwise these are classified as noncurrent assets.

Deferred Exploration Costs

Deferred exploration costs represent the Group's expenditures for exploration works on geothermal properties (i.e., acquisition of rights to explore, topographical, geological, geochemical and geophysical studies, exploratory drilling, trenching, sampling, and activities in relation to evaluating the technical feasibility and commercial viability of extracting a mineral resource). Expenditures for exploration work prior to and subsequent to drilling are deferred as incurred.

This account also includes APEC's 5% Farm-out participation in the KGP.

These shall be written-off if the results of the exploration work are determined to be not commercially viable. If the results are commercially viable, the deferred expenditures and the subsequent development cost shall be capitalized and amortized from the start of commercial operations using the units-of-production method based on estimated recoverable reserves, as this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

Investment Properties

Investment properties comprise of parcels of land held by the Group for capital appreciation and/or future development. These properties are not held to be used in production or sale in the ordinary course of business.

Investment properties are measured initially at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date as determined by independent appraisers. Gain or loss arising from changes in fair value of investment properties is included in profit or loss in the year in which it arises.

Investment properties are derecognized when either these have been disposed of or when the investment properties are permanently withdrawn form use and no further economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of investment properties is recognized in profit or loss in the year of retirement or disposal.

Impairment of Nonfinancial Assets

Nonfinancial assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. One or more of the following facts and circumstances indicate that the Group should test exploration and evaluation assets for impairment (the list is not exhaustive):

- the period for which the entity has the right to explore in the specific area has not expired during the period or will not expire in the near future, and is expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is budgeted or planned;
- the exploration for and evaluation of mineral resources in the specific area led to the discovery of commercially viable quantities of mineral resources and the entity has not decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset will not be recovered in full from successful development or by sale.

If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After the reversal, the depreciation and amortization charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Capital Stock and Additional Paid-in Capital (APIC)
Capital stock is measured at the par value for all shares subscribed and issued, net of any subscription receivable. Proceeds or fair value of consideration received in excess of par value are recognized as APIC. Incremental costs, net of tax, incurred that are directly attributable to the issuance of new shares are recognized in equity as a reduction from related APIC or retained earnings.

Other Equity Reserves

OCI
OCI comprises of items of income and expenses that are not recognized in profit or loss for the year in accordance with PFRS. The OCI of the Group represents cumulative remeasurement losses on retirement liability and cumulative changes in fair value of financial assets at FVOCI.

Equity Reserve
Equity reserve pertains to the difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration received as a result of change in the ownership interest of a subsidiary without loss of control.

Deficit
Deficit represents the cumulative balance of the net income or loss, net of any dividend declaration.

Treasury Stock

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the consolidated statements of comprehensive income on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration is recognized as APIC. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them.

Earnings (Loss) Per Share Attributable to the Equity Holders of the Parent

Basic earnings (loss) per share is computed by dividing net income for the year attributable to common shareholders by the weighted average number of common stock outstanding during the year with retroactive adjustments for any stock dividends declared and stock split.

Diluted earnings (loss) per share is calculated by adjusting the weighted average number of common stock outstanding to assume conversion of all dilutive potential common stock.

Where the earnings (loss) per share effect of potential dilutive common stock would be anti-dilutive, basic and diluted earnings (loss) per share are stated at the same amount.

Revenue Recognition

The Group is organized to engage in the exploration and development of renewable energy in the Philippines. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has not started commercial operations as at December 31, 2024.

Revenue outside the scope of PFRS 15, *Revenue from Contracts with Customers*, is recognized as follows:

Interest Income. Revenue is recognized as the interest accrues, taking into account the effective yield on the assets, net of final tax.

Dividend Income. Revenue is recognized when the Group's right to receive the payment is established.

Other Income. Income from other sources is recognized when earned.

Expense Recognition

Expenses are recognized in profit or loss when a decrease in future economic benefits related to a decrease in an asset or an increase in a liability, other than distributions to equity participants, has arisen that can be measured reliably.

General and Administrative Expenses. General and administrative expenses constitute costs of administering the business. These are expensed as incurred.

Employee Benefits

Short-term Benefits. Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employees and the obligation can be estimated reliably.

Retirement Benefit Costs. The Group has an unfunded, noncontributory defined benefit plan covering all qualified employees. The retirement liability is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Group recognizes service costs, comprising of current service costs and interest costs in profit or loss.

Current service costs pertain to the increase in the present value of a defined benefit obligation resulting from employee service in the current period.

Interest on the retirement liability is the change during the period in the retirement liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the retirement liability. Interest is calculated by applying the discount rate to the retirement liability.

Remeasurements comprising actuarial gains and losses are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

The present value of the defined benefit liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

Actuarial valuations are made with sufficient regularity that the amounts recognized in the consolidated financial statements do not differ materially from the amounts that would be determined at the reporting date.

Leases

The Group assesses whether the contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified assets for a period of time, the Group assesses whether, throughout the period of use, it has both of the following:

a) the right to obtain substantially all of the economic benefits from the use of the identified asset; and
b) the right to direct the use of the identified asset.

If the Group has the right to control the use of an identified asset for only a portion of the term of the contract, the contract contains a lease for that portion of the term. The Group also assesses whether a contract contains a lease for each potential separate lease component.

The Group as a Lessee. At the commencement date, the Group recognizes right-of-use (ROU) assets and lease liabilities for all leases, except for leases with lease terms of 12 months or less (short-term leases) and leases for which the underlying asset is of low value, in which case the lease payments associated with those leases are recognized as an expense in profit or loss on a straight-line basis.

For leases with lease terms of 12 months or less but with an option to extend the lease, the management assesses whether there is reasonable certainty that the Group will extend the lease, by considering all relevant facts and circumstances that create an economic incentive for the lessee to extend or terminate the lease, to determine the appropriate lease term.

Income Taxes

Current Tax. Current tax is the expected tax payable on the taxable income for the year, using the tax rate enacted or substantively enacted at the reporting date.

Deferred Tax. Deferred tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences and carry forward benefits of unused tax credits from net operating loss carry-over (NOLCO) and excess of minimum corporate income taxes (MCIT) over regular corporate income tax (RCIT) to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and unused tax credits from NOLCO and excess of MCIT over RCIT can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rate that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rate and tax laws in effect at the reporting date.

Deferred tax is recognized in profit or loss, except to the extent that it relates to items directly recognized in OCI.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Related Parties

A related party relationship exists when one party has the ability to control, directly, or indirectly through one or more intermediaries, or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting entity, or between, and/or among the reporting entity and its key management personnel, directors or its stockholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely to the legal form.

A related party transaction is a transfer of resources, services or obligation between a reporting entity and a related party.

A related party transaction is considered material if the transaction/s, either individually, or in aggregate over a 12-month period with the same related party, amounts to 10% or higher of the Group's total consolidated assets based on its latest consolidated financial statements. Details of transactions entered into by the Group with related parties are reviewed in accordance with the Group's related party transactions policy.

Segment Reporting

For management purposes, the Group's operating segments are organized and managed separately according to the nature of the services offered.

The Group's identified operating segments are consistent with the segments reported to the BOD, which is the Group's chief operating decision maker.

Foreign Currency Denominated Transactions

Transactions denominated in foreign currencies are initially recorded in Philippine Peso using the exchange rate prevailing at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are restated at the functional currency using the rate of exchange prevailing at the reporting date. Foreign exchange differences between the rate at transaction date and settlement date or reporting date are credited to or charged against profit or loss. Nonmonetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rate at the dates of initial transactions.

Provisions and Contingencies

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are not recognized in the consolidated financial statements. These are disclosed in the notes to consolidated financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but are disclosed in the notes to consolidated financial statements when an inflow of economic benefits is probable.

Events After the Reporting Date

Events after the reporting date that provide additional information about the Group's consolidated financial position at the end of reporting year (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

3. Significant Judgment, Estimates and Assumption

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgment, accounting estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income and expenses reported in the consolidated financial statements at the reporting date. The judgment and accounting 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. While the Group believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates. Such estimates will be adjusted accordingly when the results become determinable.

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

Judgment

In the process of applying the Group's accounting policies, management has made the following judgment, apart from those involving estimations, which has the most significant effect on the amounts recognized in the consolidated financial statements:

Determining Subsidiaries with Material Non-controlling Interests. The Group is required to disclose certain financial information on its subsidiaries with material NCI.

Management determines subsidiaries with material NCI as those with assets greater than 5% of consolidated assets, or revenues and net income. The Group has determined that there are no subsidiaries with material NCI as at December 31, 2024 and 2023.

Assessing the Recoverability of Deferred Exploration Costs. The Group recognizes all project-related costs as part of deferred exploration costs. An impairment review is performed when there are indicators that the carrying amount of the deferred exploration costs may exceed its recoverable amount. The deferred exploration costs are reassessed on a regular basis and the factors that the Group considers important which could trigger an impairment review include the following:

- the period for which the entity has the right to explore in the specific area has not expired during the period or will not expire in the near future, and is expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is budgeted or planned;
- the exploration for and evaluation of mineral resources in the specific area led to the discovery of commercially viable quantities of mineral resources and the entity has not decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset will not be recovered in full from successful development or by sale.

As at December 31, 2024 and 2023, management has assessed that there are no indicators that the deferred exploration costs relating to the KGP may be impaired. Deferred exploration costs relating to mining rights and other exploration costs of the Group, however, were fully provided with allowance for impairment loss. No impairment loss was recognized in 2024, 2023 and 2022 as discussed in Note 7 to the consolidated financial statements.

Assessing the Impairment of Other Nonfinancial Assets (Excluding Deferred Exploration Cost). The Group assesses impairment on its nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The factors that the Group considers important which could trigger an impairment review include the following:

- significant underperformance relative to expected historical or projected future operating results;
- significant changes in the manner of use of the acquired assets or the strategy for overall business; and
- significant negative industry or economic trends.

Management has assessed that there are no indications of impairment on the other nonfinancial assets in 2024, 2023 and 2022 as discussed in Notes 8 and 10 to the consolidated financial statements.

The carrying amounts of these nonfinancial assets are disclosed in Notes 8 and 10 to the consolidated financial statements.

Establishing Control over Subsidiaries. The Parent Company determines that it has control over its subsidiaries by considering, among others, its power over the investee, exposure or rights to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect its returns. The following factors are also considered:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual agreements
- The Group's voting rights and potential voting rights

Management has assessed that is has control over its subsidiaries as at December 31, 2024 and 2023.

<u>Estimates and Assumptions</u>
The key assumptions concerning the future and other key sources of estimation uncertainty at the financial reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting year are discussed below.

Assessing the ECL on Financial Assets at Amortized Cost. The Group applies the general approach in measuring the ECL for its financial assets. The Group assessed that cash and cash equivalents are deposited with reputable counterparty banks that possess good credit ratings. For security deposits, the Group considered the financial capacity of the debtors to refund the deposits once the agreements are terminated. For related party transactions, the Group considered the available liquid assets of the related parties, letter of support from the stockholders and the mitigation of credit exposure through legally enforceable rights.

The Group assesses that a financial asset is considered credit impaired when one or more events that have a detrimental effect on the estimated future cash flows of the asset have occurred, such as significant financial difficulty of the borrower.

The carrying amounts of financial assets at amortized cost as at December 31, 2024 and 2023 are disclosed in Notes 5, 6, 7 and 10 to the consolidated financial statements.

Determining the Fair Value of Investment Properties. The Group engaged an independent appraiser to determine the fair value of investment properties. The fair value of investment properties was based on an independent appraiser's report dated January 4, 2021 applying the market data approach. Management evaluated that the fair value of investment properties determined on appraisal date approximates the fair value as at the reporting date since there were no significant changes in the condition of the properties and economic environment between those dates. In market data approach, the value of the land is based on sales and listings of comparable property registered within the vicinity. The technique of this approach requires the adjustments of comparable property by reducing reasonable comparative sales and listings to a common denominator. This is done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as basis of comparison are situated within the immediate vicinity of the subject property. The comparison was premised on the factors of location, size and shape of the lot and time element.

Further information about the assumptions made in measuring the fair value of the investment properties are discussed in Notes 8 and 20 to the consolidated financial statements.
Assessing the Realizability of Deferred Tax Assets. The carrying amount of deferred tax assets at each reporting date are reviewed and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized within the period allowed by the tax regulations. The Group's assessment on the recognition of deferred tax assets on deductible temporary differences is based on the forecasted taxable income of the subsequent reporting periods. This forecast is based on the Group's past results and future expectations on revenue and expenses.

The Group did not recognize deferred tax assets as discussed in Note 16 to the consolidated financial statements. The Group has assessed that it is not probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

4. **Segment Information**

As discussed in Note 1, the Group is engaged in geothermal and renewable energy, mining and exploration activities. The Management assessed that the Group is just considered as one business segment as it does not have other activities other than the exploration projects. The classification of business segment for which discrete financial information is available is regularly reviewed by the Management Committee, which makes decisions and assessment of its performance.

5. Cash and Cash Equivalents

This account consists of:

	2024	2023
Cash on hand and in banks	**₱2,901,084**	₱16,366,032
Short-term investments	**20,887,573**	9,781,151
	₱23,788,657	₱26,147,183

Cash in banks earn interest at the prevailing bank deposit rates. Short-term investments are made for varying periods depending on the immediate cash requirements of the Group and earn interest at the respective short-term investment rates.

Interest income earned from cash in banks and short-term investments amounted to ₱0.8 million, ₱0.5 million and ₱0.2 million in 2024, 2023 and 2022, respectively.

6. Receivables

This account consists of:

	Note	**2024**	2023
Nontrade receivables		**₱1,028,689**	₱1,218,140
Advances to officers and employees		**16,667**	6,000
Others		**380,883**	38,720
		1,426,239	1,262,860
Allowance for ECL	15	**(16,950)**	–
		₱1,409,289	₱1,262,860

The above receivables are noninterest-bearing and are normally settled within a 30-day term.

Provision for ECL amounting to ₱16,950 was recognized in 2024 (see Note 15).

7. Deferred Exploration Costs

As at December 31, 2024 and 2023, this account consists of:

Cost:	
KGP	₱218,054,455
Mining rights	48,254,908
Other exploration costs	63,664,924
	329,974,287
Allowance for impairment losses	(111,919,832)
Carrying amount	₱218,054,455

Deferred exploration costs relate to the Group’s geothermal projects. The ability of the Group to recover its deferred exploration costs would depend on the success of exploration activities and on the commercial viability of the reserves (see Note 1).

On January 15, 2020 and March 2, 2018, APEC contributed US$2.1 million (₱106.5 million) and US$1.0 million (₱51.2 million), respectively, to AKHI equivalent to the 5% share of the appraisal drilling budget. There were no cash calls made in 2024, 2023 and 2022 (see Note 1). As at December 31, 2024 and 2023, total cash contributed amounted to ₱157.7 million.

As at December 31, 2024 and 2023, deferred exploration costs relating to mining rights and other exploration costs of the other projects of the Group were fully provided with allowance for impairment losses.

No additional impairment loss on deferred exploration costs was recognized in 2024, 2023 and 2022.

8. Investment Properties

Investment properties amounting to ₱9.2 million as at December 31, 2024 and 2023 pertain to parcels of land which are being held by the Group for capital appreciation. In 2022, the Group sold a parcel of land with a carrying amount of ₱2.9 million for ₱8.2 million resulting to a gain on sale amounting to ₱5.3 million.

No income was earned for the investment properties in 2024, 2023 and 2022. Real property tax paid amounted to ₱6,518, ₱7,259 and ₱7,011 in 2024, 2023 and 2022, respectively.

The fair value of the investment properties was determined by an independent appraiser. The appraiser is an industry specialist in valuing these types of investment properties. Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values of investment properties are determined using the market data approach by gathering available market evidences.

The latest independent appraiser's report is dated January 4, 2021. The Group has assessed that the fair value of the investment properties as at reporting date did not materially differ from the last valuation performed.

Fair value hierarchy disclosures for investment properties are provided in Note 20 to the consolidated financial statements.

Description of valuation techniques used and key inputs to valuation on investment properties are as follows:

A. <u>Highest and Best Use</u>
   Based on analysis of prevailing land usage in the neighborhood and the property itself, diversified agro-industrial land development would represent the highest and best use of the property.

   Highest and Best Use is defined as the most profitable likely use to which a property can be put. The opinion of such use may be based on the highest and most profitable continuous use to which the property is adapted and needed or that use of land which may reasonably be expected to produce the greatest net return to land over a given period of time. Alternatively, it is that use, from among reasonably probable and legal alternative uses, found to be physically possible, appropriately supported, financially feasible, and which results in highest land value.

B. Market Data Approach
The value of the land was arrived at using the Market Data Approach. In this approach, the value of the land was based on sales and listings of comparable property registered within the vicinity. The technique of this approach requires the adjustments of comparable property by reducing reasonable comparative sales and listings to a common denominator. This was done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as bases of comparison are situated within the immediate vicinity of the subject property. The comparison was premised on the factors of locations, size and shape of the lot, time element and others.

9. Financial Assets at Fair Value Through Other Comprehensive Income

The Parent Company has 6,359,000 shares in Premium Leisure Corp. (PLC) amounting to ₱4.0 million as at December 31, 2023. On May 9, 2024, the Parent Company sold all its PLC shares for ₱5.4 million or ₱0.85 a share. Cumulative changes in fair value are reclassified from OCI to deficit.

Movements of financial assets at FVOCI as at December 31 are as follows:

	2024	2023
Balance at beginning of year	**₱4,006,170**	₱3,020,525
Unrealized gain	**1,398,980**	985,645
Sale	**(5,405,150)**	–
Balance at end of year	**₱–**	₱4,006,170

The table below presents the cumulative changes in fair value of financial assets at FVOCI attributable to the shareholders of the Parent Company (presented in the equity section of the consolidated statements of financial position):

	2024	2023
Balance at beginning of year	**₱3,158,169**	₱2,172,524
Change in fair value	**1,398,980**	985,645
Reclassification to deficit	**(4,557,149)**	–
Balance at end of year	**₱–**	₱3,158,169

The Group received dividend income from PLC amounting to ₱0.3 million both in 2023 and 2022.

10. Other Noncurrent Assets

This account consists of:

	2024	2023
Input VAT	**₱10,369,556**	₱10,281,470
Security deposits	**23,822**	23,822
	₱10,393,378	₱10,305,292

Office and Other Equipment
Fully depreciated office and other equipment with a total cost of ₱1.7 million as at December 31, 2024 and 2023, are still being used in the operations. Depreciation in 2022 amounted to ₱13,884 (see Note 15).

11. Trade and Other Payables

This account consists of:

	2024	2023
Trade	**₱3,264,863**	₱6,476,612
Nontrade	**25,056,292**	12,623,493
Accrued expenses	**2,638,555**	12,510,593
Statutory payables	**31,089**	67,176
Others	**5,655**	5,638
	₱30,996,454	₱31,683,512

Trade payables are noninterest-bearing and are normally settled on a 30-day term.

Nontrade payables mostly pertain to payables that are noninterest-bearing and are due and demandable.

Accrued expenses mainly pertain to payable to utility and other service providers which are normally settled within the next financial year.

Statutory payables include withholding taxes payable and payables to various government agencies which are normally settled within the following month.

12. Equity

a. Details of authorized, issued and outstanding capital stock as at December 31, 2024 and 2023 follows:

	Number of Shares	Amount
Authorized:		
Common stock – ₱0.01 par value	14,000,000,000	₱140,000,000
Preferred stock – ₱0.01 par value	6,000,000,000	60,000,000
	20,000,000,000	₱200,000,000
Common stock:		
Issued	5,998,149,059	₱59,981,491
Subscribed	1,513,660,938	15,136,609
	7,511,809,997	75,118,100
Subscriptions receivable	–	(11,237,312)
	7,511,809,997	63,880,788
Treasury stock	(7,606,000)	(29,435,220)
Outstanding stock	7,504,203,997	₱34,445,568

b. The cumulative convertible preferred shares are redeemable and may be issued from time to time by the Parent Company’s BOD, which is authorized to adopt resolutions authorizing the issuance thereof in one or more series for such number of shares and relative rights and preferences, as it may deem beneficial to the Parent Company. The Parent Company’s BOD has not authorized any issuance of preferred shares.

c. The following summarizes the information on the Parent Company's registration of securities under the Securities Regulation Code:

Date of SEC Approval	Type of Issuance	Authorized Shares	Issue / Offer Price
January 7, 1994	Initial public offering	80,000,000,000	₱0.01
July 9, 1996	Additional public offering	100,000,000,000	0.01
July 12, 1996	Stock option	5,300,000,000	0.01
October 16, 1996	Additional subscription	1,814,700,000,000	0.01
April 30, 1997	Increase of par value	(1,980,000,000,000)	1.00
February 20, 2020	Decrease in par value	–	0.01
		20,000,000,000	

The total number of shareholders is 586 and 588 as at December 31, 2024 and 2023, respectively.

d. Additional paid-in capital as at December 31, 2024 and 2023 consists of the following:

	Amount
Subscription in excess of par value	₱1,256,789,894
Less subscriptions receivable	(1,112,493,936)
	₱144,295,958

e. Pursuant to the PSE's rules on minimum public ownership, at least 20% of the issued and outstanding shares of a listed company must be owned and held by the public. As at December 31, 2024 and 2023, public ownership over the Parent Company is 51.11%.

13. Related Party Transactions

The Group, in its regular conduct of business, has transactions and balances with a related party. Transactions between members of the Group and the related balances are eliminated at consolidation and are no longer included in the consolidated financial statements.

The following table summarizes the outstanding balance arising from these transactions.

	Nature of Transaction	Amount of Transactions			Outstanding balance	
		2024	2023	2022	**2024**	2023
Advances from a related party -						
Stockholder	Advances	**₱–**	₱–	₱–	**₱79,406,947**	₱79,406,947
	Share in expenses	**–**	–	–	**571,684**	571,684
					₱79,978,631	₱79,978,631

Terms and Conditions of Transactions with Related Parties
Outstanding balances of transactions with a related party are noninterest-bearing, unsecured, payable on demand and normally settled in cash.

Compensation of Key Management Personnel

Compensation of key management personnel presented as part of "Salaries and employee benefits" under "General and administrative expenses" account in the consolidated statements of comprehensive income for the years ended December 31, 2024, 2023 and 2022 consist of the following:

	2024	2023	2022
Salaries and short-term employee benefits	**₱1,289,906**	₱1,340,000	₱1,240,190
Retirement costs	**–**	144,601	123,294
	₱1,289,906	₱1,484,601	₱1,363,484

14. **Retirement Benefits**

The Group has an unfunded, noncontributory defined benefit retirement plan covering substantially all of its qualified employees. The plan provides for a lump sum benefit payment upon retirement.

The latest valuation of retirement plan was performed by an independent actuary for the year ended December 31, 2024.

The components of retirement costs recognized under "General and administrative expenses" account in the consolidated statements of comprehensive income are as follows (see Note 15):

	2024	2023	2022
Current service cost	**₱294,586**	₱283,885	₱299,883
Interest cost	**257,432**	224,538	143,408
	₱552,018	₱508,423	₱443,291

Changes in present value of retirement liability are as follows:

	2024	2023
Balance at beginning of year	**₱3,948,342**	₱3,481,207
Benefits paid	**(2,017,474)**	–
Remeasurement loss (gain) recognized in OCI:		
Experience adjustments	**(1,569,535)**	(33,907)
Changes in financial assumptions	**98,297**	(7,381)
Current service cost	**294,586**	283,885
Interest cost	**257,432**	224,538
Balance at end of year	**₱1,011,648**	₱3,948,342

The cumulative remeasurement gains (losses) recognized in OCI as at December 31 are as follows:

	2024		
	Cumulative Remeasurement Gains (Losses)	**Deferred Income Tax (see Note 16)**	**Net**
Balance at beginning of year	**(₱210,435)**	**₱–**	**(₱210,435)**
Remeasurement gain	**1,471,238**	**(315,201)**	**1,156,037**
Balance at end of year	**₱1,260,803**	**(₱315,201)**	**₱945,602**

	2023		
	Cumulative Remeasurement Losses	Deferred Income Tax (see Note 16)	Net
Balance at beginning of year	(₱251,723)	₱–	(₱251,723)
Remeasurement gain	41,288	–	41,288
Balance at end of year	(₱210,435)	₱–	(₱210,435)

The principal assumptions used to determine retirement obligations for the Group's plan are shown below:

	2024	2023
Discount rate	**6.03%**	6.52%
Future salary increase rate	**5.00%**	4.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as at December 31, 2024 assuming all other assumptions were held constant:

		Increase (Decrease) in Accrued Retirement Cost	
	Increase (Decrease)	**2024**	2023
Discount rate	1.00%	**(₱66,189)**	(₱101,557)
	(1.00%)	**71,516**	109,032
Future salary increase rate	1.00%	**71,537**	110,668
	(1.00%)	**(67,431)**	(104,904)

The following are other defined benefit plan information:

	2024	2023
A. Weighted average duration of present value of defined benefit obligation	**6.8 years**	2.7 years
B. Maturity analysis of undiscounted retirement benefit payments		
Within one year	**₱–**	₱3,359,380
More than one year up to 10 years	**1,996,908**	1,830,897
C. Plan membership information		
Number of active plan members	**1**	4
Average attained age	**52.8 years**	56.2 years
Average past service	**24.5 years**	15.2 years
Average future service	**7.2 years**	3.8 years

15. **General and Administrative Expenses**

This account consists of:

	Note	2024	2023	2022
Salaries and employee benefits		**₱2,198,084**	₱1,539,707	₱1,240,190
Transportation and travel		**1,085,581**	1,094,377	1,068,124
Professional fees		**1,019,300**	3,957,501	932,064
Retirement costs	14	**552,018**	508,423	443,291
Entertainment, amusement and recreation		**523,081**	521,426	521,816
Taxes and licenses		**389,786**	324,551	826,365
Outside services		**151,552**	154,446	187,268
Dues and subscriptions		**135,433**	114,176	367,965
Rental		**53,571**	53,571	53,571
Provision for ECL on receivables	6	**16,950**	–	–
Insurance		**6,174**	12,918	6,726
Brokerage		**–**	–	900,050
Depreciation	10	**–**	–	13,884
Others		**231,588**	155,811	140,749
		₱6,363,118	₱8,436,907	₱6,702,063

16. **Income Tax**

The Group's provision for current income tax amounting to ₱3,580 and ₱192,259 pertains to MCIT in 2024 and 2023, respectively.

No provision for income tax was recognized in 2022 due to gross loss and taxable loss position.

No deferred income tax assets were recognized for the following deductible temporary differences and carryforward benefits of NOLCO because management has assessed that it is not probable that there will be sufficient future taxable profit against which the deferred tax assets can be utilized.

The components of the Group's deferred tax liability and unrecognized deferred tax assets are as follows:

	2024	2023	2022
Allowance for impairment of deferred exploration costs and mining rights	**₱111,919,832**	₱111,919,832	₱111,919,832
NOLCO	**21,860,386**	14,750,838	20,161,061
Accrued retirement costs	**2,272,451**	3,737,907	3,229,484
Excess MCIT over RCIT	**195,839**	192,259	–
	₱136,248,508	₱130,600,836	₱135,310,377
Unrecognized deferred tax assets *Through profit or loss*	**₱28,567,512**	₱27,163,402	₱28,208,097
Cumulative remeasurement gain recognized in OCI	**₱1,260,803**	₱–	₱–
Deferred tax liability *Through OCI*	**₱315,201**	₱–	₱–

As at December 31, 2024, the Group's unutilized NOLCO which can be carried forward and claimed as deduction against future regular taxable income are as follows:

Year Incurred	Balance at beginning of year	Incurred	Applied /Expired	Balance at end of year	Valid Until
2024	₱–	₱7,109,548	₱–	₱7,109,548	2027
2023	546,748	–	–	546,748	2026
2022	5,736,956	–	–	5,736,956	2025
2021	7,200,702	–	–	7,200,702	2026
2020	1,266,432	–	–	1,266,432	2025
	₱14,750,838	₱7,109,548	₱–	₱21,860,386	

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 implementing Section 4(b) of "Bayanihan to Recover As One Act" which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

Details of excess MCIT over RCIT are as follows:

Year Incurred	Balance at beginning of year	Incurred	Applied/Expired	Balance at end of year	Valid Until
2024	₱–	₱3,580	₱–	₱3,580	2027
2023	192,259	–	–	192,259	2026
	₱192,259	₱3,580	₱–	₱195,839	

The reconciliation of provision for (benefit from) income tax computed at the statutory income tax rate to the provision for income tax shown in the consolidated statements of comprehensive income is as follows:

	2024	2023	2022
Provision for (benefit from) income tax computed at the statutory income tax rate	**(₱1,343,949)**	₱1,260,866	(₱100,189)
Changes in unrecognized deferred tax assets	**1,419,431**	(987,438)	(752,351)
Effect of change in tax rates		–	–
Tax effects of:			
Interest income subjected to final tax	**(202,672)**	(131,656)	(46,521)
Nondeductible expenses	**130,770**	130,356	130,454
Dividend income exempt from income tax	**–**	(79,869)	(79,869)
Expired NOLCO and excess MCIT over RCIT	**–**	–	2,175,726
Income subjected to capital gains tax	**–**	–	(1,327,250)
Provision for income tax computed at the effective income tax rate	**₱3,580**	₱192,259	₱–

Under the Corporate Recovery and Tax Incentives for Enterprises (CREATE) law, domestic corporations shall be subjected to 25% or 20% RCIT depending on the amount of total assets or total amount of taxable income. In addition, MCIT shall be computed at 1% of gross income for a period of three (3) years. The changes in the income tax rates became effective beginning July 1, 2020. Starting July 1, 2023, MCIT shall be computed at 2% of gross income.

Accordingly, the income tax rates used in preparing the consolidated financial statements as at and for the years ended December 31, 2024 and 2023 are as follows:

	2024	2023
RCIT	**25% / 20%**	25% / 20%
MCIT	**2%**	1.5%

17. Other Income

Other income amounting to ₱0.2 million, ₱0.3 million and nil mainly pertain to service fees in 2024, 2023 and 2022, respectively.

In 2023, the Group recognized other income amounting to ₱12.5 million arising from the settlement of a long-outstanding claim against the Government Service Insurance System (GSIS) which acts as a surety to a supply agreement with a previous customer.

18. Basic / Diluted Earnings (Loss) Per Common Share

The calculation of earnings (loss) per share for the years ended December 31 is as follows:

	2024	2023	2022
Net Income (loss) attributable to equity holders of the Parent Company (a)	**(₱5,355,291)**	₱5,060,920	(₱866,495)
Number of common shares	**7,511,809,997**	7,511,809,997	7,511,809,997
Treasury shares	**(7,606,000)**	(7,606,000)	(7,606,000)
Weighted average number of common shares (b)	**7,504,203,997**	7,504,203,997	7,504,203,997
Basic / diluted earnings (loss) per share (a/b)	**(₱0.000714)**	₱0.000674	(₱0.000115)

There were no dilutive potential common shares for purposes of calculation of earnings (loss) per share in 2024, 2023 and 2022.

19. Financial Risk Management Objectives and Policies

General

The Group has risk management policies that systematically view the risks that could prevent the Group from achieving its objectives. These policies are intended to manage risks identified in such a way that opportunities to deliver the Group's objectives are achieved. The Group's risk management takes place in the context of day-to-day operations and normal business processes such as strategic planning and business planning. It is also established to identify and manage the Group's exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies.

Management has identified each risk and is responsible for coordinating and continuously improving risk strategies, processes and measures in accordance with the established business objectives. The BOD has overall responsibility for the establishment and oversight of the Group's risk management framework. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the activities of the Group.

The Group's principal financial instruments comprise of cash and cash equivalents, receivables, security deposits, financial assets at FVOCI, trade and other payables (excluding statutory payables), and advances from a related party.

The main risks arising from the Group's financial instruments are credit risk, liquidity risk and interest rate risk. The BOD reviews and approves policies for managing these risks. These are summarized below.

Credit Risk

Credit risk is the risk that the obligations to the Group will not be repaid on time and in full as contracted, resulting in a financial loss. It is inherent to the business as potential losses may arise due to the failure of its counter parties to fulfill their obligations on maturity dates or due to adverse market conditions.

Generally, the credit risk of the Group is attributable to financial assets at amortized cost. The Group maintains credit policies and continuously monitors defaults of counter parties, identified either individually or by group, and incorporate this information into its credit risk controls. Managing credit risk has both qualitative and quantitative aspects. Credit officers must evaluate the credit quality of the counterparties and assign internal credit ratings upon this evaluation.

The Group defines credit exposure as all transactions where losses might occur due to the fact that counterparties may not fulfill their contractual payment obligations based on original contractual terms. The Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these financial assets. Credit risk from cash in banks is mitigated by transacting only with reputable banks duly approved by management.

Credit Quality of Financial Assets. The credit quality of financial assets is managed by the Group using internal credit ratings such as high grade, standard grade, past due but not impaired and credit impaired.

High Grade - pertains to deposits or placements to counterparties with good credit rating or bank standing. For receivables, this covers accounts of good paying counterparties, with good credit standing and are not expected by the Group to default in settling its obligations, thus credit risk exposure is minimal.

Standard Grade - other financial assets not belonging to high quality financial assets are included in this credit rating.

Past due but not impaired - pertains to financial assets where contractual payments are past due but the Group believes that impairment is not appropriate based on the probability of collection of amounts owed to the Group.

Credit impaired - pertains to financial assets for which the Group determines that it is probable that it will not be able to collect the amount due based on the contractual terms and agreements.

The tables below summarize the analysis of the Group's financial assets as at December 31:

	2024				
	Neither Past Due nor Impaired		**Past due but**		
	High Grade	**Standard Grade**	**not impaired**	**Credit Impaired**	**Total**
Cash and cash equivalents*	**₱23,738,657**	**₱–**	**₱–**	**₱–**	**₱23,738,657**
Receivables	**–**	**233,434**	**1,175,855**	**16,950**	**1,426,239**
Security deposits**	**23,822**	**–**	**–**	**–**	**23,822**
	₱23,762,479	**₱233,434**	**₱1,175,855**	**₱16,950**	**₱25,188,718**

**Excluding cash on hand.*
***Presented under "Other noncurrent assets" account.*

	2023				
	Neither Past Due nor Impaired		Past due but		
	High Grade	Standard Grade	not impaired	Credit Impaired	Total
Cash and cash equivalents*	₱26,097,183	₱–	₱–	₱–	₱26,097,183
Receivables	–	1,262,860	–	–	1,262,860
Security deposits**	23,822	–	–	–	23,822
Financial assets at FVOCI	4,006,170	–	–	–	4,006,170
	₱30,127,175	₱1,262,860	₱–	₱–	₱31,390,035

**Excluding cash on hand.*
***Presented under "Other noncurrent assets" account.*

Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's objectives to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Group's credit standing.

The Group seeks to manage its liquid funds through cash planning on a weekly basis. As part of its liquidity risk management, the Group regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities.

The table below summarizes the maturity profile of the Group's financial liabilities as at December 31 based on contractual undiscounted payments:

	2024				
	On demand	**Less than 3 months**	**3 to 12 months**	**Over 1 year**	**Total**
Trade and other payables*	**₱25,056,292**	**₱5,909,073**	**₱–**	**₱–**	**₱30,965,365**
Advances from a related party	**79,978,631**	**–**	**–**	**–**	**79,978,631**
	₱105,034,923	**₱5,909,073**	**₱–**	**₱–**	**₱110,943,996**

**Excluding statutory payables.*

	2023				
	On demand	Less than 3 months	3 to 12 months	Over 1 year	Total
Trade and other payables*	₱12,623,493	₱18,992,843	₱–	₱–	₱31,616,336
Advances from a related party	79,978,631	–	–	–	79,978,631
	₱92,602,124	₱18,992,843	₱–	₱–	₱111,594,967

**Excluding statutory payables.*

Equity Price Risk

The Group's investments in equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Group's BOD reviews and approves all equity investment decisions.

20. **Fair Value Measurements**

The following table provides the fair value hierarchy of assets and liabilities with carrying amounts which approximate its fair value or measured at fair value:

	2024			
	Valuation Date	**Total**	**Level 1**	**Level 2**
Assets measured at fair value – Investment properties	**December 31, 2020**	**₱9,156,000**	**₱–**	**₱9,156,000**

	2023			
	Valuation Date	Total	Level 1	Level 2
Assets measured at fair value:				
Investment properties	December 31, 2020	₱9,156,000	₱–	₱9,156,000
Financial assets at FVOCI	December 31, 2024	4,006,170	4,006,170	–
		₱13,162,170	₱4,006,170	₱9,156,000

Cash and Cash Equivalents, Receivables, Trade and Other Payables (Excluding Statutory Payables), and Advances from a Related Party. Due to the short-term nature of the transactions, the carrying values approximate the fair values at reporting dates.

Security Deposits. The carrying value of security deposits does not materially differ from the fair value as at December 31, 2024 and 2023.

Investment Properties. The fair values of the investment properties were based on valuations performed by accredited independent appraisers, as discussed in Note 8.

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

There were no transfers between Level 1 and Level 2 fair value measurements and no transfers into and out of Level 3 fair value measurements during the year ended December 31, 2024 and 2023.

21. **Capital Management**

The primary objective of the Group's capital management is to ensure that it maintains strong credit rating and stable capital ratios in order to support its business and maximize shareholders' value. The Group manages its capital structure and makes adjustments to it, based on the changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to externally-imposed capital requirements.

The Group considers the equity attributable to the equity holders of the Parent Company as presented in the consolidated statements of financial position as its core capital. As at December 31, 2024 and 2023, the Group was able to meet its capital management objectives. No changes were made in the objectives, policies or processes in 2024, 2023 and 2022.

BOA/PRC Accreditation No. 4782
April 14, 2024, valid until June 6, 2026
SEC Registration No. PP201007009

BDO Towers Valero
8741 Paseo de Roxas
Makati City 1209 Philippines
Phone : +632 8 982 9100
Fax : +632 8 982 9111
Website : www.reyestacandong.com

REPORT OF INDEPENDENT AUDITORS
ON SUPPLEMENTARY SCHEDULES FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION

The Stockholders and the Board of Directors
APC Group, Inc. and Subsidiaries
G/F MyTown New York Bldg.
General E. Jacinto St. cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of APC Group, Inc. and Subsidiaries (the Group) as at December 31, 2024 and 2023 and for the years ended December 31, 2024, 2023 and 2022 and have issued our report thereon dated February 27, 2025. Our audits were made for the purpose of forming an opinion on the consolidated financial statements taken as a whole.

The following supplementary schedules are the responsibility of the Group's management. These are presented for purposes of complying with the Revised Securities Regulation Code Rule 68 Part II, and are not part of the basic consolidated financial statements:

- Reconciliation of Retained Earnings Available for Dividend Declaration of the Parent Company as at December 31, 2024;
- Schedules required by Annex 68-J as at December 31, 2024;
- Conglomerate Map as at December 31, 2024; and
- Schedule of Financial Soundness Indicators as at and for the years ended December 31, 2024 and 2023.

The supplementary schedules have been subjected to the audit procedures applied in the audit of the basic consolidated financial statements and, in our opinion, fairly state, in all material respects, the financial data required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

The financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards and may not be comparable to similarly titled measures presented by other companies. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2024 and 2023.

REYES TACANDONG & CO.

BELINDA B. FERNANDO
Partner
CPA Certificate No. 81207
Tax Identification No. 102-086-538-000
BOA Accreditation No. 4782/P-005; Valid until June 6, 2026
BIR Accreditation No. 08-005144-004-2022
Valid until October 16, 2025
PTR No. 10467126
Issued January 2, 2025, Makati City

February 27, 2025
Makati City, Metro Manila

APC GROUP, INC. AND SUBSIDIARIES

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

AS AT AND FOR THE YEARS ENDED DECEMBER 31, 2024 and 2023

Ratio	Formula	2024	2023
Current Ratio			
	Total current assets	**₱25,255,662**	₱27,467,941
	Divided by: Total current liabilities	**110,975,085**	111,662,143
	Current Ratio	**0.23**	0.25
Acid Test Ratio			
	Total current assets	**₱25,255,662**	₱27,467,941
	Less: other current assets	**57,716**	57,898
	Quick assets	**25,197,946**	27,410,043
	Divide by: Total current liabilities	**110,975,085**	111,662,143
	Acid Test Ratio	**0.23**	0.25
Solvency Ratio			
	Net income (loss) after depreciation and amortization before income tax	**(₱5,373,249)**	₱5,226,472
	Add: Depreciation and amortization	**–**	–
	Net income (loss) before depreciation and amortization	**(5,373,249)**	5,226,472
	Divided by: Total liabilities	**112,301,934**	115,610,485
	Solvency Ratio	**(0.05)**	0.05
Asset-to-Equity Ratio			
	Total assets	**₱262,859,495**	₱268,989,858
	Divided by: Total equity	**150,557,561**	153,379,373
	Asset-to-Equity Ratio	**1.75**	1.75
Return on Equity			
	Net income (loss)	**(₱5,376,829)**	₱5,034,213
	Divided by: Total equity	**150,557,561**	153,379,373
	Return on Equity	**(0.04)**	0.03
Return on Assets			
	Net income (loss)	**(₱5,376,829)**	₱5,034,213
	Divided by: Average total assets	**265,924,677**	264,310,145
	Return on Assets	**(0.02)**	0.02
Debt-to-Equity Ratio			
	Total liabilities	**₱112,301,934**	₱115,610,485
	Divided by: Total equity	**150,557,561**	153,379,373
	Debt-to-Equity Ratio	**0.75**	0.75

(Forward)

Interest Rate Coverage			

Ratio	**Formula**	**2024**	2023
Ratio	Pretax income (loss) before interest Divided by: Interest expense	**(₱5,373,249)** **–**	₱5,226,472 –
	Interest Rate Coverage Ratio	*Not applicable*	
Net Profit Margin	Net income (loss) Divided by: Revenue	**(₱5,376,829)** **–**	₱5,034,213 –
	Net Profit Margin	*Not applicable*	

APC GROUP, INC. AND SUBSIDIARIES

SEC SUPPLEMENTARY SCHEDULES AS REQUIRED BY PAR. 6 PART II OF THE REVISED SRC RULE 68

DECEMBER 31, 2024

Table of Contents

A, D & F - None to report.

APC GROUP, INC. AND SUBSIDIARIES

SCHEDULE B - AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, AND PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)

DECEMBER 31, 2024

	Balance at beginning of year	Additions	Deductions		Balance at end of year		Balance at end of year
			Collections	Write off	Current	Noncurrent	
Officers and employees	₱6,000	₱16,667	(₱6,000)	₱–	₱16,667	₱–	₱16,667

APC GROUP, INC. AND SUBSIDIARIES

SCHEDULE C - AMOUNTS RECEIVABLE FROM RELATED PARTIES WHICH ARE ELIMINATED DURING THE CONSOLIDATION OF FINANCIAL STATEMENTS

DECEMBER 31, 2024

	Balance at beginning of year	Additions	Deductions		Balance at end of year		Balance at end of year
			Collections	Allowance for Doubtful Accounts	Current	Noncurrent	
Aragorn Power and Energy Corporation	₱3,689,390	₱1,053,252	(₱939,259)	₱–	₱–	₱3,803,383	₱3,803,383
APC Energy Resources, Inc.	–	56,459	–	(56,459)	–	–	–
APC Mining Corporation	–	56,131	–	(56,131)	–	–	–
APC Cement Corporation	–	56,260	–	(56,260)	–	–	–
PRC-Magma Energy Resources, Inc.	–	–	–	–	–	–	–
	₱3,689,390	₱1,222,102	(₱939,259)	(₱168,850)	₱–	₱3,803,383	₱3,803,383

APC GROUP, INC. AND SUBSIDIARIES

SCHEDULE E – INDEBTEDNESS TO RELATED PARTIES

DECEMBER 31, 2024

	Balance at beginning of year	Additions	Deductions		Balance at end of year		Balance at end of year
			Collections	Write off	Current	Noncurrent	
Belle Corporation	₱79,978,631	₱–	₱–	₱–	₱79,978,631	₱–	₱79,978,631

APC GROUP, INC. AND SUBSIDIARIES

SCHEDULE G – CAPITAL STOCK
DECEMBER 31, 2024

				Number of shares held by		
Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under the statement of financial position caption	Number of shares reserved for options, warrants, conversion & other rights	Related parties	Directors, officers and employees	Public
Common stock	14,000,000,000	7,511,809,997*	N/A	3,665,722,334	2,948,706	3,835,532,957
Preferred stock	6,000,000,000	–	N/A	–	–	–

**Inclusive of Treasury shares - 7,606,000*

PARENT COMPANY'S RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

FOR THE REPORTING PERIOD ENDED DECEMBER 31, 2024

APC GROUP, INC.

G/F MyTown New York Bldg. General E. Jacinto St. cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

		Amount
Unappropriated retained earnings (deficit), beginning of reporting period		(₱40,925,385)
Add:	Category A: Items that are directly credited to unappropriated retained earnings (deficit)	
	Reclassification from cumulative changes in fair value of financial assets at FVOCI	4,557,149
Less:	Category B: Items that are directly debited to unappropriated retained earnings (deficit)	–
Unappropriated retained earnings (deficit), as adjusted		**(36,368,236)**
Add:	Net loss for the current year	(5,078,608)
Less:	Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)	–
Add:	Category C.2: Unrealized income recognized in the profit of loss in prior reporting periods but realized in the current reporting period (net of tax)	–
Add:	Category C.3: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of tax)	–
Adjusted Net Loss		**(5,078,608)**
Add:	Category D: Non-actual losses recognized in profit or loss during the reporting period (net of tax)	–
Add/Less:	Category E: Adjustments related to relief granted by the SEC and BSP	–
Add/Less:	Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution	–
		–
Total retained earnings (deficit), end of the reporting period available for dividend		**(₱41,446,844)**

APC GROUP, INC. AND SUBSIDIARIES

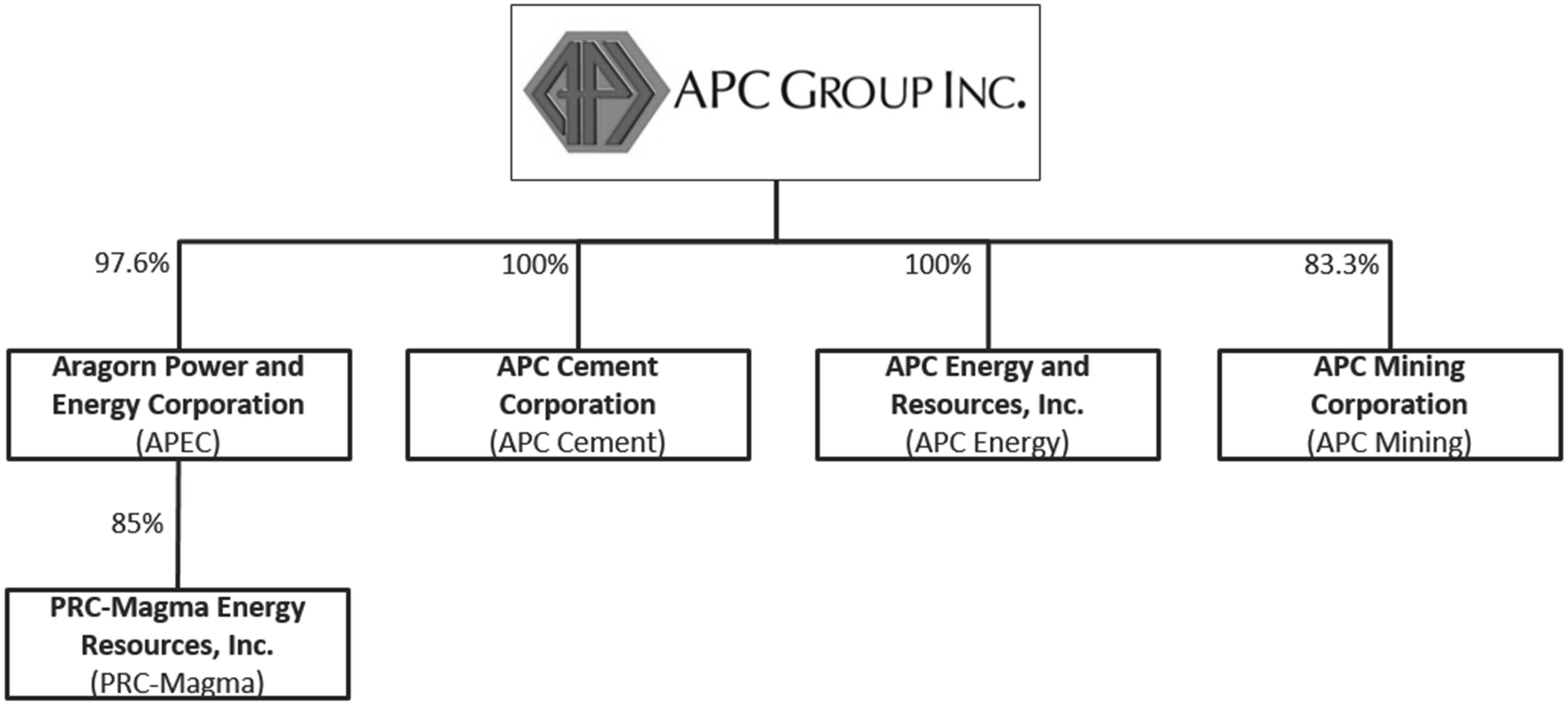
SUPPLEMENTARY SCHEDULE OF EXTERNAL AUDIT FEE-RELATED INFORMATION
FOR THE REPORTING PERIOD ENDED DECEMBER 31, 2024

	Current Year	Prior Year
Total audit fees	**₱560,000**	**₱550,000**

APC GROUP, INC. AND SUBSIDIARIES

CONGLOMERATE MAP

DECEMBER 31, 2024



APC Group, Inc.
Sustainability Reporting Template

Contextual Information

Company Details	
Name of Organization	APC Group, Inc. (APC or the "Company")
Location of Headquarters	G/F MyTown New York Bldg., General E. Jacinto St. corner Capas St., Brgy. Guadalupe Nuevo, Makati City
Location of Operations	APC's principal address is at G/F MyTown New York Bldg., General E. Jacinto St. corner Capas St., Brgy. Guadalupe Nuevo, Makati City.
Report Boundary: Legal entities (e.g. subsidiaries) included in this report	Within APC only (parent only)
Business Model, including Primary Activities, Brands, Products, and Services	Originally organized to engage in the oil and gas exploration and development in the Philippines, APC was incorporated in the Philippines and is registered with the Philippine Securities and Exchange Commission (SEC) on October 15, 1993. The SEC approved the change in the primary purpose of the Company to that of a holding company on April 30, 1997. The Company's shares of stock are publicly traded in the Philippine Stock Exchange, Inc. (PSE).
Reporting Period	January 1 to December 31, 2024
Highest Ranking Person responsible for this report	Mr. Ian Jason R. Aguirre, President and Chief Executive Officer

Materiality Process

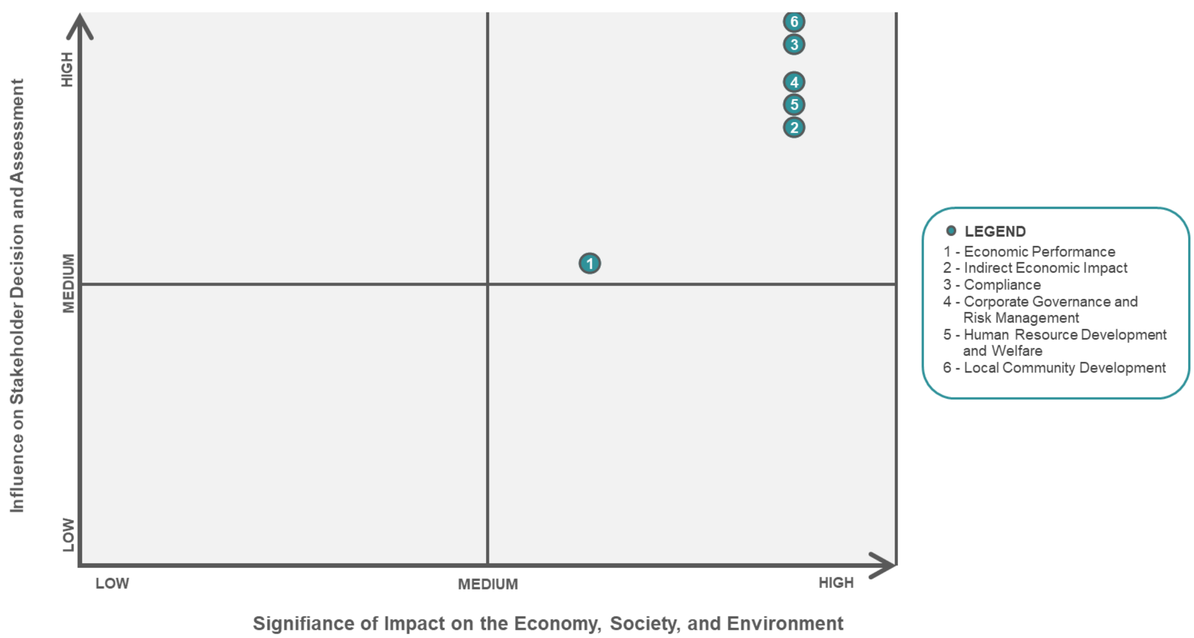
Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.

To identify our Company's material economic, environmental, social, and governance (EESG) topics, we underwent through the following process:

	1	2	3	4	5
Steps Taken	**Build Corporate Capacity**	**Review of Business Model with Senior Management and Employees**	**Identify Material Topics**	**Prioritize Material Topics**	**Process Review**

Description	Participation and attendance to SEC workshop on sustainability reporting and internal training	Review of mission and vision, operations, policies and practices, and identification of aspects that have critical impact on the EESG	Identification of material topics based on review of business	Engagement with internal and external stakeholders through dialogues and online surveys	Review of material topics and existing disclosures

Materiality Matrix



ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount	Units
Direct economic value generated (revenue)	*988,945*	PhP
Direct economic value distributed:	*5,907,819*	
a. Operating costs	*2,861,890*	PhP
b. Employee wages and benefits	*2,198,084*	PhP
c. Payments to suppliers, other operating costs	*0*	Php
d. Dividends given to stockholders and interest payments to loan providers	*0*	PhP
e. Taxes given to government	*847,845*	PhP
f. Investments to community (e.g. donations, CSR)	*0*	PhP

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
Primary business operations and supply chain caused by the organization	*Employees, investors/shareholders, suppliers and business partners, government*	*Despite being in a pre-operating state, APC acknowledges the importance of sustainability to its businesses. It aims to create a direct economic impact through the economic value it will eventually distribute to its stakeholders in its primary business operations and supply chain.* *To be able to uphold its sustainable programs, the Group, through its parent company, Belle Corporation ("Belle"), has adopted a global standard guiding principle aligned to the United Nations Global Compact to ensure proper implementation of current practices and to seek for further enhancements.* *Led by our Management, the Company pursues to touch base with stakeholders in order to protect and advance their interests.* *In solidarity with Belle and other co-subsidiaries, and as part of the SM Group, the Company anchored its sustainable*

		development strategy to the seventeen (17) Sustainable Development Goals of the United Nations. *This approach intends to have a strategic and focused portfolio of businesses that delivers stable and reliable economic returns, which take into consideration social development and environmental protection.*
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Credit, liquidity and equity price risks; environmental risks that could hamper the exploration works, and endanger its employees	*Subsidiaries; employees; business partners; suppliers; host communities*	*The Board reviews and approves while the Management implements policies that protect the interests of the Company, its subsidiaries and other stakeholders. Programs and policies on safety are established, and observance of such by the employees and business partners is required.* *APC maintains a safe, productive and conducive workplace and comply with all applicable health, safety and environmental laws.* *The Company endeavors to adhere to sustainable practices that ensure the protection of the environment and seeks to deliver maximum growth with minimal and responsible consumption of natural resources.* http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Increase of APC's shareholder value for partners and investors by seeking other renewable energy developments and investment opportunities	*Employees, host community members, suppliers/business partners, and investors/shareholders*	*To be open to partnerships or joint ventures as the Company pursues exploration works for its Kalinga project, which will provide jobs to the locals*

Climate-related risks and opportunities[1]

- Due to the nature of APC's businesses, climate-related risks and opportunities have not been identified.

Governance	Strategy	Risk Management	Metrics and Targets
No relevant governance matters identified	-	-	0
Recommended Disclosures			
No relevant disclosures needed	-	-	0

Procurement Practices

Proportion of spending on local suppliers

- Due to the nature of APC as primarily an investments holding company, procurement is occasional and is done on a per project and/or requirement basis.

Disclosure	Quantity	Units
Percentage of procurement budget used for significant locations of operations that is spent on local suppliers	0	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Anti-corruption

Training on Anti-corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to	100	%

[1] Adopted from the Recommendations of the Task Force on Climate-Related Financial Disclosures. The TCFD Recommendations apply to non-financial companies and financial-sector organizations, including banks, insurance companies, asset managers and asset owners.

Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	100	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
Established anti-corruption policies, standards and practices due to information dissemination campaigns	*Employees, host community members, suppliers/business partners, and investors/shareholders*	*In order to provide continued protection to the interests of its stakeholders, the Board is regularly presented with updates on best corporate governance practices and instructs the Management to update and cascade the policies to the employees for implementation.* *The Board has approved a policy on whistle-blowing that encourages employees to participate and work towards creating an environment where concerns can be freely raised regarding possible violations of the Company's Code of Business Conduct and Ethics, policies and laws without fear of retaliation.* http://www.apcaragorn.net/index.php/corporate-governance/company-policies
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Reputational risk	*Employees, suppliers and business partners*	*The Company regularly reviews, updates and cascades its good governance policies. It also ensures its strict implementation and application of sanctions as it deems fit.*
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
To maintain and increase stakeholders' trust and confidence to the Company, which can possibly	*Employees, host community members, suppliers/business*	*The Company actively updates and cascades to its employees its policies, processes, and procedures, especially on*

influence potential investors and business partners, and be recognized a strong supporter of good governance practices.	*partners, and investors/shareholders*	*corporate governance, particularly on anti-corruption.* http://www.apcaragorn.net/index.php/corporate-governance/company-policies

Incidents of Corruption

No incidents of corruption recorded throughout the Corporation during the reporting period.

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	*0*	#
Number of incidents in which employees were dismissed or disciplined for corruption	*0*	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	*0*	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Primary business operations and supply chain caused by the organization and through its business relationship	*Employees, host community members, suppliers, business partners, and investors/shareholders*	*In order to provide continued protection to the interests of its stakeholders, the Board is regularly presented with updates on best corporate governance practices and instructs the Management to update and cascade the policies to the employees for implementation.* *The Board has approved a policy on whistle-blowing that encourages employees to participate and work towards creating an environment where concerns can be freely raised regarding possible violations of the Company's Code of Business Conduct and Ethics, policies and laws without fear of retaliation.* http://www.apcaragorn.net/index.php/corporate-governance/company-policies
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**

Reputational risk	*Employees, suppliers, business partners, investors, shareholders*	*The Company regularly reviews, updates and cascades its good governance policies. It also ensures its strict implementation and application of sanctions as it deems fit.*
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
To maintain and increase stakeholders' trust and confidence to the Company, which can possibly influence potential investors and business partners, and be recognized a strong supporter of good governance practices	*Employees, host community members, suppliers, business partners, and investors/shareholders*	*The Company actively updates and cascades to its employees its policies, processes, and procedures, especially on corporate governance, and particularly on anti-corruption.* http://www.apcaragorn.net/index.php/corporate-governance/company-policies

ENVIRONMENT

Resource Management

Energy consumption within the organization:

- Due to the nature of APC as primarily an investments holding company, it is not manpower intensive and is therefore able to save on general expenses such as energy consumption. Its business transactions are strategically managed through seasonal secondments of personnel from its affiliates on an as-needed basis. This arrangement has been resorted to in keeping with austerity measures adopted due to the prevailing economic conditions. These personnel seconded to the Company are not subject to Collective Bargaining Agreements.

Disclosure	Quantity	Units
Energy consumption (renewable sources)	0	GJ
Energy consumption (gasoline)	0	GJ
Energy consumption (LPG)	0	GJ
Energy consumption (diesel)	0	GJ
Energy consumption (electricity)	0	kWh

Reduction of energy consumption

- APC saved on energy consumption because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Energy reduction (gasoline)	0	GJ
Energy reduction (LPG)	0	GJ
Energy reduction (diesel)	0	GJ
Energy reduction (electricity)	0	kWh
Energy reduction (gasoline)	0	GJ

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Water consumption within the organization

- APC saved on water consumption because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Water withdrawal	0	Cubic meters
Water consumption	0	Cubic meters
Water recycled and reused	0	Cubic meters

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
No relevant impacts nor locations of occurrence identified		
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified		
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified		

Materials used by the organization

- Due to the nature of APC as primarily an investments holding company, materials are seldom used for its daily operations.

Disclosure	Quantity	Units
Materials used by weight or volume	0	
• renewable	0	kg/liters
• non-renewable	0	kg/liters
Percentage of recycled input materials used to manufacture the organization's primary products and services	0	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
No relevant impacts nor locations of occurrence identified	-	-

What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Ecosystems and biodiversity (whether in upland/watershed or coastal/marine)

- Due to the nature of APC as primarily an investments holding company, its businesses are mainly in the metropolis and far from uplands, watersheds or the coasts.

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	0	
Habitats protected or restored	0	ha
IUCN[2] Red List species and national conservation list species with habitats in areas affected by operations	0	

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

[2] International Union for Conservation of Nature

Environmental impact management

Air Emissions

GHG

- APC did not generate GHG emissions because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Direct (Scope 1) GHG Emissions	0	Tonnes CO_2e
Energy indirect (Scope 2) GHG Emissions	0	Tonnes CO_2e
Emissions of ozone-depleting substances (ODS)	0	Tonnes

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Air pollutants

- APC did not generate air pollutants because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
NOx	0	kg
S~~o~~x	0	kg
Persistent organic pollutants (POPs)	0	kg
Volatile organic compounds (VOCs)	0	kg
Hazardous air pollutants (HAPs)	0	kg
Particulate matter (PM)	0	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach

No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Solid and Hazardous Wastes

Solid Waste

- APC did not generate any solid waste because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Total solid waste generated	0	kg
Reusable	0	kg
Recyclable	0	kg
Composted	0	kg
Incinerated	0	kg
Residuals/Landfilled	0	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
No relevant impacts nor locations of occurrence identified	-	-
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Hazardous Waste

- APC did not generate any hazardous waste because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Total weight of hazardous waste generated	0	kg
Total weight of hazardous waste transported	0	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Effluents

- APC did not generate any effluents because of the aforementioned strategic arrangements.

Disclosure	Quantity	Units
Total volume of water discharges	0	Cubic meters
Percent of wastewater recycled	0	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
No relevant impacts nor locations of occurrence identified	-	-
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified	-	-
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified	-	-

Environmental compliance

Non-compliance with Environmental Laws and Regulations

- The Corporation has been compliant with all applicable environmental laws and regulations.

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	PhP
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	#
No. of cases resolved through dispute resolution mechanism	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
No relevant impacts nor locations of occurrence identified		
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant risks identified		
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
No relevant opportunities identified		

SOCIAL

Employee Management

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees[3]	*2*	#
a. Number of female employees	*0*	#
b. Number of male employees	*2*	#
Attrition rate[4]	*0*	rate (%)
Ratio of lowest paid employee against minimum wage	*Not available*	ratio

Employee benefits

List of Benefits	Y/N	% of female employees who availed for the year	% of male employees who availed for the year
SSS	*Y*	*0%*	*100%*
PhilHealth	*Y*	*0%*	*100%*
Pag-ibig	*Y*	*0%*	*100%*
Parental leaves	*Y*	*0%*	*0%*
Vacation leaves	*Y*	*0%*	*100%*
Sick leaves	*Y*	*0%*	*100%*
Medical benefits (aside from PhilHealth))	*Y*	-	*100%*
Housing assistance (aside from Pag-ibig)	*N*	-	-
Retirement fund (aside from SSS)	*Y*	*0%*	*0%*
Further education support	*N*	-	-
Company stock options	*N*	-	-
Telecommuting	*N*	-	-
Flexible-working Hours	*Y*	*0%*	*100%*
(Others)	*N*	-	-

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Primary business operations caused by the organization – Having an average of 7 years of retention among employees	*APC values and gives importance to its employees by empowering them and fulfilling their career aspirations to help progress their capabilities, and to encourage loyalty, dedication, passion and productivity at work. The Company*

[3] Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)
[4] Attrition are = (no. of new hires – no. of turnover)/(average of total no. of employees of previous year and total no. of employees of current year)

	also believes that investing in its people and developing a diverse talent pool are critical to its success and growth. APC provides resources, services and facilities to equip its employees with the necessary knowledge and skills to better perform their duties as well as offer them various opportunities to continuously enhance their professional knowledge and skills, and to improve themselves as individuals and as members of the community. *The Company also exerts its best efforts to maintain a climate conducive to working and provides a substantial level of job security, benefits and personal rewards for their employees. The performance evaluation system has been designed and established to provide a common and equitable basis for evaluating the performance of individual employees. It also implements policies on promotions and salary adjustments in support of APC's aim to empower and fulfill career aspirations of employees.*
What are the Risk/s Identified?	**Management Approach**
Higher attrition rate which could affect the business operations and delivery of services; additional costs to be incurred due to the need to train employees	*APC treats its employees fairly by providing them with opportunities for career development and advancement based on merit, regardless of gender, age, religion.* http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics
What are the Opportunity/ies Identified?	**Management Approach**
To motivate talents, and to assure internal equity in pay	*Constant exploration of human resource developments and enhancements, particularly on employment, benefits and other perquisites.*

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees*		
a. Female employees	*0*	Hours
b. Male employees	*0*	Hours
Average training hours provided to employees**		
a. Female employees	*0*	hours/employee
b. Male employees	*0*	hours/employee

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Primary business operations caused by the organization – having a pool of highly skilled team players	*APC values and gives importance to its employees by empowering them and fulfilling their career aspirations to help progress their capabilities, and to encourage loyalty, dedication, passion and productivity at work. The Company also believes that investing in its people and developing a diverse talent pool are critical to its success and growth. APC provides resources, services and facilities to equip its employees with the necessary knowledge and skills to better perform their duties as well as offer them various opportunities to continuously enhance their professional knowledge and skills, and to improve themselves as individuals and as members of the community.* *Upon being hired, an employee undergoes induction and orientation as may be determined by the Company. Each newly hired employee is introduced to the organization and is oriented on the personnel policies, guidelines and benefits through a Corporate Orientation Program. An annual mandated Corporate Training is also done to refresh employees on Company Codes and Policies. Specific technical training and compliance to Continuing Professional Development are among Management's approach to ensure the continuous learning and development of employees.*

What are the Risk/s Identified?	Management Approach
Higher attrition rate that may affect the business operations and delivery of services; additional costs incurred due to the training of new employees	*APC treats its employees fairly by providing them with opportunities for career development and advancement based on merit, regardless of gender, age, religion.* http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics

What are the Opportunity/ies Identified?	Management Approach
Obtaining homegrown professionals who are equipped for career advancement and succession	*Constant exploration of human resource development and enhancements, particularly on employee training and upskilling*

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	*0*	%
Number of consultations conducted with employees concerning employee-related policies	*0*	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Primary business operations caused by the organization and through the business relationship – effective cooperation between the management and labor workforce	*Open communication lines among the Company's directors and management, and management and employees are maintained.* *It is also a goal and part of the mission of the Company to enhance the positive atmosphere of open communication and the maintenance of a productive work environment conducive to high performance and harmonious employer-employee relationship.*
What are the Risk/s Identified?	**Management Approach**
Disagreements between management and employees leading to disruption of business operations and ultimately suspension of services	*Code of Business Conduct and Ethics (the "CBCE") was established to serve as a guideline for employee discipline and forms the grounds for disciplinary actions.* *The CBCE was also put in place to serve as a guide for directors, management, employees and other concerned stakeholders relative to the performance of their duties and responsibilities, as well as for all business dealings with the Company.* http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics
What are the Opportunity/ies Identified?	**Management Approach**

What are the Opportunity/ies Identified?	Management Approach
A clear and coherent dissemination of directions to attain the Company's goals	*Preserved communication mechanisms and continuously innovating for improvement*

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	*0*	%
% of male workers in the workforce	*100*	%
Number of employees from indigenous communities and/or vulnerable sector*	*0*	#

**Vulnerable sector includes, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Primary business operations caused by the organization – Variety of equally treated individuals with diverse approach and viewpoints to realize a common goal	*The Company provides equal opportunities for its employees, regardless of age, gender, or creed and adopted policies that promote and observe diversity and equality throughout the organization.* http://www.apcaragorn.net/index.php/corporate-governance/company-policies *APC encourages respect among its employees by setting policies and codes that support diversity in the workplace. It adheres to labor standards that support vulnerable sectors of the community (RA 9710), (RA 9262), and etc.*
What are the Risk/s Identified?	**Management Approach**
Discrimination in the workplace	*Whether in the selection of the countries and markets where the Company operates, hiring and promotion of employees, selection of suppliers and contractors – the Company decides on the basis of merit and value to shareholders and does not discriminate on the basis of race, ethnicity, religion, or gender.* *All board members, officers, and employees are prohibited from practicing any form of discrimination or harassment in the workplace. This obligation to refrain from such behavior*

	extends to contractors, vendors, suppliers, or visitors, to the extent that their conduct affects the work environment. http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics
What are the Opportunity/ies Identified?	**Management Approach**
Capturing different perspectives and ideas, with equal appreciation, with the intention of achieving the Company's goals	*Interminable improvement of the Company's policies on governance, particularly on diversity and equality*

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours	*3,652**	Man-hours
No. of work-related injuries	*0*	#
No. of work-related fatalities	*0*	#
No. of work related ill-health	*0*	#
No. of safety drills	*0*	#

** Full year*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Primary business operations caused by the organization – having active and fit employees, and a safe working environment	*Strict compliance of the Company's safety, health and welfare policy.* *The Company provides medical and clinical benefits to all employees. Employees are entitled to a free standard check-up in the Medical Clinic and are provided available medicine and supplies at the facility.* *The Company also implements and conducts various health-related activities and programs including but not limited to Drug-Free Workplace, Family Welfare Program, HIV and AIDS Prevention and Control in the Workplace Program, Workplace Policy on Hepatitis B, Program on Tuberculosis Prevention and Control in the Workplace, COVID-19 tests, among others.*
What are the Risk/s Identified?	**Management Approach**

Due to the nature of our operations, the risk of injury is minimal.	*While there is nominal risk identified, continuous review and updating, as needed, of requirements to compliance are done.*
What are the Opportunity/ies Identified?	**Management Approach**
A more motivating and secure working atmosphere for employees	*Continuing feedback mechanisms to consider and acknowledge insights from employees*

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	*0*	#

Do you have policies that explicitly disallows violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor	Y	*The Company's Code of Business Conduct and Ethics espouses the adherence to and compliance with best corporate governance practices and standards, and applicable laws, rules and regulations. This covers ethical practices such as but not limited to support for diversity and non-discrimination, employee welfare, among others. The Company also has policies that are regularly updated and uploaded in its website.* http://www.apcaragorn.net/index.php/corporate-governance/code-of-conduct-and-ethics http://www.apcaragorn.net/index.php/corporate-governance/company-policies
Child labor	Y	
Human Rights	Y	

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Good standing for moral values for recognizing labor laws and human rights	*Pursue observance to pertinent rules, and regular oversight for relevant issuances* http://www.apcaragorn.net/index.php/corporate-governance/manual-on-corporate-governance
What are the Risk/s Identified?	**Management Approach**
Risk of violation of labor laws leading to possible filing of lawsuits; loss of confidence from investors; demoralized employees	*APC adheres to labor laws and protection of human rights; zero tolerance on employee violations*

	http://www.apcaragorn.net/index.php/corporate-governance/manual-on-corporate-governance
What are the Opportunity/ies Identified?	**Management Approach**
To further the employees and other stakeholders' certainty and optimism towards the Management's labor laws and human rights initiatives	*Issuance of certification of full compliance, and confirmation of data with zero complaints, through various reports*

Supply Chain Management

- Due to the nature of APC as primarily an investments holding company, its supply chain is very lean and relies on seasonal secondments of manpower through affiliates and business partners in the conduct of operations.

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy:

____

Do you consider the following sustainability topics when accrediting suppliers?

Topic	Y/N	If Yes, cite reference in the supplier policy
Environmental performance	-	-
Forced labor	-	-
Child labor	-	-
Human rights	-	-
Bribery and corruption	-	-

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Relationship with Community

Significant Impacts on Local Communities

- Due to the nature of APC as primarily an investments holding company, its community involvement is limited and has been partnering instead with related entities for its contributions.

Operations with significant (positive or negative) impacts on local communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable groups (if applicable)*	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if positive)
No relevant impacts nor locations of occurrence identified	-	-	-	-	-

**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational and provide a copy or link to the certificates if available: _____________

Certificates	Quantity	Units
FPIC process is still undergoing	-	#
CP secured	-	#

What are the Risk/s Identified?	Management Approach
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Customer Management

Customer Satisfaction

- Due to the nature of APC as primarily an investments holding company, it does not assess customer satisfaction.

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction	-	0

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Health and Safety

- Due to the nature of APC as primarily an investments holding company, it does not deal directly with customers.

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety*	-	#
No. of complaints addressed	-	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Marketing and labelling

- Due to the nature of APC as primarily an investments holding company, it is not active in marketing nor advertising efforts.

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling*	0	#
No. of complaints addressed	-	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Customer privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy*	0	#
No. of complaints addressed	-	#
No. of customers, users and account holders whose information is used for secondary purposes	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

Compliance

Non-compliance with Laws and Regulations

APC Group, Inc. has been compliant with local laws and regulations.

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with laws and/or regulations	*0*	PhP
No. of non-monetary sanctions for non-compliance with laws and/or regulations	*0*	#
No. of cases resolved through dispute resolution mechanism	-	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Full compliance with the Company's Manual on Corporate Governance, which mandates the adherence to best corporate governance practices and standards, and applicable laws, rules and regulations.	*Employees, host community members, suppliers, business partners, investors/shareholders, and regulators*	*The Board has been identifying areas of continuing education on corporate governance topics. To keep the Board and key officers well informed of good governance practices and standards, regular annual education programs are conducted in coordination with its parent company and training providers duly accredited by the SEC, while employees and business partners are being informed of the Company's governance-related policies and practices upon onboarding and timely updates.*
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**

Although laws and regulations are enacted for the common benefit, changes to these laws and regulations may create negative effects to the operating and financial condition of APC.	*Employees, host community members, suppliers, business partners, investors/shareholders, and regulators*	*In order to mitigate compliance risks, the Company continues to be abreast of the latest regulatory developments and adopts what it considers conservative financial and operational controls.*
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
To maintain and increase stakeholders' trust and confidence to the Company, which can possibly influence potential investors and business partners, and be recognized as one of the leading companies for its compliance and good governance practices.	*Employees, host community members, suppliers, business partners, and investors/shareholders*	*The Company continues to seek for improvements on its policies, processes, procedures on corporate governance and sustainability as it affirms its commitment to the enhancement of stakeholder value.*

Local Community Development

Disclosure	Quantity	Units
Number of direct beneficiaries of corporate social responsibility initiative/s	*0*	#
Number of communities benefitted from corporate social responsibility initiative/s	*0*	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
No relevant impacts nor locations of occurrence identified	-
What are the Risk/s Identified?	**Management Approach**
No relevant risks identified	-
What are the Opportunity/ies Identified?	**Management Approach**
No relevant opportunities identified	-

UN SUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Please refer to the Business Model, including Primary Activities, Brands, Products, and Services, under Contextual Information of this Report	*SDG 1: No Poverty* *P847,845 taxes paid in 2024*	*In spite the Company's contributions, it can only cover limited areas*	*To pay taxes that help provide sustainable and inclusive growth*
	SDG 8: Decent Work and Economic Growth *P988,945 revenues generated in 2024*	*Insufficient opportunities for vulnerable sector*	*The Company prioritizes the welfare of its employees, recognizes its top performers and provides a safe and healthy working environment. It also aspires to be an employer of choice by providing benefits, career growth, training and work-life balance, engagement programs, among others.* *APC also developed various policies to implement and ensure that overall employee and other stakeholders' welfare and interests are being valued.*

** None/Not Applicable is not an acceptable answer. For holding companies, the services and products of its subsidiaries may be disclosed.*

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR ANNUAL INCOME TAX RETURN

The Management of **APC Group, Inc.** is responsible for all information and representations contained in the Annual Income Tax Return for the year ended December 31, 2024. Management is likewise responsible for all information and representations contained in the financial statements accompanying the Annual Income Tax Return covering the same reporting period. Furthermore, the Management is responsible for all information and representations contained in all the other tax returns filed for the reporting period, including, but not limited, to the value added tax and/or percentage tax returns, withholding tax returns, documentary stamp tax returns, and any and all other tax returns.

In this regard, the Management affirms that the attached audited financial statements for the year ended December 31, 2024 and the accompanying Annual Income Tax Return are in accordance with the books and records of **APC Group, Inc.**, complete and correct in all material respects. Management likewise affirms that:

(a) the Annual Income Tax Return has been prepared in accordance with the provisions of the National Internal Revenue Code, as amended, and pertinent tax regulations and other issuances of the Department of Finance and the Bureau of Internal Revenue;

(b) any disparity of figures in the submitted reports arising from the preparation of financial statements pursuant to financial accounting standards (i.e. Philippine Financial Reporting Standards, or those applicable to Non-Publicly Accountable Entities) and the preparation of the income tax return pursuant to tax accounting rules has been reported as reconciling items and maintained in the Company's books and records in accordance with the requirements of Revenue Regulations No. 8-2007 and other relevant issuances;

(c) the Company has filed all applicable tax returns, reports and statements required to be filed under Philippine tax laws for the reporting period, and all taxes and other impositions shown thereon to be due and payable have been paid for the reporting period, except those contested in good faith.

WILLY N. OCIER
Chairman of the Board

MARIE JOY T. CO
Treasurer and Financial Controller

IAN JASON R. AGUIRRE
President and Chief Executive Officer

SUBSCRIBED AND SWORN to before me this FEB 12 2025 at MAKATI CITY City, affiants who are personally known to me or identified through competent evidence of identity, to wit:

Name	Passport ID	Date of Expiry	Place of Issue
Willy N. Ocier	[redacted]	[redacted]	DFA MANILA
Ian Jason R. Aguirre	[redacted]	[redacted]	DFA MANILA
Marie Joy T. Co	[redacted]	[redacted]	DFA MANILA

DOC. NO. 463
PAGE NO. 94
BOOK NO. III
SERIES OF 20 25

ATTY. CESAR T. VERANO
NOTARY PUBLIC MAKATI CITY
APPOINTMENT NO: M-029
VALID UNTIL DECEMBER 31, 2025
ISSUED ON: DECEMBER 15, 2023
PTR NO.: MKT 10465510 / 01-02-2025 / MAKATI (
IBP NO.: 484720 ROLL NO 29024
MCLE COMPLIANCE NO.: VII-0023845
VALID UNTIL DECEMBER 31, 2025
OFFICE ADDRESS: #2733 G/F CARREON BL
ZENAIDA ST., BRGY. POBLACION MAKATI C

Gmail **Aivebel Tabarnilla <aivytabarnilla.apc@gmail.com>**

Your BIR AFS eSubmission uploads were received

1 message

eafs@bir.gov.ph <eafs@bir.gov.ph> Fri, Mar 28, 2025 at 9:38 AM
To: AIVYTABARNILLA.APC@gmail.com
Cc: AIVEBEL.TABARNILLA@premiumleisurecorp.com

Hi APC GROUP, INC.,

Valid files

- EAFS002834075OTHTY122024.pdf
- EAFS002834075ITRTY122024.pdf
- EAFS002834075TCRTY122024-01.pdf
- EAFS002834075AFSTY122024.pdf
- EAFS002834075RPTTY122024.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-Q4SMSQQ10PZQMVVWPN3124YN30B98CEEC**
Submission Date/Time: **Mar 28, 2025 09:38 AM**
Company TIN: **002-834-075**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS

The management of **APC Group, Inc.** (the Company) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended **December 31, 2024 and 2023**, in accordance with the prescribed financial reporting framework indicated therein and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

Reyes Tacandong & Co., the independent auditor appointed by the stockholders for the years ended December 31, 2024 and 2023, have audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their reports to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

WILLY N. OCIER
Chairman of the Board

MARIE JOY T. CO
Treasurer and Financial Controller

IAN JASON R. AGUIRRE
President and Chief Executive Officer

January 31, 2025

FEB 12 2025 MAKATI CITY

SUBSCRIBED AND SWORN to before me this ______________ at ___________ City, affiants who are personally known to me or identified through competent evidence of identity, to wit:

Name	Passport ID	Date of Expiry	Place of Issue
Willy N. Ocier	[redacted]	[redacted]	DFA MANILA
Ian Jason R. Aguirre	[redacted]	[redacted]	DFA MANILA
Marie Joy T. Co	[redacted]	[redacted]	DFA MANILA

ATTY. CESAR T. VERANO
NOTARY PUBLIC MAKATI CITY
APPOINTMENT NO: M-029
VALID UNTIL DECEMBER 31, 2025
ISSUED ON: DECEMBER 15, 2023
PTR NO.: MKT 10465510 / 01-02-2025 / MAKATI C
IBP NO.: 484720 ROLL NO 29024
MCLE COMPLIANCE NO.: VII-0023845
VALID UNTIL DECEMBER 31, 2025
OFFICE ADDRESS: #2733 G/F CARREON BLD
ZENAIDA ST., BRGY. POBLACION MAKATI CI

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BOOK NO. IV
SERIES OF 20 25

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

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COMPANY NAME

APC GROUP, INC.

PRINCIPAL OFFICE *(No./Street/Barangay/City/Town/Province)*

G/F MyTown New York Bldg., General E. Jacinto St., cor. Capas St., Brgy. Guadalupe Nuevo, Makati City

Form Type	Department Requiring the Report	Secondary License Type, If Applicable
AASFS	CRMD	N/A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
apc_governance@bellecorp.com	(02) 8662-8888 loc. 2144	+63 917-5691734

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
586	Second Thursday of June	December 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ian Jason R. Aguirre	jason.aguirre@pgpc.com.ph	(02) 8662-8888 loc. 2144	–

CONTACT PERSON'S ADDRESS

G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City

NOTE 1*: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

2: *All boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt shall not excuse the corporation from liability for its deficiencies.*

BOA/PRC Accreditation No. 4782
April 14, 2024, valid until June 6, 2026
SEC Registration No. PP201007009

BDO Towers Valero
8741 Paseo de Roxas
Makati City 1209 Philippines
Phone : +632 8 982 9100
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Website : www.reyestacandong.com

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
APC Group, Inc.
G/F MyTown New York Bldg.
General E. Jacinto St., cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

Opinion

We have audited the separate financial statements of APC Group, Inc. (the Company), which comprise the separate statements of financial position as at December 31, 2024 and 2023, and the separate statements of comprehensive income, separate statements of changes in equity and separate statements of cash flows for the years then ended, and notes to separate financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying separate financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Separate Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to the audit of the separate financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with PFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

REYES TACANDONG & CO.

Belinda B. Fernando

BELINDA B. FERNANDO
Partner
CPA Certificate No. 81207
Tax Identification No. 102-086-538-000
BOA Accreditation No. 4782/P-005; Valid until June 6, 2026
BIR Accreditation No. 08-005144-004-2022
Valid until October 16, 2025
PTR No. 10467126
Issued January 2, 2025, Makati City

February 27, 2025
Makati City, Metro Manila

APC GROUP, INC.

SEPARATE STATEMENTS OF FINANCIAL POSITION

		December 31	
	Note	**2024**	2023
ASSETS			
Current Assets			
Cash and cash equivalents	4	**₱22,379,627**	₱24,603,140
Receivables	5	**4,200,932**	3,973,670
Prepayments		**57,716**	57,898
Total Current Assets		**26,638,275**	28,634,708
Noncurrent Assets			
Financial assets at fair value through other comprehensive income (FVOCI)	6	**–**	4,006,170
Investments in and advances to subsidiaries	7	**243,313,182**	243,313,182
Investment properties	8	**9,156,000**	9,156,000
Other noncurrent assets	9	**7,990,632**	7,882,441
Total Noncurrent Assets		**260,459,814**	264,357,793
		₱287,098,089	₱292,992,501
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	10	**₱28,117,105**	₱28,680,520
Advances from a related party	12	**79,978,631**	79,978,631
Income tax payable		**–**	185,913
Total Current Liabilities		**108,095,736**	108,845,064
Noncurrent Liabilities			
Retirement liability	13	**1,011,648**	3,948,342
Subscription payable	12	**10,000,000**	10,000,000
Deferred tax liability	15	**315,201**	–
Total Noncurrent Liabilities		**11,326,849**	13,948,342
Total Liabilities		**119,422,585**	122,793,406
Equity			
Capital stock	11	**63,880,788**	63,880,788
Additional paid-in capital	11	**144,295,958**	144,295,958
Treasury stock - at cost	11	**(29,435,220)**	(29,435,220)
Deficit		**(12,011,624)**	(11,490,165)
Equity reserves		**945,602**	2,947,734
Total Equity		**167,675,504**	170,199,095
		₱287,098,089	₱292,992,501

See accompanying Notes to Separate Financial Statements

APC GROUP, INC.

SEPARATE STATEMENTS OF COMPREHENSIVE INCOME

	Note	Years Ended December 31 2024	2023
INCOME			
Interest	4	**₱809,949**	₱524,904
Dividend	6	**–**	319,476
Others	16	**178,996**	12,817,281
		988,945	13,661,661
GENERAL AND ADMINISTRATIVE EXPENSES	14	**(6,063,973)**	(8,119,185)
INCOME (LOSS) BEFORE INCOME TAX		**(5,075,028)**	5,542,476
PROVISION FOR CURRENT INCOME TAX	15	**3,580**	192,259
NET INCOME (LOSS)		**(5,078,608)**	5,350,217
OTHER COMPREHENSIVE INCOME			
Items not to be reclassified to profit or loss in subsequent periods:			
Unrealized gain on fair value changes of financial assets at FVOCI	6	**1,398,980**	985,645
Remeasurement gain on retirement liability	13	**1,156,037**	41,288
		2,555,017	1,026,933
TOTAL COMPREHENSIVE INCOME (LOSS)		**(₱2,523,591)**	₱6,377,150

See accompanying Notes to Separate Financial Statements.

APC GROUP, INC.

SEPARATE STATEMENTS OF CHANGES IN EQUITY

	Note	Years Ended December 31 **2024**	2023
CAPITAL STOCK	11	**₱63,880,788**	₱63,880,788
ADDITIONAL PAID-IN CAPITAL	11	**144,295,958**	144,295,958
TREASURY STOCK - at Cost	11	**(29,435,220)**	(29,435,220)
DEFICIT			
Balance at beginning of year		**(11,490,165)**	(16,840,382)
Net income (loss)		**(5,078,608)**	5,350,217
Reclassification from cumulative changes in fair value changes of financial assets at FVOCI		**4,557,149**	–
Balance at end of year		**(12,011,624)**	(11,490,165)
EQUITY RESERVES			
Cumulative Changes in Fair Value of Financial Asset at FVOCI	6		
Balance at beginning of year		**3,158,169**	2,172,524
Unrealized gain		**1,398,980**	985,645
Reclassification to retained earnings		**(4,557,149)**	–
Balance at end of year		**–**	3,158,169
Cumulative Remeasurement Gains (Losses) on Retirement Liability	13		
Balance at beginning of year		**(210,435)**	(251,723)
Remeasurement gain		**1,156,037**	41,288
Balance at end of year		**945,602**	(210,435)
		945,602	2,947,734
		₱167,675,504	₱170,199,095

See accompanying Notes to Separate Financial Statements.

APC GROUP, INC.

SEPARATE STATEMENTS OF CASH FLOWS

	Note	Years Ended December 31	
		2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Income (loss) before income tax		**(₱5,075,028)**	₱5,542,476
Adjustments for:			
Interest income	4	**(809,949)**	(524,904)
Retirement costs	13	**552,018**	508,423
Provision for impairment	14	**107,943**	229,026
Dividend income	6	**–**	(319,476)
Operating income (loss) before working capital changes		**(5,225,016)**	5,435,545
Decrease (increase) in:			
Receivables		**(335,205)**	(7,177)
Prepayments		**182**	(15,483)
Input Value-added Tax		**(108,191)**	(450,477)
Increase (decrease) in trade and other payables		**(563,415)**	2,505,280
Net cash generated from (used for) operations		**(6,231,645)**	7,467,688
Retirement benefits paid	13	**(2,017,474)**	–
Interest received		**809,949**	524,904
Income taxes paid		**(189,493)**	(6,346)
Dividend received		**–**	319,476
Net cash provided by (used in) operating activities		**(7,628,663)**	8,305,722
CASH FLOW FROM AN INVESTING ACTIVITY			
Proceeds from sale of financial assets at FVOCI	6	**5,405,150**	–
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(2,223,513)**	8,305,722
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**24,603,140**	16,297,418
CASH AND CASH EQUIVALENTS AT END OF YEAR		**₱22,379,627**	₱24,603,140

See accompanying Notes to Separate Financial Statements.

APC GROUP, INC.

NOTES TO SEPARATE FINANCIAL STATEMENTS
AS AT AND FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

1. **General Information**

Corporate Information

APC Group, Inc. (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on October 15, 1993 to engage in the oil and gas exploration and development in the Philippines.

On April 30, 1997, the SEC approved the change in the primary purpose of the Company to that of a holding company. The Company's shares of stock are publicly traded in the Philippine Stock Exchange (PSE).

The Company has the following subsidiaries as at December 31, 2024 and 2023:

		Percentage of Ownership		
Subsidiaries	Nature of Business	Direct	Indirect	Total
Aragorn Power and Energy Corporation (APEC)	Energy	97.6	–	97.6
APC Energy Resources, Inc. (APC Energy)	Mining	100.0	–	100.0
APC Mining Corporation (APC Mining)	Mining	83.3	–	83.3
APC Cement Corporation (APC Cement)	Manufacturing	100.0	–	100.0
PRC - Magma Energy Resources, Inc. (PRC-Magma)*	Energy	–	85.0	85.0

**A direct subsidiary of APEC*

The registered office address of the Company is G/F MyTown New York Bldg., General E. Jacinto St. cor. Capas St., Brgy. Guadalupe Nuevo, Makati City.

Approval of Separate Financial Statements

The separate financial statements of the Company as at and for the years ended December 31, 2024 and 2023 were authorized and approved for issuance by the Board of Directors (BOD) on February 27, 2025, as reviewed and recommended for approval by the Audit Committee on the same date.

Status of Operations

APEC

APEC was established to engage in renewable energy resource exploration, development and utilization.

In 2008, APEC was granted a Geothermal Service Contract (GSC) by the Republic of the Philippines, through the Department of Energy (DOE), for the exploration, development and exploitation of geothermal resources covering a total area of 26,139 hectares located in the Province of Kalinga (the "Kalinga Geothermal Project" or "KGP"). The GSC was converted into a Geothermal Renewable Service Contract (GRESC) in March 2010 to avail of the incentives provided under the Renewable Energy Act of 2008. GRESC No. 2010-03-24 has a term of not exceeding 25 years (including the used term under the GSC) and renewable for not more than 25 years. The total period from pre-development stage to the development/commercial stage shall not exceed 50 years.

In November 2010, APEC and its partner, Guidance Management Corporation (GMC), formed a partnership with AllFirst Kalinga Ltd. (AKL, formerly Chevron Kalinga Ltd.) and signed a Farm-out Agreement (FOA) which gives APEC and GMC the option to take an equity position of up to 40% in the project. The parties also signed a Joint Operating Agreement where AKL will be responsible for the exploration, development and operation of the steam field and power activities. As at December 31, 2024 and 2023, APEC and GMC each has 5% participation as provided under the FOA.

On August 14, 2018, pursuant to Executive Order No. 30, the Energy Investment Coordinating Council (EICC), through the DOE, granted KGP a Certificate of Energy Project of National Significance (CEPNS) for Pre-Development Phase. The CEPNS entitles KGP to all the rights and privileges provided for under Executive Order No. 30 series 2017.

On September 18, 2018, AKL assigned its Farm-out interest, including all associated rights and obligations under the FOA, in favor of its affiliate, Allfirst Kalinga Holdings, Inc. (AKHI).

In 2019, KGP completed securing all the remaining necessary permits and maintained and complied with its commitments. KGP has also engaged contractors and suppliers necessary for the construction of access roads, well pads, and well drilling activities. With the completion of the negotiation for right-of-way, remaining regulatory permits, as well as the engagement of the needed contractors and suppliers, KGP has completed the construction of well pads and access roads, and continues to implement geo-hazard mitigation measures.

On October 12, 2019, the Project commenced drilling of the PAS-02 exploration well and ended drilling operations on April 21, 2020 after reaching a depth of 4,483 ft. (1,366 m MD) and being unable to drill further. The results of the drilling still show promise, with very encouraging commercial temperatures at 568°F (298°C) despite tight permeability.

On March 12, 2021, KGP re-commenced its geology, geochemical, and geophysical surveys (3G) which ended on June 7, 2021. After the evaluation and study, the results of the 3G established the presence of multiple independent systems within the KGP. Three potentially exploitable systems have been discovered located in the areas of Liwang, Caigutan, and Dananao. All three systems are located within the existing contract area.

On June 5, 2023, the GRESC was converted into GSC No. 2023-04-073 as a result of the request to apply for a new investment on Southwest Kalinga, amending the contract area of GRESC No. 2010-03-024. This amended GSC has a pre-development and development term until July 1, 2033 and renewable for not more than 25 years.

Multiple extensions were secured for the exploration period of KGP with the latest of which is valid until May 28, 2026, upon the conversion of the GSC. The approval of the exploration period for GSC No. 2023-04-73 will lead to the continuation of exploration activities and eventual resumption of drilling operations.

On July 7, 2023, a new GSC (GSC No. 2023-07-074) was awarded for Southwest Kalinga Geothermal Power Project (SWKGPP) which covers the newly discovered potentially exploitable systems of Caigutan and Dananao. This GSC has a pre-development and development contract period of 25 years with a possible extension of another 25 years. The total period from pre-development stage to the development / commercial stage shall not exceed 50 years. The exploration period of this GSC shall be valid for 7 years or until July 7, 2030.

With the newly discovered potential systems and newly awarded GSC, APEC and its partners intend to continue exploration activities through further 3G surveys and eventually start exploratory and appraisal drilling. To date, KGP has been engaging with communities within the contract area.

KGP has maintained full engagement with the host LGUs and Communities. As at February 27, 2025, the consent of nine (9) out of eleven (11) ancestral domains has been secured covering 85% of the GSC area. In addition, all of the Community Development (CD) Projects have been fully completed and turned over to the respective community beneficiaries.

KGP continues to provide scholarship grants and educational assistance to deserving youths from the eight (8) ancestral domains within its contract area. As at school year 2023-2024, KGP has already extended scholarships to 431 grantees and has produced 348 graduates in various courses, which includes 62 licensed professionals, scholarship accounts for 29% of CD Projects Expenditures. Five (5) scholar graduates in engineering and geology have been hired for the Project.

KGP involves the development of steam fields that can generate around 120 MW of new capacity, providing an additional source of clean, indigenous and reliable baseload power to the Luzon grid. A 120 MW geothermal project will approximately cost more than US$300.0 million.

On January 15, 2020 and March 2, 2018, APEC contributed US$2.1 million (₱106.5 million) and US$1.0 million (₱51.2 million), respectively, to AKHI equivalent to the 5% share of the appraisal drilling budget which includes construction of general facilities, roads, and pads, rig mobilization and demobilization, well drilling, testing, resource feasibility study, other exploration capital (salaries and wages) and corporate social responsibility.

APC Energy
APC Energy was established to engage in exploration, development and utilization of renewable energy resources. APC Energy's Coal Operating Contracts with the DOE in both Masbate and Isabela were terminated in 2013 and 2015, respectively.

APC Mining
APC Mining was organized to engage in mining, processing, manufacturing, buying and selling of all kinds of ores, metals and minerals. It was granted a mining permit for the exploration of chromite, copper and nickel deposits in Alubijid, Miami's Oriental. In 2013, APC Mining gave up its exploration permit because the area has low prospect for chromite, copper and nickel.

APC Cement
APC Cement was established to engage in the manufacture of cement. As at December 31, 2023, APC Cement is still in the pre-operating stage.

PRC Magma
PRC Magma was established to engage in the business of exploration, development, and processing of renewable and non-renewable energy resources, including but not limited to wind power, solar power, hydropower, biofuels, biomass, and coal; exploration, mining and processing of metalliferous and non-metalliferous mineral and ore resources; trading and supply of energy and mineral resources; and generation of electric power using energy resources. In 2010, PRC Magma was awarded a Geothermal Renewable Energy Service Contract (GRESC) for Bontoc Mainit-Sadanga in Mountain Province and Buguias-Tinoc in Benguet and Ifugao Provinces. In 2015, the service contracts were terminated due to the delays in the implementation of the approved work program and failure to make any discovery before the end of the fifth (5th) Contract Year.

2. **Summary of Material Accounting Policy Information**

Basis of Preparation

The separate financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards. This financial reporting framework includes PFRS Accounting Standards, Philippine Accounting Standards (PAS) and Philippine Interpretation from International Financial Reporting Interpretations Committee (IFRIC) issued by the Philippine Financial and Sustainability Reporting Standards Council and adopted by the SEC, including SEC pronouncements.

The Company also prepares and issues consolidated financial statements for the same period in accordance with PFRS Accounting Standards. In the consolidated financial statements, the subsidiary undertakings have been fully consolidated. Users of these separate financial statements should read them together with the consolidated financial statements in order to obtain full information on the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group. The consolidated financial statements may be obtained at the Company's registered office address and at the SEC.

The material accounting policies used in the preparation of the separate financial statements have been consistently applied to all the years presented, unless otherwise stated.

Measurement Bases

The separate financial statements are presented in Philippine Peso (Peso), which is the Company's functional currency. All values are rounded to the nearest Peso, unless otherwise indicated.

The separate financial statements of the Company have been prepared under the historical cost basis, except for the following accounts:

- investments in equity securities and investment properties measured at fair value; and
- retirement liability measured at present value of estimated future cash outflows.

Historical cost is generally based on the fair value of the consideration given in exchange for an asset and the fair value of consideration received in exchange for incurring a liability.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the separate financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the separate financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting date.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Further information about the assumptions made in measuring fair value is included in Notes 6, 8 and 18 to the separate financial statements.

Adoption of Amendments to PFRS Accounting Standards

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following amended PFRS Accounting Standards effective for annual periods beginning on or after January 1, 2024 -

- Amendments to PAS 7, *Statement of Cash Flows* and PFRS Accounting Standards 7, *Financial Instrument: Disclosures - Supplier Finance Arrangements* – The amendments introduced new disclosure requirements to enable users of the separate financial statements assess the effects of supplier finance arrangements on the liabilities, cash flows and exposure to liquidity risk. The amendments also provide transitional relief on certain aspects, particularly on the disclosures of comparative information. Earlier application is permitted.

The adoption of the foregoing amended PFRS Accounting Standards did not have any material effect on the separate financial statements of the Company. Additional disclosures were included in the separate financial statements, as applicable.

Amendments to PFRS Accounting Standards in Issue But Not Yet Effective
Relevant new and amended PFRS Accounting Standards, which are not yet effective as at December 31, 2024 and have not been applied in preparing the separate financial statements, are summarized below.

Effective for annual periods beginning on or after January 1, 2026 -

- Amendments to PFRS Accounting Standards 9, *Financial Instruments*, and PFRS 7 Accounting Standards, *Financial Instruments: Disclosures – Classification and Measurement of Financial Assets* – The amendments clarify that a financial liability is derecognized when the related obligation is discharged, cancelled, expires or otherwise qualifies for derecognition (e.g. settlement date), and introduces a policy option to derecognize financial liabilities settled through an electronic payment system before settlement date if the required conditions are met. The amendments also clarify the assessment of contractual cash flow characteristics of financial assets, the treatment of non-recourse loans and contractually linked instruments, as well as require additional disclosure requirements for financial assets and liabilities with contingent features and equity instruments classified at fair value through other comprehensive income (FVOCI). Earlier application is permitted.

- Annual Improvements to PFRS Accounting Standards Volume 11:

    - Amendments to PFRS Accounting Standards 7, *Financial Instruments: Disclosures* – The amendments update and remove some obsolete references related to the gain or loss on derecognition on financial assets of an entity that has a continuing involvement and to the disclosure requirements on deferred differences between fair value and transaction price. The amendments also clarify that the illustrative guidance does not necessarily illustrate all the requirements for credit risk disclosure. Earlier application is permitted.

    - Amendments to PAS 7, *Statement of Cash Flows - Cost Method* – The amendments replace the term ‘cost method’ with ‘at cost’ following the deletion of the definition of ‘cost method’. Earlier application is permitted.

Effective for annual periods beginning on or after January 1, 2027:

- PFRS Accounting Standards 18, *Presentation and Disclosure in Financial Statements* – This standard replaces PAS 1, *Presentation of Financial Statements*, and sets out the requirements for the presentation and disclosure of information to help ensure that the financial statements provide relevant information that faithfully represents the entity’s assets, liabilities, equity, income and expenses. The standard introduces new categories and sub-totals in the statements of comprehensive income, disclosures on management-defined performance measures, and new principles for grouping of information, which the entity needs to apply retrospectively. Earlier application is permitted.

Under prevailing circumstances, the adoption of the foregoing amended PFRS Accounting Standards is not expected to have any material effect on the separate financial statements of the Company. Additional disclosures will be included in the separate financial statements, as applicable.

Financial Assets and Liabilities

Date of Recognition. Financial assets and liabilities are recognized in the separate statements of financial position when the Company becomes a party to those contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

Initial Recognition and Measurement. Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at fair value through profit and loss (FVPL), includes transaction cost.

"Day 1" Difference. Where the transaction price in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Company recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Company deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the "Day 1" difference.

Classification. The Company classifies its financial assets at initial recognition under the following categories: (a) financial assets at amortized cost, (b) financial assets at fair value through other comprehensive income (FVOCI) and, (c) financial assets at FVPL. The classification of a financial asset largely depends on the Company's business model and its contractual cash flow characteristics. Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or financial liabilities at amortized cost.

As at December 31, 2024 and 2023, the Company does not have financial assets and liabilities at FVPL.

Financial Assets at Amortized Cost. A financial asset shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized or impaired or through amortization process. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

Cash and cash equivalents, receivables, security deposits and advances to subsidiaries (included under "Investments in and advances to subsidiaries" account in the separate statements of financial position) are classified under this category.

Financial Assets Designated at FVOCI. The Company may irrevocably designate an equity instrument that is not held for trading to be measured at FVOCI.

Financial assets at FVOCI are initially measured at fair value plus transaction costs.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. Foreign currency gains or losses and unrealized gains or losses from equity instruments are recognized in OCI and presented in the equity section of the separate statements of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent periods. On disposal of these equity instruments, any cumulative valuation gains or losses will be reclassified to retained earnings.

Investment in equity securities are classified under this category.

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Company having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

Trade and other payables (excluding statutory payables), advances from a related party, and subscription payable are classified under this category.

Reclassification

The Company reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in OCI.

A financial asset that has been designated at FVOCI may no longer be reclassified to a different category.

Impairment of Financial Assets at Amortized Cost

The Company recognizes an allowance for expected credit loss (ECL) based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For financial assets at amortized cost, the Company applies the general approach in measuring the ECL. The ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Company considers reasonable and supportable information, that is available without undue cost or effort, and that is indicative of significant increases in credit risk since initial recognition.

The Company shall directly reduce the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

Derecognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- the right to receive cash flows from the asset has expired;

- the Company retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or

- the Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Company's continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the profit or loss.

Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset and the net amount reported in the separate statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the separate statements of financial position.

Classification of Financial Instrument between Liability and Equity
A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;

- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or

- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Company does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Value-Added Tax (VAT)
VAT represents the net amount of VAT recoverable from or payable to the tax authorities. Revenues, expenses and assets are recognized net of the amount of VAT, except:

- where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- receivables and payables that are stated with the amount of tax included.

The net amount of VAT recoverable from the tax authorities is presented as part of "Other noncurrent assets" account in the separate statements of financial position.

Investments in Subsidiaries
Investments in subsidiaries are accounted for under the cost method, less any allowance for impairment losses. The Company recognizes income when its right to receive the dividends is established. Distributions received in excess of such profits are regarded as recovery of investment and are recognized as a reduction of the cost of the investment.

A subsidiary is an entity in which the Company has control. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);

- Exposure, or rights, to variable returns from its involvement with the investee; and

- The ability to use its power over the investee to affect its returns.

When the Company has less than majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangement; and
- The Company's voting rights and potential voting rights.

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Investment Properties

Investment properties comprise of parcels of land held by the Company for capital appreciation and/or future development. These properties are not held to be used in production or sale in the ordinary course of business.

Investment properties are measured initially at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date as determined by independent appraisers. Gain or loss arising from changes in fair value of investment properties is included in profit or loss in the year in which it arises.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes and investment property, the Company accounts for such property in accordance with the policy on property and equipment up to the date of change in use.

Investment properties are derecognized when either these have been disposed of or when the investment properties are permanently withdrawn from use and no further economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of investment properties is recognized in profit or loss in the year of retirement or disposal.

Impairment of Nonfinancial Assets

Nonfinancial assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in profit or loss in those expense categories consistent with the function of the impaired asset.

If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After the reversal, the depreciation and amortization charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Capital Stock and Additional Paid-in Capital (APIC)
Capital stock is measured at the par value for all shares subscribed and issued, net of any subscription receivable. Proceeds or fair value of consideration received in excess of par value are recognized as APIC. Incremental costs, net of tax, incurred that are directly attributable to the issuance of new shares are recognized in equity as a reduction from related APIC or retained earnings.

Deficit
Deficit represents the cumulative balance of the net income or loss, net of any dividend declaration.

Other Comprehensive Income (OCI)
OCI comprises of items of income and expenses that are not recognized in profit or loss for the year in accordance with PFRS Accounting Standards. The OCI of the Company represents cumulative changes in fair value of financial assets at FVOCI and cumulative remeasurement loss on retirement liability.

Treasury Stock
Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the separate statements of comprehensive income on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration is recognized as APIC. Voting rights related to treasury shares are nullified for the Company and no dividends are allocated to them.

Revenue Recognition

Interest Income. Revenue is recognized as the interest accrues, taking into account the effective yield on the assets, net of final tax.

Dividend Income. Revenue is recognized when the Company's right to receive the payment is established.

Other Income. Income from other sources is recognized when earned.

Expense Recognition
Expenses are recognized in profit or loss when a decrease in future economic benefits related to a decrease in an asset or an increase in a liability, other than distributions to equity participants, has arisen that can be measured reliably.

General and Administrative Expenses. General and administrative expenses constitute costs of administering the business. These are expensed as incurred.

Employee Benefits

Short-term Benefits. Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employees and the obligation can be estimated reliably.

Retirement Benefit Costs. The Company has an unfunded, noncontributory defined benefit plan covering all qualified employees. The retirement liability is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Company recognizes retirement costs, comprising of current service costs and interest costs in profit or loss.

Current service costs pertain to the increase in the present value of a defined benefit obligation resulting from employee service in the current period.

Interest on the retirement liability is the change during the period in the retirement liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the retirement liability. Interest is calculated by applying the discount rate to the retirement liability.

Remeasurements comprising actuarial gains and losses are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

The present value of the defined benefit liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

Actuarial valuations are made with sufficient regularity that the amounts recognized in the separate financial statements do not differ materially from the amounts that would be determined at the reporting date.

Leases

The Company assesses whether the contract is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified assets for a period of time, the Company assesses whether, throughout the period of use, it has both of the following:

a) the right to obtain substantially all of the economic benefits from the use of the identified asset; and

b) the right to direct the use of the identified asset.

If the Company has the right to control the use of an identified asset for only a portion of the term of the contract, the contract contains a lease for that portion of the term. The Company also assesses whether a contract contains a lease for each potential separate lease component.

The Company as a Lessee. At the commencement date, the Company recognizes ROU assets and lease liabilities for all leases, except for leases with lease terms of 12 months or less (short-term leases) and leases for which the underlying asset is of low value, in which case the lease payments associated with those leases are recognized as an expense in profit or loss on a straight-line basis.

For leases with lease terms of 12 months or less but with an option to extend the lease, the management assesses whether there is reasonable certainty that the Company will extend the lease, by considering all relevant facts and circumstances that create an economic incentive for the lessee to extend or terminate the lease, to determine the appropriate lease term.

Income Taxes

Current Tax. Current tax is the expected tax payable on the taxable income for the year, using the tax rate enacted or substantively enacted at the reporting date.

Deferred Tax. Deferred tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences and carry forward benefit of unused tax credits from net operating loss carry-over (NOLCO) and excess of minimum corporate income taxes (MCIT) over regular corporate income tax (RCIT) to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and unused tax credits from NOLCO and excess of MCIT over RCIT can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rate that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rate and tax laws in effect at the reporting date.

Deferred tax is recognized in profit or loss, except to the extent that it relates to items directly recognized in OCI.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Related Parties

A related party relationship exists when one party has the ability to control, directly, or indirectly through one or more intermediaries, or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting entity, or between, and/or among the reporting entity and its key management personnel, directors or its stockholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely to the legal form.

A related party transaction is a transfer of resources, services or obligation between a reporting entity and a related party.

A related party transaction is considered material if the transaction/s, either individually, or in aggregate over a twelve-month period with the same related party, amounts to ten percent (10%) or higher of a Company's total assets based on its latest financial statements. Details of transactions entered into by the Company with related parties are reviewed in accordance with the Company's related party transactions policy.

Provisions and Contingencies

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are not recognized in the separate financial statements. These are disclosed in the notes to separate financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the separate financial statements but are disclosed in the notes to separate financial statements when an inflow of economic benefits is probable.

Events After the Reporting Date

Events after the reporting date that provide additional information about the Company's financial position at the end of reporting year (adjusting events) are reflected in the separate financial statements. Post year-end events that are not adjusting events are disclosed in the notes to separate financial statements when material.

3. Significant Judgment, Estimates and Assumption

The preparation of the Company's separate financial statements in accordance with PFRS Accounting Standards requires management to make judgment, accounting estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income and expenses reported in the separate financial statements at the reporting date. The judgment and accounting estimates and assumptions used in the separate financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the separate financial statements. While the Company believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates. Such estimates will be adjusted accordingly when the results become determinable.

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

Judgment

In the process of applying the Company's accounting policies, management has made the following judgment, apart from those involving estimations, which has the most significant effect on the amounts recognized in the separate financial statements:

Establishing Control over Subsidiaries. The Company determines that it has control over its subsidiaries by considering, among others, its power over the investee, exposure or rights to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect its returns. The following factors are also considered:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual agreements
- The Company's voting rights and potential voting rights

Management has assessed that is has control over its subsidiaries as at December 31, 2024 and 2023.

Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the financial reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting year are discussed below.

Assessing the ECL on Financial Assets at Amortized Cost. The Company applies the general approach in measuring the ECL for its financial assets. The Company assessed that cash and cash equivalents are deposited with reputable counterparty banks that possess good credit ratings. For security deposits, the Company considered the financial capacity of the debtors to refund the deposits once the agreements are terminated. For related party transactions, the Company considered the available liquid assets of the related parties, letter of support from the stockholders and the mitigation of credit exposure through legally enforceable rights.

The Company assesses that a financial asset is considered credit impaired when one or more events that have a detrimental effect on the estimated future cash flows of the asset have occurred, such as significant financial difficulty of the borrower.

The provision for ECL recognized in 2024 and 2023 and the carrying amounts of financial assets at amortized cost as at December 31, 2024 and 2023 are disclosed in Notes 4, 5, 7 and 9 to the separate financial statements.

Assessing the Impairment of Nonfinancial Assets. The Company assesses impairment on its nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The factors that the Company considers important which could trigger an impairment review include the following:

- significant underperformance relative to expected historical or projected future operating results;
- significant changes in the manner of use of the acquired assets or the strategy for overall business; and
- significant negative industry or economic trends.

Except for investment in subsidiaries, management has assessed that there are no indications of impairment on the Company's other nonfinancial assets in 2024 and 2023.

The carrying amounts of the Company's nonfinancial assets are disclosed in Notes 7 and 9 to the separate financial statements.

Determining the Fair Value of Investment Properties. The Company engaged an independent appraiser to determine the fair value of investment properties. The fair value of investment properties as at December 31, 2020 was based on an independent appraiser's report dated January 4, 2021 applying the market data approach.

Management evaluated that the fair value of investment properties determined on appraisal date approximates the fair value as at the reporting date since there were no significant changes in the condition of the properties and economic environment between those dates. In market data approach, the value of the land is based on sales and listings of comparable property registered within the vicinity. This approach requires the adjustments of comparable property by reducing reasonable comparative sales and listings to a common denominator. This is done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as basis of comparison are situated within the immediate vicinity of the subject property. The comparison was premised on the factors of location, size and shape of the lot and time element.

The properties pertain to parcels of land in the Municipality of Ginatilan, Cebu. The fair value of investment properties as at December 31, 2024 and 2023 are disclosed in Note 8 to the separate financial statements.

Further information about the assumptions made in measuring the fair value of the investment properties are discussed in Notes 8 and 18 to the separate financial statements.

Estimating the Retirement Costs. The determination of the liability and costs of retirement benefits is dependent on the assumptions used by the actuary in calculating such amounts. Actual results that differ from the Company's assumptions are accumulated and recorded in OCI. While the Company believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the retirement liability.

Retirement costs and remeasurement gain recognized in 2024 and 2023 and the carrying amount of retirement liability as at December 31, 2024 and 2023 are disclosed in Note 13 to the separate financial statements.

Assessing the Realizability of Deferred Tax Assets. The carrying amount of deferred tax assets at each reporting date are reviewed and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized within the period allowed by the tax regulations. The Company's assessment on the recognition of deferred tax assets on deductible temporary differences is based on the forecasted taxable income of the subsequent reporting periods. This forecast is based on the Company's past results and future expectations on revenue and expenses.

The Company did not recognize deferred tax assets amounting to ₱6.8 million and ₱5.4 million as at December 31, 2024 and 2023, respectively (see Note 15). The Company has assessed that it is not probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

4. Cash and Cash Equivalents

This account consists of:

	2024	2023
Cash on hand and in banks	**₱1,492,054**	₱14,821,989
Short-term investments	**20,887,573**	9,781,151
	₱22,379,627	₱24,603,140

Cash in banks earn interest at the prevailing bank deposit rates. Short-term investments are made for varying periods depending on the immediate cash requirements of the Company and earn interest at the respective short-term investment rates.

Interest income earned from cash in banks and short-term investments amounted to ₱0.8 million and ₱0.5 million in 2024 and 2023, respectively.

5. Receivables

This account consists of:

	Note	2024	2023
Receivables from related parties	12	**₱10,206,924**	₱10,224,550
Others		**397,549**	44,718
		10,604,473	10,269,268
Allowance for ECL		**(6,403,541)**	(6,295,598)
		₱4,200,932	₱3,973,670

Receivables from related parties are unsecured, noninterest-bearing and collectible on demand.

Movements in the allowance for ECL are as follows:

	Note	2024	2023
Balance at beginning of year		**₱6,295,598**	₱6,066,572
Provision for ECL	14	**107,943**	229,026
Balance at end of year		**₱6,403,541**	₱6,295,598

6. Financial Assets at FVOCI

The Company has 6,359,000 shares in Premium Leisure Corp. (PLC) amounting to ₱4.0 million as at December 31, 2023. On May 9, 2024, the Parent Company sold all its PLC shares for ₱5.4 million or ₱0.85 a share. Cumulative change in fair value is reclassified from OCI to retained earnings.

Movements of financial assets at FVOCI as at December 31 are as follows:

	2024	2023
Balance at beginning of year	**₱4,006,170**	₱3,020,525
Unrealized gain	**1,398,980**	985,645
Sale	**(5,405,150)**	–
Balance at end of year	**₱–**	₱4,006,170

The table below presents the cumulative change in fair value of financial assets at FVOCI attributable to the shareholders of the Company (presented in the equity section of the separate statements of financial position):

	2024	2023
Balance at beginning of year	**₱3,158,169**	₱2,172,524
Change in fair value	**1,398,980**	985,645
Reclassification to retained earnings	**(4,557,149)**	–
Balance at end of year	**₱–**	₱3,158,169

The Company received dividend income from PLC shares amounting to nil and ₱0.3 million in 2024 and 2023, respectively.

7. **Investments in and Advances to Subsidiaries**

This account as at December 31, 2024 and 2023 consists of the following:

	Note	
Investments in subsidiaries		₱243,313,182
Advances to subsidiaries	12	–
		₱243,313,182

As at December 31, 2024 and 2023, investments in subsidiaries consist of the following:

APEC	₱243,313,182
APC Cement	32,500,000
APC Energy	25,000,000
APC Mining	24,748,696
	325,561,878
Allowance for impairment losses	(82,248,696)
	₱243,313,182

Advances to subsidiaries consist of the following:

Advances to subsidiaries	₱85,614,960
Allowance for impairment losses	(85,614,960)
	₱–

Investments in and advances to APC Cement, APC Energy, and APC Mining were fully provided with allowance as management assessed that these may not be recoverable as at December 31, 2024 and 2023.

8. **Investment Properties**

Investment properties amounting to ₱9.2 million as at December 31, 2024 and 2023 pertain to parcels of land which are being held by the Company for capital appreciation.

No income was earned for the investment properties in 2024 and 2023. Real property tax paid amounted to ₱6,518 and ₱7,259 in 2024 and 2023, respectively.

The fair value of the investment properties was determined by an independent appraiser. The appraiser is an industry specialist in valuing these types of investment properties. Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values of investment properties are determined using the market data approach and by gathering available market evidences.

The latest independent appraiser's report is dated January 4, 2021. The Company has assessed that the fair value of the investment properties as at reporting date did not materially differ from the last valuation performed.

Fair value hierarchy disclosures for investment properties have been provided in Note 18 to the separate financial statements.

Description of valuation techniques used and key inputs to valuation on investment properties are as follows:

A. <u>Highest and Best Use</u>
Based on analysis of prevailing land usage in the neighborhood and the property itself, diversified agro-industrial land development would represent the highest and best use of the property.

Highest and Best Use is defined as the most profitable likely use to which a property can be put. The opinion of such use may be based on the highest and most profitable continuous use to which the property is adapted and needed or that use of land which may reasonably be expected to produce the greatest net return to land over a given period of time. Alternatively, it is that use, from among reasonably probable and legal alternative uses, found to be physically possible, appropriately supported, financially feasible, and which results in highest land value.

B. <u>Market Data Approach</u>
The value of the land was arrived at using the Market Data Approach. In this approach, the value of the land was based on sales and listings of comparable property registered within the vicinity. The technique of this approach requires the adjustments of comparable property by reducing reasonable comparative sales and listings to a common denominator. This was done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as bases of comparison are situated within the immediate vicinity of the subject property. The comparison was premised on the factors of locations, size and shape of the lot, time element and others.

9. Other Noncurrent Assets

This account consists of:

	2024	2023
Input VAT	**₱7,966,810**	₱7,509,479
Security deposits	**23,822**	23,822
Deferred input VAT	**–**	349,140
	₱7,990,632	₱7,882,441

Office and Other Equipment

Fully depreciated office and other equipment with a total cost of ₱1.7 million as at December 31, 2024 and 2023, are still being used in the operations.

10. Trade and Other Payables

This account consists of:

	Note	**2024**	2023
Trade:			
Third parties		**₱432,646**	₱3,644,395
Related party	12	**318,687**	435,723
Nontrade		**24,511,787**	20,814,242
Accrued expenses		**2,817,485**	3,757,332
Statutory payables		**36,500**	28,828
		₱28,117,105	₱28,680,520

Trade payables to third parties are unsecured, noninterest-bearing and are normally settled on a 30-day term.

Nontrade payables are unsecured, noninterest-bearing and payable on demand.

Accrued expenses are noninterest-bearing and are normally settled within the next financial year.

Statutory payables include withholding taxes payable and payables to various government agencies which are normally settled within the following month.

11. **Equity**

a. Details of authorized, issued and outstanding capital stock as at December 31, 2024 and 2023 follows:

	Number of Shares	Amount
Authorized:		
Common stock - ₱0.01 par value	14,000,000,000	₱140,000,000
Preferred stock - ₱0.01 par value	6,000,000,000	60,000,000
	20,000,000,000	₱200,000,000
Common stock:		
Issued	5,998,149,059	₱59,981,491
Subscribed	1,513,660,938	15,136,609
	7,511,809,997	75,118,100
Subscription receivable	–	(11,237,312)
	7,511,809,997	63,880,788
Treasury stock	(7,606,000)	(29,435,220)
Outstanding stock	7,504,203,997	₱34,445,568

b. The cumulative convertible preferred shares are redeemable and may be issued from time to time by the Company's BOD, which is authorized to adopt resolutions authorizing the issuance thereof in one or more series for such number of shares and relative rights and preferences, as it may deem beneficial to the Company. As at reporting date, the Company's BOD has not authorized any issuance of preferred shares.

c. The following summarizes the information on the Company's registration of securities under the Securities Regulation Code:

Date of SEC Approval	Type of Issuance	Authorized Shares	Issue / Offer Price
January 7, 1994	Initial public offering	80,000,000,000	₱0.01
July 9, 1996	Additional public offering	100,000,000,000	0.01
July 12, 1996	Stock option	5,300,000,000	0.01
October 16, 1996	Additional subscription	1,814,700,000,000	0.01
April 30, 1997	Increase of par value	(1,980,000,000,000)	1.00
February 20, 2020	Decrease in par value	–	0.01
		20,000,000,000	

The total number of shareholders is 586 and 588 as at December 31, 2024 and 2023, respectively.

d. Additional paid in capital as at December 31, 2024 and 2023 consists of the following:

	Amount
Subscription in excess of par value	₱1,256,789,894
Subscription receivable	(1,112,493,936)
	₱144,295,958

e. Pursuant to the PSE's rules on minimum public ownership, at least 20% of the issued and outstanding shares of a listed company must be owned and held by the public. As at December 31, 2024 and 2023, public ownership over the Company is 51.11%.

12. Related Party Transactions

The Company, in its regular conduct of business, has transactions and balances with related parties. The transactions with related parties and the outstanding balance arising from these transactions are as follows:

	Nature of Transaction	Transactions during the Year 2024	Transactions during the Year 2023	Outstanding Balance 2024	Outstanding Balance 2023
Receivables					
	Share in expenses	**₱1,278,231**	₱1,116,891	**₱10,206,924**	₱9,984,988
Subsidiaries	Allowance for impairment	**107,943**	229,026	**(6,403,541)**	(6,295,598)
				3,803,383	3,689,390
Entity under common management	Reimbursements	**607,911**	–	**–**	239,562
				₱3,803,383	₱3,928,952
Payables					
Subsidiary	Share in expenses	**₱–**	₱435,723	**₱318,687**	₱435,723
Advances to Subsidiaries					
	Advances	**₱–**	₱–	**₱85,614,960**	₱85,614,960
Subsidiaries	Allowance for impairment	**–**	–	**(85,614,960)**	(85,614,960)
				₱–	₱–
Advances from a Related Party					
	Advances	**₱–**	₱–	**₱79,406,947**	₱79,406,947
Stockholder	Share in expenses	**–**	–	**571,684**	571,684
				₱79,978,631	₱79,978,631
Subscription payable					
Subsidiary	Subscription	**₱–**	₱–	**₱10,000,000**	₱10,000,000

Subscription Payable

Subscription payable represents unpaid subscription in APC Energy as at December 31, 2024 and 2023.

Terms and Conditions of Transactions with Related Parties

Outstanding balances are noninterest-bearing, unsecured, collectible or payable on demand and are normally settled in cash.

Compensation of Key Management Personnel
Compensation of key management personnel presented as part of “Salaries and employee benefits” under “General and administrative expenses” account in the separate statements of comprehensive income consist of the following:

	2024	2023
Salaries and short-term employee benefits	**₱1,289,906**	₱1,340,000
Retirement costs	**–**	144,601
	₱1,289,906	₱1,484,601

Approval Requirements and Limits on the Amount and Extent of Related Party Transactions
All individual material related party transactions (MRPT) and those involving directors and/or officers shall be approved by at least two-thirds (2/3) vote of the BOD, with at least a majority of the independent directors voting to approve the MRPT. In case that a majority of the independent directors’ vote is not secured, the MRPT may be ratified by the vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock.

Aggregate related party transactions within a 12-month period that meets or breaches the materiality threshold shall require the same BOD approval mentioned above.

13. **Retirement Liability**

The Company has an unfunded, noncontributory defined benefit retirement plan covering substantially all of its qualified employees. The plan provides for a lump sum benefit payment upon retirement.

The latest valuation of the retirement plan was performed by an independent actuary for the year ended December 31, 2024.

The components of retirement costs recognized under “General and administrative expenses” account in the separate statements of comprehensive income are as follows (see Note 14):

	2024	2023
Current service cost	**₱294,586**	₱283,885
Interest cost	**257,432**	224,538
	₱552,018	₱508,423

Changes in present value of retirement liability are as follows:

	2024	2023
Balance at beginning of year	**₱3,948,342**	₱3,481,207
Benefits paid	**(2,017,474)**	–
Current service cost	**294,586**	283,885
Interest cost	**257,432**	224,538
Remeasurement loss (gain) recognized in OCI:		
Changes in financial assumptions	**98,297**	(7,381)
Experience adjustments	**(1,569,535)**	(33,907)
Balance at end of year	**₱1,011,648**	₱3,948,342

The cumulative remeasurement gains (losses) recognized in OCI as at December 31 are as follows:

	2024		
	Cumulative Remeasurement Gains (Losses)	**Deferred Income Tax (see Note 15)**	**Net**
Balance at beginning of year	**(₱210,435)**	**₱–**	**(₱210,435)**
Remeasurement gain	**1,471,238**	**(315,201)**	**1,156,037**
Balance at end of year	**₱1,260,803**	**(₱315,201)**	**₱945,602**

	2023		
	Cumulative Remeasurement Gains (Losses)	Deferred Income Tax (see Note 15)	Net
Balance at beginning of year	(₱251,723)	₱–	(₱251,723)
Remeasurement gain	41,288	–	41,288
Balance at end of year	(₱210,435)	₱–	(₱210,435)

The principal assumptions used to determine retirement obligations for the Company's plan are shown below:

	2024	2023
Discount rate	**6.03%**	6.52%
Future salary increase rate	**5.00%**	4.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the retirement liability as at December 31, 2024 and 2023 assuming if all other assumptions were held constant:

	Increase (Decrease)	Increase (Decrease) in Accrued Retirement Cost	
		2024	2023
Discount rate	1.00%	**(₱66,189)**	(₱101,557)
	(1.00%)	**71,516**	109,032
Future salary increase rate	1.00%	**71,537**	110,668
	(1.00%)	**(67,431)**	(104,904)

The following are other defined benefit plan information:

	2024	2023
A. Weighted average duration of present value of defined benefit obligation	**6.8 years**	2.7 years
B. Maturity analysis of undiscounted retirement benefit payments		
Within one year	**₱–**	₱3,359,380
More than one year up to 10 years	**1,996,908**	1,830,897
C. Plan membership information		
Number of active plan members	**1**	4
Average attained age	**52.8 years**	56.2 years
Average past service	**24.5 years**	15.2 years
Average future service	**7.2 years**	3.8 years

14. General and Administrative Expenses

This account consists of:

	Note	2024	2023
Salaries and employee benefits		**₱2,198,084**	₱1,539,707
Transportation and travel		**1,085,581**	1,094,377
Professional fees		**689,075**	3,476,586
Retirement cost	13	**552,018**	508,423
Representation		**523,081**	521,426
Taxes and licenses		**344,038**	278,530
Outside services		**151,552**	154,446
Dues and subscriptions		**135,433**	114,176
Provision for impairment	5	**107,943**	229,026
Communication		**60,269**	38,414
Rental		**53,571**	53,571
Others		**163,328**	110,503
		₱6,063,973	₱8,119,185

15. Income Tax

The Company’s provision for current income tax amounting to ₱3,580 and ₱192,259 pertains to Minimum Corporate Income Tax (MCIT) in 2024 and 2023, respectively.

No deferred income tax assets were recognized for the deductible temporary differences and carryforward benefit of NOLCO because management has assessed that it is not probable that sufficient future taxable profit against which the deferred income tax assets can be utilized.

The components of the Company's unrecognized tax assets and deferred tax liability are as follows:

	2024	2023
Unrecognized Deferred Tax Assets		
Through profit or loss:		
NOLCO	**₱4,413,761**	₱2,733,908
Allowance for impairment losses	**1,600,885**	1,573,900
Accrued retirement costs recognized in profit or loss	**568,113**	934,477
Excess MCIT over RCIT	**195,839**	192,259
	₱6,778,598	₱5,434,544
Deferred Tax Liability		
Through OCI –		
Cumulative remeasurement gain	**₱315,201**	₱–

As at December 31, 2024, the Company's unused NOLCO which can be carried forward and claimed as deduction against future regular taxable income are as follows:

Year Incurred	Balance at beginning of year	Incurred	Applied /Expired	Balance at end of year	Valid Until
2024	₱–	₱6,719,409	₱–	₱6,719,409	2027
2022	5,396,067	–	–	5,396,067	2025
2021	4,475,831	–	–	4,475,831	2026
2020	1,063,735	–	–	1,063,735	2025
	₱10,935,633	₱6,719,409	₱–	₱17,655,042	

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 implementing Section 4(b) of "Bayanihan to Recover As One Act" which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

Details of excess MCIT over RCIT are as follows:

Year Incurred	Balance at beginning of year	Incurred	Applied/Expired	Balance at end of year	Valid Until
2024	₱–	₱3,580	₱–	₱3,580	2027
2023	192,259	–	–	192,259	2026
	₱192,259	₱3,580	₱–	₱195,839	

The reconciliation of provision for (benefit from) income tax computed at the statutory income tax rate to the provision for income tax shown in the separate statements of comprehensive income is as follows:

	2024	2023
Provision for (benefit from) income tax computed at the statutory income tax rate	**(₱1,268,757)**	₱1,385,619
Change in unrecognized deferred tax assets	**1,344,054**	(1,112,621)
Tax effects of:		
Interest income subjected to final tax	**(202,487)**	(131,226)
Nondeductible expenses	**130,770**	130,356
Dividend income exempt from income tax	**–**	(79,869)
Provision for income tax computed at effective income tax rate	**₱3,580**	₱192,259

Under the Corporate Recovery and Tax Incentives for Enterprises (CREATE) law, domestic corporations shall be subjected to 25% or 20% RCIT depending on the amount of total assets or total amount of taxable income. In addition, MCIT shall be computed at 1% of gross income for a period of three (3) years. The changes in the income tax rates became effective beginning July 1, 2020. Starting July 1, 2023, MCIT shall revert to 2% of gross income.

Accordingly, the income tax rates used in preparing the separate financial statements as at and for the years ended December 31, 2024 and 2023 are as follows:

	2024	2023
RCIT	**25%**	25%
MCIT	**2%**	1.5%

16. Other Income

Other income amounting to ₱0.2 million and ₱0.3 million mainly pertain to service fees in 2024 and 2023, respectively.

In 2023, the Company recognized other income amounting to ₱12.5 million arising from the settlement of a long-outstanding claim against a surety to a supply agreement with a previous customer.

17. Financial Risk Management Objectives and Policies

General

The Company has risk management policies that systematically view the risks that could prevent the Company from achieving its objectives. These policies are intended to manage risks identified in such a way that opportunities to deliver the Company’s objectives are achieved. The Company’s risk management takes place in the context of day-to-day operations and normal business processes such as strategic planning and business planning. It is also established to identify and manage the Company’s exposure to financial risks, to set appropriate transaction limits and controls, and to monitor and assess risks and compliance to internal control policies.

Management has identified each risk and is responsible for coordinating and continuously improving risk strategies, processes and measures in accordance with the established business objectives. The BOD has overall responsibility for the establishment and oversight of the Company's risk management framework. Risk management policies and structure are reviewed regularly to reflect changes in market conditions and the activities of the Company.

The Company's principal financial instruments comprise of cash and cash equivalents, receivables, security deposits, financial assets at FVOCI, advances to subsidiaries, trade and other payables (excluding statutory payables) and advances from a related party.

The main risks arising from the Company's financial instruments are credit risk, liquidity risk and equity price risk. The BOD reviews and approves policies for managing these risks. These are summarized below.

Credit Risk
Credit risk is the risk that the obligations to the Company will not be repaid on time and in full as contracted, resulting in a financial loss. It is inherent to the business as potential losses may arise due to the failure of its counter parties to fulfill their obligations on maturity dates or due to adverse market conditions.

Generally, the credit risk of the Company is attributable to financial assets at amortized cost. The Company maintains credit policies and continuously monitors defaults of counter parties, identified either individually or by group, and incorporate this information into its credit risk controls. Managing credit risk has both qualitative and quantitative aspects. Credit officers must evaluate the credit quality of the counterparties and assign internal credit ratings upon this evaluation.

The Company defines credit exposure as all transactions where losses might occur due to the fact that counterparties may not fulfill their contractual payment obligations based on original contractual terms. The Company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these financial assets. Credit risk from cash in banks is mitigated by transacting only with reputable banks duly approved by management.

Credit Quality of Financial Assets. The credit quality of financial assets is managed by the Company using internal credit ratings such as high grade, standard grade, past due but not impaired and impaired.

High Grade - pertains to deposits or placements to counterparties with good credit rating or bank standing. For receivables, this covers accounts of good paying counterparties with good credit standing and are not expected by the Company to default in settling its obligations, thus credit risk exposure is minimal. This normally includes large prime financial institutions, companies and government agencies.

Standard Grade - other financial assets not belonging to high quality financial assets are included in this credit rating.

Past due but not impaired - pertains to financial assets where contractual payments are past due but the Company believes that impairment is not appropriate based on the probability of collection of amounts owed to the Company.

Credit impaired - pertains to financial assets for which the Company determines that it is probable that it will not be able to collect the amount due based on the contractual terms and agreements.

The tables below summarize the analysis of the Company's financial assets as at December 31:

	2024				
	Neither Past Due nor Impaired		Past due but not impaired		
	High Grade	**Standard Grade**		**Credit Impaired**	**Total**
Cash and cash equivalents*	**₱22,329,627**	**₱–**	**₱–**	**₱–**	**₱22,329,627**
Receivables	**–**	**4,200,932**	**–**	**6,403,541**	**10,604,473**
Security deposits	**23,822**	**–**	**–**	**–**	**23,822**
Advances to subsidiaries	**–**	**–**	**–**	**85,614,960**	**85,614,960**
	₱22,353,449	**₱4,200,932**	**₱–**	**₱92,018,501**	**₱118,572,882**

**Excluding cash on hand.*

	2023				
	Neither Past Due nor Impaired		Past due but not impaired		
	High Grade	Standard Grade		Credit Impaired	Total
Cash and cash equivalents*	₱24,553,140	₱–	₱–	₱–	₱24,553,140
Receivables	–	3,973,670	–	6,295,598	10,269,268
Security deposits	23,822	–	–	–	23,822
Advances to subsidiaries	–	–	–	85,614,960	85,614,960
Financial assets at FVOCI	4,006,170	–	–	–	4,006,170
	₱28,583,132	₱3,973,670	₱–	₱91,910,558	₱124,467,360

**Excluding cash on hand.*

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's objectives to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking adverse effect to the Company's credit standing.

The Company seeks to manage its liquid funds through cash planning on a weekly basis. As part of its liquidity risk management, the Company regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities.

The table below summarizes the maturity profile of the Company's financial liabilities as at December 31 based on contractual undiscounted payments:

	2024		
	On demand	**Less than 3 months**	**Total**
Trade and other payables*	**₱24,830,474**	**₱3,250,131**	**₱28,080,605**
Advances from a related party	**79,978,631**	**–**	**79,978,631**
	₱104,809,105	**₱3,250,131**	**₱108,059,236**

**Excluding statutory payables.*

	2023		
	On demand	Less than 3 months	Total
Trade and other payables*	₱20,814,242	₱7,837,450	₱28,651,692
Advances from a related party	79,978,631	–	79,978,631
	₱100,792,873	₱7,837,450	₱108,630,323

**Excluding statutory payables.*

Equity Price Risk

The Company's investments in equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's senior management on a regular basis. The Company's BOD reviews and approves all equity investment decisions.

18. Fair Value Measurements

The following table provides the fair value hierarchy of assets and liabilities with carrying amounts which approximate its fair value or measured at fair value as at December 31:

	2024		
	Total	**Level 1**	**Level 2**
Asset measured at fair value -			
Investment properties	**₱9,156,000**	**₱–**	**₱9,156,000**

	2023		
	Total	Level 1	Level 2
Assets measured at fair value:			
Investment properties	₱9,156,000	₱–	₱9,156,000
Financial assets at FVOCI	4,006,170	4,006,170	–
	₱13,162,170	₱4,006,170	₱9,156,000

Cash and Cash Equivalents, Receivables, Advances to Subsidiaries, Trade and Other Payables (excluding Statutory Payables), and Advances from a Related Party. Due to the short-term nature of the transactions, the carrying values approximate the fair values at reporting dates.

Security Deposits. The carrying value of security deposits does not materially differ from the fair value as at December 31, 2024 and 2023.

Investment Properties. The fair values of the investment properties were based on valuations performed by accredited independent appraisers, as discussed in Note 8.

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

There were no transfers between Level 1 and Level 2 fair value measurements and no transfers into and out of Level 3 fair value measurements during the years ended December 31, 2024 and 2023.

19. **Capital Management**

The primary objective of the Company’s capital management is to ensure that it maintains strong credit rating and stable capital ratios in order to support its business and maximize shareholders’ value. The Company manages its capital structure and makes adjustments based on the changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company is not subject to externally-imposed capital requirements.

The Company considers the equity attributable to the equity holders of the Company as presented in the separate statements of financial position as its core capital. As at December 31, 2024 and 2023, the Company was able to meet its capital management objectives. No changes were made in the objectives, policies or processes in 2024 and 2023.

**REPORT OF INDEPENDENT AUDITORS
ON SUPPLEMENTARY SCHEDULE FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION**

The Stockholders and the Board of Directors
APC Group, Inc.
G/F MyTown New York Bldg.
General E. Jacinto St., cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

We have audited in accordance with Philippine Standards on Auditing, the separate financial statements of APC Group, Inc. (the Company) as at and for the years ended December 31, 2024 and 2023, and have issued our report thereon dated February 27, 2025. Our audits were made for the purpose of forming an opinion on the basic separate financial statements taken as a whole. The accompanying Supplementary Schedule of Retained Earnings Available for Dividend Declaration as at December 31, 2024 is the responsibility of the Company's management.

The supplementary schedule is presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and is not part of the basic separate financial statements. The supplementary schedule has been subjected to the auditing procedures applied in the audit of the basic separate financial statements and, in our opinion, fairly state, in all material respects, the financial data required to be set forth therein in relation to the basic separate financial statements taken as a whole.

REYES TACANDONG & CO.

BELINDA B. FERNANDO
Partner
CPA Certificate No. 81207
Tax Identification No. 102-086-538-000
BOA Accreditation No. 4782/P-005; Valid until June 6, 2026
BIR Accreditation No. 08-005144-004-2022
Valid until October 16, 2025
PTR No. 10467126
Issued January 2, 2025, Makati City

February 27, 2025
Makati City, Metro Manila

PARENT COMPANY'S RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

FOR THE REPORTING PERIOD ENDED DECEMBER 31, 2024

APC GROUP, INC.

G/F MyTown New York Bldg. General E. Jacinto St. cor. Capas St.
Brgy. Guadalupe Nuevo, Makati City

		Amount
Unappropriated retained earnings (deficit), beginning of reporting period		(₱40,925,385)
Add:	Category A: Items that are directly credited to unappropriated retained earnings (deficit)	
	Reclassification from cumulative changes in fair value of financial assets at FVOCI	4,557,149
Less:	Category B: Items that are directly debited to unappropriated retained earnings (deficit)	–
Unappropriated retained earnings (deficit), as adjusted		**(36,368,236)**
Add:	Net loss for the current year	(5,078,608)
Less:	Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)	–
Add:	Category C.2: Unrealized income recognized in the profit of loss in prior reporting periods but realized in the current reporting period (net of tax)	–
Add:	Category C.3: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of tax)	–
Adjusted Net Loss		**(5,078,608)**
Add:	Category D: Non-actual losses recognized in profit or loss during the reporting period (net of tax)	–
Add/Less:	Category E: Adjustments related to relief granted by the SEC and BSP	–
Add/Less:	Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution	–
		–
Total retained earnings (deficit), end of the reporting period available for dividend		**(₱41,446,844)**