COVER SHEET

SEC Registration Number

AUDITED FINANCIAL STATEMENTS

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Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway Silang Junction, Barangay Silang **Crossing East Tagaytay, 4120 Cavite**

NOTE1: 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 of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

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 December 31, 2024
- 2. SEC Identification Number CS201818339
- 3. BIR Tax Identification No. 010-114-986-000
- 4. Exact name of issuer as specified in its charter

FORA SERVICES, INC. Doing business as Quest Hotel Tagaytay

5. Province, Country or other jurisdiction of incorporation or organization PHILIPPINES

- 6. Industry Classification Code: (SEC Use Only)
- 7. Address of principal office Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway Silang Junction, Barangay Silang Crossing East Tagaytay

Postal Code

4120

- 8. Issuer's telephone number, including area code (46) 419-8799
- 9. Former name, former address, and former fiscal year, if changed since last report. Not Applicable
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

| Class | No. of Certificates Per Class | Offer Price per Certificate | Aggregate Offer Price per Class |
|-----------|-------------------------------------|--------------------------------|---------------------------------|
| Studio 23 | 63 | Php187,700 | Php 11,825,100 |
| Studio 27 | 61 | Php220,400 | Php 13,444,400 |
| Studio 29 | 18 | Php236,700 | Php 4,260,600 |
| Suite 44 | 18 | Php359,100 | Php 6,463,800 |
| Suite 54 | 4 | Php440,700 | Php 1,762,800 |
| TOTAL | 164 | | Php 37,756,700 |

| Are any or all of these securities listed on a Stock Excha | nge |
|--|-----|
|--|-----|

Yes [] No [/]

If yes, state the name of such stock exchange and the classes of securities listed therein:

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. (See definition of "affiliate" in "Annex B"). |
| Not applicable. |
| 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 [] Not applicable. |
| |
| 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. |
| Not applicable. |
| |

TABLE OF CONTENTS

| PARTI | BUSINESS AND GENERAL INFORMATION | |
|----------|---|----|
| Item 1 | BUSINESS | |
| 1.1 | Overview | 1 |
| 1.2 | Operating Information | 2 |
| 1.3 | Professional Management | 2 |
| 1.4 | Competitors | 2 |
| 1.5. | Related-Party Transactions | 3 |
| 1.6. | Intellectual Property | 4 |
| 1.7. | Insurance | 4 |
| 1.8. | Suppliers | 4 |
| 1.9. | Customer | 4 |
| 1.10 | Employees and Labor | 5 |
| Item 2 | PROPERTIES | |
| 2.1 | The Fora Rotunda Tagaytay Township | 5 |
| 2.2 | Quest Hotel Tagaytay | 5 |
| Item 3 | LEGAL PROCEEDINGS | 7 |
| Item 4 | SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS | 7 |
| PART II | OPERATIONAL AND FINANCIAL INFORMATION | |
| Item 5 | MARKET FOR ISSUER'S COMMON EQUITY & RELATED STOCKHOLDER MATTERS | 7 |
| Item 6 | MANAGEMENT DISCUSSION & ANALYSIS, PLAN OF OPERATION AND PERFORMANCE INDICATORS | 8 |
| Item 7 | FINANCIAL STATEMENTS | 16 |
| Item 8 | CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANT ON ACCOUNTING AND FINANCIAL DISCLOSURE | 17 |
| PART III | CONTROL AND COMPENSATION INFORMATION | |
| Item 9 | DIRECTORS AND PRINCIPAL OFFICERS OF THE REGISTRANT | 19 |
| Item 10 | EXECUTIVE COMPENSATION | 19 |
| Item 11 | SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT | 19 |
| Item 12 | CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS | 20 |
| PART IV | CORPORATE GOVERNANCE | |
| Item 13 | CORPORATE GOVERNANCE | 21 |
| PART V | EXHIBITS AND SCHEDULES | |
| Item 14 | EXHIBITS AND SCHEDULES | 22 |
| | SIGNATURES | 23 |
| 11 | NDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES | 24 |

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

1.1 Overview

"Fora Services, Inc. doing business as Quest Hotel Tagaytay" (the "Company" or "FOSI") was incorporated under the laws of the Republic of the Philippines on August 24, 2018. It has an authorized capital stock of One Million Six Hundred Thousand Pesos (Php1,600,000.00), divided into Sixteen Thousand (16,000) common shares with a par value of One Hundred Pesos (Php100.00) per share out of which, Four Thousand (4,000) common shares of the Company are issued and outstanding. The Company was incorporated as "Fora Services, Inc." and on September 13, 2019, the Securities and Exchange Commission approved the change of corporate name of the Company to "Fora Services, Inc., Doing Business as Quest Hotel Tagaytay".

The Company is a domestic corporation primarily engaged in the business of operating and managing real estate projects and rendering hospitality-related services. The primary purpose of the Company is to purchase or otherwise acquire and own real property and personal property of all kinds, to sell, use, assign, transfer, dispose, hold, mortgage, lease, maintain, manage, construct, contract for, improve, develop and administer, alone or jointly with others, any interest in real or personal property as well as in hotels, to cater only to condotel, hotel and resort clients, inns, resorts, lodging houses, service apartments and all adjunct and accessories thereto, including restaurants, café, bars, stores, offices, barbershops, beauty lounges, sports facilities, places of amusement and entertainment of all kinds; or to grant concessions, rights or licenses to others to operate, manage, or deal with the same; to do any and all things necessary, suitable, convenient, proper or incidental to the accomplishment of the business of hotelkeepers, innkeepers or for the enhancement of the value of the Company.

The Company is a wholly-owned subsidiary of Filinvest Hospitality Corporation ("FHC"), a subsidiary of Filinvest Development Corporation ("FDC").

On August 20, 2019, the Company entered into a Condotel Development Agreement ("CDA") with Filinvest Land, Inc. ("FLI") confirming the agreement between FLI and the Company wherein FLI undertook to construct and develop a condominium project to be called the Fora Condotel (the "Condotel" or the "Project"). The CDA further provides that the Condotel shall be exclusively utilized for the hotel business to be operated and managed by the Company.

Under the CDA, FLI shall require the buyers of Condotel Units to contribute the right to use and possess their Condotel Units to be managed and operated by the Company, either by itself or through a third-party contractor. In exchange for such contribution of the Condotel Unit in the Project, the Company shall issue Certificates of Participation ("Securities" or "CP"), which would entitle each Certificate Holder¹ to receive Distributable Participation Interest which is to be distributed on an annual basis and a maximum of fourteen (14) nights Room Use Privilege in the Condotel.

The Securities of the Company consisting of One Hundred Sixty-Four (164) Certificates of Participation in the Project are covered under SEC MSRD Order No. 25, Series of 2023, and have been registered pursuant

17A 2024 Fora Services, Inc. - for pdf February 2001

¹ A Certificate Holder shall refer to a Unit Owner who has satisfied the Eligibility Requirements to hold the Certificate, as defined in the Amended Registration Statement was favorably considered by the SEC pursuant to the SEC MSRD Order No. 25, Series of 2023.

to Sections 8 and 12 of the Securities and Regulation Code and its Amended Implementing Rules and Regulations.

1.2 Operating Information

The Condotel Project has been fully operational in 2023 to 2024. The main source of revenue for this two-year period and about 25% thereof accounts for business and leisure. The average monthly revenue increased by 22% in 2023 and 1% in 2024. The Company generated net loss amounting to P10.07 million and net income of P7.9 million in 2024 and 2023, respectively.

Operations in 2022

Quest Hotel Tagaytay started 2022 with another pandemic surge that led to low income in January. February to June had registered significant increase in revenue coming from leisure and government segment. Though it's noteworthy that May was badly affected by the national election due to fund restrictions implemented by government agencies. Travel and Tours production is slowly improving but still very far from pre pandemic level. Corporate segment has not yet fully recovered due to new normal practices being implemented by their management.

Operations in 2023

Quest Hotel Tagaytay has been fully operational for the year 2023 which showed continuous improvement from 2022. This can be seen in the increase in occupancy from 45% in 2022 to 58% in 2023 as well as the increase in ARR from P2,736 to P2,788. This resulted to an overall revenue of P100.1 million. Tagaytay remains a weekend destination. Taal Volcano from time to time remains a threat.

Operations in 2024

Quest Hotel Tagaytay ended the 2024 with an ARR of P2,810 (2023 - P2,816) with 59% average occupancy rate (2023 - 58%). This resulted to an overall revenue of P101.2 million, 1.1% increase in compared to 2023

1.3 Professional Management

General Operations

The Condotel Project is being professionally managed by Chroma Hospitality Inc. ("CHI"), pursuant to a management contract with the Company. CHI is a full-service management company and has a full complement of corporate staff and established policies and procedures which will provide oversight and guidance to the Condotel Project staff. CHI's corporate services include: human resources, e-commerce, sales and marketing, technical services, finance, accounting, IT, and other related services. This will help ensure that the Condotel Project is operated and maintained to best-in-class hotel standards.

Revenue Management, Sales and Marketing: Online and Offline Distribution

Revenue management, sales and marketing of the Condotel Project are being handled through a combination of CHI corporate resources and on-site Condotel Project personnel. The goal of revenue management, sales and marketing efforts is to maximize revenues for the Condotel Project and utilize all available online and offline distribution channels and target all the appropriate market segments. CHI leverages its know-how and relationships with the various market participants to be able to effectively and efficiently distribute the Condotel Project inventory.

1.4 Competitors

FOSI faces significant competition in the Tagaytay City's hospitality market. FOSI competes with local hospitality developers, serviced residences, boutique bed and breakfast establishments, and private

investors/individuals listed on online lodging platforms. Major competitors of FOSI include the SM Development Corp., Alveo Land, Cityland Group and privately-owned vacation homes.

The Quest Hotel Tagaytay is perfect for travellers looking for consistent services and for a cool, clean, and comfortable accommodation and experience. The Condotel is designed to have 50% of the total Units facing the lush landscape of the development and the other 50% has a view of the city. The Units are slightly bigger than the competition and majority of the Units are with balcony. The Condotel Project is located in the FLI's 5.2ha township project - Fora Rotunda Tagaytay which consists of various lifestyle components such as (i) Fora Lifemalls Tagaytay, (ii) the Forest, a 3,000+ sqm landscaped open space (iii) the Condotel and (iv) the future residential condominiums and/or condotel.

Other direct competitors are residential developments with units owned by investors or private individuals listed on various online booking platforms.

Some of the competitors include:

Tagaytay Prime Residence by City Land Group

Tagaytay Prime Residence is situated at the Tagaytay Prime Rotunda, Brgy. San Jose, Tagaytay City. The project consists of two (2) condominium buildings rising 21- storey high. Units available are commercial and residential units in 1-bedroom, 2-bedroom, and 3-bedroom.

Kasa Luntian Serviced Apartment by Alveo

The serviced residences at Kasa Luntian is situated _at the Tagaytay - Calamba Road, Barangay San Jose. It features outdoor swimming pools, a garden, and free parking on-site. The rooms come with a balcony, flat-screen cable TV and a fully-equipped kitchen with a dining area, while other rooms come with a sofa seating area. Online streaming service is available in selected rooms. The en suite bathrooms come with free toiletries and a hairdryer.

Wind Residences by SM Development Corporation

This development is situated along Aguinaldo Highway in Tagaytay City. It is in its own, a convenient complex with everything you can ever need, but it's also a plus that there are dining establishments nearby. It features country club amenities like the clubhouse, indoor and outdoor swimming pools, tennis court, and basketball court.

1.5 Transactions with Related Parties

The Company is a wholly-owned subsidiary of Filinvest Hospitality Corporation, a member of the Filinvest Group. The Company, in its ordinary course of the business, may engage in the following transactions with the Filinvest Group:

- Maintain its cash and cash equivalents with Eastwest Banking Corporation, an affiliate under the Filinvest Development Corporation umbrella;
- Maintain its Management Agreement with Chroma Hospitality Inc., an affiliate, to undertake the
 operations of the Condotel in return for a monthly base management fee, incentive management
 fee, e-commerce fee, sales and marketing fees and other related hotel operating fees;
- Enter into a Service Agreement with HERC for shared services in HR, accounting and finance, purchasing, reservation and revenue management;
- Enter into a Service Agreement with FHC as the owner representative;
- Enter into lease agreements and mutual termination agreement with FLI;
- Secure cash advances and incur various intercompany charges.

Significant related party transactions for the year ended 31 December 2024 are as follows:

• The Company has entered various transactions with related parties that are unsecured, interestfree and require settlement in cash. As of December, 31, 2024 total due to/from related party amounted to P5.1 million and P3.3 million, respectively.

1.6 Intellectual Property Rights

The Condotel will be operated under the Quest brand owned by CHI. The terms and conditions of all patents, trademarks, and license agreements are in conjunction with the Management Agreement. Termination or expiration of the Management Agreement will automatically result to the termination of such intellectual property agreements.

The Intellectual Properties covered by the Management Agreement are summarized below:

| Brand Name/Mark/L ogo | Registration Number | Application Serial No. | Filing Date | Registration date | Expiration Date |
|-----------------------------|------------------------|---------------------------|-------------------|-------------------|--------------------|
| Quest | 507791 | 42021507791 | March 31, 2021 | June 25, 2021 | June 25, 2031 |

While the Condotel will be operated under the Quest Brand owned by CHI pursuant to the Management Agreement, the Issuer may, at its sole discretion, change the brand and/or its third party operator if deemed beneficial to the Condotel Project.

1.7 Insurance

The Filinvest Group's hospitality properties are insured in line with industry standards, including coverage for replacement cost of property damage, business interruption insurance should there be interruption in property operations for a period of 12 months, and comprehensive liability insurance to cover third party liability including the guests of the property. Other types of insurance may be purchased as deemed necessary for the protection of the Company and the operations of the Condotel Project.

1.8 Suppliers

The Company is not dependent upon any one or a limited number of suppliers.

1.9 Customers

The Company's business is not dependent upon a single customer or a few customers, the loss of any or more of which would have a material adverse effect on the registrant and its subsidiaries taken as a whole.

The Company's business is highly regulated and Government policies and regulations could adversely affect the Company's operations and profitability.

The Company's business operations are subject to a broad range of government laws and regulations, fiscal policies and zoning ordinances, including real property taxation, the Fire Code of the Philippines, and the Hotel Code of 1987, There can be no assurance that the Company and its subsidiaries or associates or partners, will be able to obtain governmental approvals for its business, or that these approvals can be secured without delay, or that when given, such approvals will not be revoked. The Company monitors government regulations to ensure compliance at all times and to anticipate its effects on operations.

The Company's business is subject to environmental regulations that could have a material adverse effect on its business, financial condition and results of operations.

For environmentally-sensitive projects or at the discretion of the regional office of the Department of Environment and Natural Resources ("DENR"), a detailed Environmental Impact Assessment may be

required and the Project will be required to obtain an Environmental Compliance Certificate ("ECC") to signify the full responsibility of the proponent in implementing specified measures which are necessary to comply with existing environmental regulations or to operate within best environmental practices that are not currently covered by existing laws. There can be no assurance that current or future environmental laws and regulations applicable to the Company will not increase the costs of conducting its business above currently projected levels or require future capital expenditures. In addition, if a violation of an ECC condition occurs or if environmental hazards on land where the Company is located cause damage or injury to buyers or any third party, the Company may be required to pay a fine and incur costs in order to cure the violation and to compensate its buyers and any affected third parties. The Company cannot predict what environmental legislation or regulations will be amended or enacted in the future, how existing or future laws or regulations will be enforced, administered or interpreted, or the amount of future expenditures that may be required to comply with these environmental laws or regulations or to respond to environmental claims. The introduction or inconsistent application of, or changes in, laws and regulations applicable to the Company's real estate development could have a material adverse effect on the Company's business, financial condition and results of operations. The Company strives to ensure compliance to environmental regulations by strictly monitoring all its properties.

1.10 Employees

As of December 31, 2024, the Company had a total of 27 full-time employees. This includes 4 managers, 7 supervisors and 16 rank and file employees. Management believes that the Company's current relationship with its employees is generally good and the Company has not experienced a work stoppage or any labor related disturbance as a result of labor disagreements. None of the Company's employees belongs to a union. The Company currently does not have an employee stock option plan.

The Company anticipates that there will be no significant change in the number of its employees in 2025.

Item 2. Properties

2.1 The Fora Rotunda Tagaytay Township

The Condotel where FOSI will operate the Condotel Project is located in FLI's 5.2-hectare township project called the Fora Rotunda Tagaytay, in Tagaytay City, Philippines. The township consists of various lifestyle components such as the (i) Fora Tagaytay Mall, a Filinvest Lifescape Mall, (ii) the Forest, a 3,000+ sq.m. landscaped open space, (iii) the Condotel and (iv) future residential condominiums and/or condotels to be constructed.

The Fora Rotunda Tagaytay is accessible via Aguinaldo Highway from Cavite, the Tagaytay-Silang Highway from the Laguna provinces and the Tagaytay-Nasugbu Highway for visitors coming from the towns of Calatagan, Lian and Nasugbu, Batangas.

2.2 Quest Hotel Tagaytay

Located at Tagaytay City's landmark rotunda, the Condotel is being operated under the Quest brand and is comprised of Condotel Units owned and sold by FLI and operated and managed as a condotel by the Company, either by itself or through its third-party operator.

The 164-room Condotel with an average of 17 units per floor over 10 floors is the first of four towers located within Fora Rotunda Tagaytay. The construction of the Condotel commenced on 1 December 2015 and was completed in September 2019. The Housing and Land Use Regulatory Board ("**HLURB**") issued License to Sell No. 029849 in favor of FLI on 3 August 2015.

The room types are summarized as follows:

| Room Type | Area in Sqm | No. of Units |
|-----------|-------------|--------------|
| Studio 23 | 23 | 63 |
| Studio 27 | 27 | 61 |
| Studio 29 | 29 | 18 |
| Suite 44 | 44 | 18 |
| Suite 54 | 54 | 4 |
| TOTAL | | 164 |

Main Features of the Certificate of Participation

The Certificate of Participation allows the Company to operate the Condotel Project which will entitle the Certificate Holders to certain rights.

1. Room Use Privilege

The Certificate Holders will be entitled to avail room nights in the Condotel Project up to a maximum of fourteen (14) nights per calendar year, subject to terms and conditions stated in the Condotel Participation Agreement/s executed by the Company and the Unit Owners. Should the Condotel be forced to temporarily close during the calendar year, for reasons not attributable to the fault or negligence of the Issuer, the Room Use Privilege shall be reduced in such number of nights proportionate to the period when the Condotel was forced to temporarily close.

2. Distributable Participation Interest

The Certificate Holders shall receive a Distributable Participation Interest, subject to the terms and conditions stated in the Amended Registration Statement covered by SEC MSRD Order No. 25, Series of 2023.

3. Obligations of the Company with respect to Securities

The Company will have the following obligations to the Certificate Holders:

- a. The Company, either by itself or through third-party operators, will provide the necessary tools, personnel, and technology to conduct the business of a hotel within the Condotel and perform the management and operational functions of the Condotel Project.
- b. The Company shall issue a Certificate of Participation in favor of the Certificate Holder upon satisfaction of the Eligibility Requirements.
- c. The Company shall maintain a registry book ("Registry") containing the official information on the Certificate Holders, including the class of Certificates they hold, as well as transfers or assignments thereof. Only Certificate Holders appearing in the Registry as of the end of each Payment Cycle shall be entitled to receive their Distributable Participation Interest.
- d. To remit and distribute the Net Final Share in Participation Interest on or before the Payment Date, if any;
- e. The Joining Fee, which will be booked as a liability in the Company's books, will be returned at the end of the Term of the Condotel Project without interest.

Item 3. Legal Proceedings

As of the date of this Report, the Company is currently not involved in any material litigation claims or arbitration, either as plaintiff or defendant, which could be expected to have a material effect on its financial position. In addition, to the best of the Company's knowledge, no material litigation is currently threatened against FOSI, and FOSI is not aware of any facts likely to give rise to any proceedings which would materially and adversely affect its business or operations. Similarly, none of the Company's properties is subject of any pending material litigation, claims or arbitration, which could be expected to have a material effect on its financial position.

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

Except for the matters taken up during the Annual Stockholders' Meeting, 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

The Company's common equity is not listed or traded in any exchange.

5.1 Dividend Policy

The Company does not have a specific dividend policy. Dividends are declared and paid out of the surplus of the Company at such intervals as the Board of Directors of the Company may determine, depending on various factors such as the operating and expansion needs of the Company. Dividends may be in the form of stock and/or cash dividends, subject always to:

- (a) All requirements of the Revised Corporation Code as well as all other applicable laws, rules, regulations and/or orders;
- (b) Any banking or other funding covenants by which the Company is bound from time to time; and
- (c) The operating and expansion requirements of the Company as mentioned above.

5.2 Declaration of Dividends

For the year 2024, there is no declaration of dividends.

5.3 Securities Issued

On 17 May 2023, the Securities and Exchange Commission issued a Certificate of Permit to Offer Securities for Sale for securities consisting of One Hundred Sixty-Four (164) Certificates of Participation (CPs) in the Quest Hotel Tagaytay Project, with specific details as follows:

| Class | No. of Certificates Per Class | Offer Price per Certificate | Aggregate Offer Price Per Class | No. Of Unsold CPs per Class as of 31 December 2024 |
|-----------|-------------------------------------|-----------------------------|------------------------------------|--|
| Studio 23 | 63 | Php187,700 | Php11,825,100 | 3 |
| Studio 27 | 61 | Php220,400 | Php13,444,400 | 3 |
| Studio 29 | 18 | Php236,700 | Php4,260,600 | - |
| Studio 44 | 18 | Php359,100 | Php6,463,800 | - |
| Studio 54 | 4 | Php440,700 | Php1,762,800 | - |
| TOTAL | 164 | | Php 37,756,700 | 6 |

Considering that the Certificates in the Project will be sold together with the corresponding Condominium Units, the Certificates shall be sold by the Company, while the Condominium Units will be sold by the registered real estate brokers of the Company's affiliate, Filinvest Land, Inc.

As of 31 December 2024, Condotel Participation Agreements for the 158 Certificates have been executed.

5.4 Recent Sale of Unregistered Securities

No securities were sold by the Company in the past three (3) years which were not registered under the Code.

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

Results of operations for the year ended December 31, 2024 compared to year ended December 31, 2023

| | 2024 | 2023 | Change Increase | % |
|---|--------------|-------------|-----------------|-------|
| | (Audited) | (Audited) | (Decrease) Php | % |
| REVENUE Revenue from services | 99,364,817 | 97,752,161 | 1,612,656 | 2% |
| Other operating departments | 1,834,035 | 2,005,361 | (171,326) | -9% |
| Miscellaneous | 757 | 373,161 | (372,404) | -100% |
| | 101,199,609 | 100,130,683 | 1,068,926 | 1% |
| COST OF SERVICES | 47,060,797 | 49,185,836 | (2,125,039) | -4% |
| GENERAL AND ADMINISTRATIVE EXPENSES | 41,412,449 | 38,518,102 | 2,894,347 | 8% |
| INCOME (LOSS) BEFORE OTHER INCOME (EXP) | 12,726,363 | 12,426,745 | 299,618 | 2% |
| OTHER INCOME (EXPENSE) | | | | |
| Interest income | 3,009,840 | 2,531,186 | 478,654 | 19% |
| Interest expense | (24,216,909) | (4,555,961) | (19,660,948) | 432% |
| | (21,207,069) | (2,024,775) | (19,182,294) | 947% |
| INCOME (LOSS) BEFORE INCOME TAX | (8,480,706) | 10,401,970 | (18,882,676) | -182% |
| PROVISION FOR INCOME TAX | 1,584,416 | 2,495,026 | (910,610) | -36% |
| NET INCOME (LOSS) | (10,065,122) | 7,906,944 | (17,972,066) | -227% |
| OTHER COMPREHENSIVE LOSS | (153,832) | - | (153,832) | -100% |
| TOTAL COMPREHENSIVE INCOME (LOSS) | (10,218,954) | 7,906,944 | (18,125,898) | -229% |

As of December 31, 2024, the Company reported a net loss of ₱10.22 million for the year, representing a decrease of ₱18.12 million or 229% compared to the previous year's net income of ₱7.91 million. This decrease is primarily attributed to an increase in interest expense.

Revenue

Revenue for the year ended December 31, 2024, increased by 1% compared to the previous year. This increase is mainly driven by a higher occupancy rate from 58% to 59%.

Cost of Services

Cost of services decreased by 4%, mainly attributed to the lower rental termination fee as compared to the rental charges in prior year. In 2024, the Company and FLI mutually agreed to compensate FLI for the lease termination and pay termination fee amounting to P6.09 million. This is presented as rental under cost of services in the statement of comprehensive income.

General and Administrative Expenses

General and administrative expenses increased by 8% compared to the prior year, amounting to ₱41.41 million. This increase is attributed to the depreciation and amortization incurred relative to the additional fixed assets during the year.

Other Income (Expenses)

Interest income pertains to interest earned from deposits and short term investment. The increase of ₱0.48 million or 19% in 2024 is due to higher STI placements during the year.

Interest expense is attributed to distributed and accrued participation interest amounting to ₱24.22 million in 2024.

Provision for Income Tax

Provision for income tax decreased by 36% from ₱2.50 million (RCIT) in 2023 to ₱1.58 million (MCIT) in 2024.

Financial Condition as of December 31, 2024 compared to as of December 31, 2023

| | 2024 | 2023 | Change Increase (I | Decrease) |
|---|----------------------|-------------|---------------------------------------|-----------|
| | (Audited) | (Audited) | Php | % |
| ASSETS | | | | |
| Current Assets | | | | |
| Cash and cash | | | (24,500,172) | -29% |
| equivalents | 60,373,063 | 84,873,235 | , | |
| Receivables | 12,131,568 | 12,216,060 | (84,492) | -1% |
| Due from related parties | 3,292,335 | 12,902,694 | (9,610,359) | -74% |
| Inventories | 3,292,333 975,159 | 1,996,179 | (1,021,020) | -51% |
| | 5.5,.55 | .,000, | , | |
| Other currents assets | 1,149,545 | 2,505,038 | (1,355,493) | -54% |
| Total Current Assets | 77,921,670 | 114,493,206 | (36,571,536) | -32% |
| Noncurrent Assets | | | | |
| Property and | | | 8,557,433 | 779% |
| equipment | 9,655,624 | 1,098,191 | | |
| Software costs | 542,139 | 856,587 | (314,448) | -37% |
| Total Noncurrent Assets | 10,197,763 | 1,954,778 | 8,242,985 | 422% |
| | 88,119,433 | 116,447,984 | (28,328,551) | -24% |
| LIABILITIES AND | 00,119,433 | 110,447,904 | | |
| EQUITY | | | | |
| Current Liabilities | | | | |
| Accounts and other | | | (4,776,313) | -13% |
| payables | 31,138,457 | 35,914,770 | (4,770,373) | 1370 |
| Contract liabilities | 1,363,886 | 1,233,649 | 130,237 | 11% |
| Due to related parties | 5,144,768 | 18,083,250 | (12,938,482) | -72% |
| | 3,144,700 | 10,003,230 | (055 700) | 700/ |
| Income tax payable | 357,396 | 1,313,126 | (955,730) | -73% |
| Total Current Liabilities | 20 004 507 | EG E44 70E | (18,540,288) | -33% |
| | 38,004,507 | 56,544,795 | . , | |
| Non Current Liabilities | | | | |
| Retirement liabilities | 430,691 | _ | 430,691 | 100% |
| Participation liabilities | 37,756,700 | 37,756,700 | | 0% |
| Total Non Current | 01,100,100 | 01,100,100 | 400.004 | |
| Liabilities | 38,187,391 | 37,756,700 | 430,691 | 100% |
| Equity | | | | |
| Capital stock | 400,000 | 400,000 | _ | 0% |
| Remeasurement loss | • | 700,000 | · · · · · · · · · · · · · · · · · · · | |
| on retirement plan - net | (153,832) | - | (153,832) | -100% |
| Retained earnings | | | | |
| Appropriation | 10,207,973 | - | 10,207,973 | 100% |
| Unappropriated | 1,473,394 | 21,746,489 | (20,273,095) | -93% |
| • | 11,927,535 | 22,146,489 | (10,218,954) | -46% |
| Total Equity | 11.321.333 | ZZ, 140.403 | (10.210.33+1 | TU /0 |

As of December 31, 2024, the financial position of the Company remained robust with total assets amounting to ₱88.12 million. The decrease in total assets was primarily driven by a 24% decrease in cash and cash equivalents due to payments of participation interest and payables netted by collection from related parties.

Cash and Cash Equivalents

This account includes cash on hand and in bank and short-term investment that earns interest at the prevailing rate of 0.25%. The cash and cash equivalents account decreased from ₱84.87 million in 2023 to ₱60.37 million in 2024, indicating a decrease of ₱24.50 million or 29%. This decrease is attributed to various factors, including cashflow from operations, netted by various payments of liabilities.

Receivables

Decreased by 1% from ₱12.22 million in 2023 to ₱12.13 million in 2024. No significant differences noted in December 2024 compared to 2023.

Due from/to Related Parties

The Company has entered various transaction with related parties that are unsecured, interest-free and require settlement in cash. As of December, 31, 2024 total due from/to related party amounted to P3.29 million and P5.14 million, respectively.

Inventories

This account consists of supplies, including guest, engineering, fuel, cleaning, and other operating supplies used in day-to-day operations of the Company. Inventories decreased by 51% from ₱2.00 million in 2023 to ₱0.98 million in 2024 mainly due to decrease in operating supplies.

Other Current Assets

Other Assets consist of advances to suppliers, taxes and prepaid expenses. Decreased by 54% from ₱2.51 million in 2023 to ₱1.15 million in 2024. This decrease is mainly driven by advances, deposits, and prepayments amortization.

Property and Equipment

Increased substantially by 779% from ₱1.10 million in 2023 to ₱9.66 million in 2024, mainly attributed to acquisition of furniture, fixtures and equipment.

Software Costs

Decreased by 37% from ₱0.86 million in 2023 to ₱0.54 million 2024, reflecting the amortization incurred during the year.

Accounts and Other Payables

Decreased by 9% from ₱35.91 million in 2023 to ₱31.14 million in 2024, mainly due to payment of various accounts payable netted by the increase in accrued participation interest.

Contract Liabilities

Contract liabilities represents obligation to provide services to the customer for which the Company has received consideration. Increased by 11% from ₱1.23 million in 2023 to ₱1.36 million in 2024, primarily due to utilized deposits from guests during the year.

Income Tax Payable

Decreased in 2024, amounting to ₱0.36 million (MCIT), reflecting tax obligations for the year.

Participation Liability

As of December 31, 2024, the Company issued Certificates of Participation for 164 units in the Condotel Project amounting to ₱37.76 million.

Equity

Overall decrease of 46% mainly attributed to net loss incurred during the year.

Appropriation of Retained Earnings

On November 13, 2024, the BOD approved the appropriation of the retained earnings for future refurbishment and joining fee amortization amounting to P7.75 million and P2.45 million, respectively. The future refurbishment will be utilized within the next five (5) years while the appropriation for joining fee amortization shall be utilized for the payment of participation liabilities due in May 2048 (see Note 11).

Appropriation of Retained Earnings Subsequent to Year-end

On April 10, 2025, the BOD approved the appropriation of the Company's retained earnings amounting to P0.78 million for capital expenditures. The appropriation will be utilized in the next five (5) years.

Results of operations for the year ended December 31, 2023 compared to year ended December 31, 2022

| | 2023 | 2022 | Change Increase | % |
|---|-------------|------------|--------------------|-----------|
| | (Audited) | (Audited) | (Decrease) Php | ,, |
| REVENUE | | | | |
| Revenue from services | 97,752,161 | 80,368,185 | 17,383,976 | 22% |
| Other operating departments | 2,005,361 | 767,124 | 1,238,237 | 161% |
| Miscellaneous | 373,161 | 737,716 | (364,555) | -49% |
| | 100,130,683 | 81,873,025 | 18,257,658 | 22% |
| COST OF SERVICES | 49,185,836 | 44,026,324 | 5,159,512 | 12% |
| GENERAL AND ADMINISTRATIVE EXPENSES | 38,518,102 | 33,015,365 | 5,502,737 | 17% |
| INCOME (LOSS) BEFORE OTHER INCOME (EXP) | 12,426,745 | 4,831,336 | 7,595,409 | 157% |
| OTHER INCOME (EXPENSE) | | | - | |
| Income from insurance claims | - | 9,467,928 | (9,467,928) | - 100% |
| Interest income | 2,531,186 | 823,206 | 1,707,980 | 207% |
| Interest expense | (4,555,961) | - | (4,555,961) | 100% |
| | (2,024,775) | 10,291,134 | (12,315,909) | - 120% |
| INCOME (LOSS) BEFORE INCOME TAX | 10,401,970 | 15,122,470 | (4,720,500) | -31% |
| PROVISION FOR INCOME TAX | 2,495,026 | 3,740,634 | (1,245,608) | -33% |
| NET INCOME (LOSS) / TOTAL COMPREHENSIVE INCOME (LOSS) | 7,906,944 | 11,381,836 | (3,474,892) | -31% |

As of December 31, 2023 the company reported a net income of ₱7.91 million for the year, representing a decrease of ₱3.47 million or 31% compared to the previous year's net income of ₱11.38 million. This decrease is primarily attributed to a decrease in proceeds from insurance claims. Excluding proceeds from insurance, Net Income increased by 313%. The variance in the net income came from a one time insurance proceed received in 2022 (P9.5M) and the interest expense of P4.6M attributable to participation interest.

Revenue

Revenue for the year ended December 31, 2023, increased by 22% compared to the previous year. This increase is mainly driven by a higher with increase in occupancy rate from 45% to 58%.

Cost of Services

Cost of services increased by 12%, corresponding to the increase in the volume of transactions and the cost of doing business. Additionally, the company incurred lease expenses amounting to ₱9.26 million, with the lease agreement being terminated on May 17, 2023 upon issuance of Certificate of Permit to Offer Securities by SEC.

General and Administrative Expenses

General and administrative expenses increased by 17% compared to the previous year, amounting to ₱38.52 million. This increase is attributed to the volume of transactions.

Other Income (Expenses)

Income from insurance claims, representing one-time proceeds from insurance amounting to P9.47 million.

Interest income pertains to interest earned from deposits and short term investment increased by 207% to ₱2.53 million in 2023.

Interest expense is attributed to accrued distributable participation interest amounted to ₱4.56 million in 2023.

Provision for Income Tax

Provision for income tax decreased by 33% from ₱3.74 million in 2022 to ₱2.50 million in 2023.

Financial Condition as of December 31, 2023 compared to as of December 31, 2022

| | 2023 | 2022 | Change Ir (De | ncrease crease) |
|---------------------------|-------------|-------------|------------------|--------------------|
| | (Audited) | (Audited) | Php | % |
| ASSETS Current Assets | | | | |
| Cash and cash equivalents | 84,873,235 | 93,150,373 | (8,277,138) | -9% |
| Receivables | 12,216,060 | 11,536,941 | 679,119 | 6% |
| Due from related parties | 12,902,694 | 4,083,206 | 8,819,488 | 216% |
| Inventories | 1,996,179 | 1,673,358 | 322,821 | 19% |
| Other currents assets | 2,505,038 | 1,524,101 | 980,937 | 64% |
| Total Current Assets | 114,493,206 | 111,967,979 | 2,525,227 | 2% |
| Noncurrent Assets | - | - | | |
| Property and equipment | 1,098,191 | 577,306 | 520,885 | 90% |
| Software costs | 856,587 | 383,529 | 473,058 | 123% |
| Total Noncurrent Assets | 1,954,778 | 960,835 | 993,943 | 103% |
| | 116,447,984 | 112,928,814 | 3,519,170 | 3% |

LIABILITIES AND EQUITY

Current Liabilities

| Accounts and other payables | 35,914,770 | 68,078,227 | 13,202,072 | 19% |
|-------------------------------|-------------|-------------|-------------|------|
| Contract liabilities | 1,233,649 | 3,200,181 | (1,328,037) | -41% |
| Due to related parties | 18,083,250 | 27,410,861 | (1,328,037) | -5% |
| Income tax payable | 1,313,126 | - | (1,507,068) | 0% |
| Total Current Liabilities | 56,544,795 | 98,689,269 | 10,366,967 | 11% |
| Non Current Liabilities | | | | |
| Participation liability | 37,756,700 | - | | |
| Total Non Current Liabilities | 37,756,700 | - | 37,756,700 | 100% |
| Equity | | | | |
| Capital stock | 400,000 | 400,000 | | 0% |
| Retained earnings | 21,746,489 | 13,839,545 | 2,109,066 | 15% |
| Total Equity | 22,146,489 | 14,239,545 | 2,109,066 | 15% |
| | 116,447,984 | 112,928,814 | 12,476,033 | 11% |

As of December 31, 2023, the financial position of the company remained robust with total assets amounting to ₱154.59 million. The increase in total assets was primarily driven by a 44% increase in cash and cash equivalents and a substantial 247% increase in other assets.

Cash and Cash Equivalents

This account includes cash on hand and in bank and short-term investment that earns interest at the prevailing rate of 0.25%. The cash and cash equivalents account decreased from ₱93.15 million in 2022 to ₱84.87 million in 2023, indicating a decrease of ₱8.28 million or 9%. This decrease is attributed to various factors, including cashflow from operations receipt of proceeds of issuance of certificate of participation netted by various payments of liabilities

Receivables

Increased by 6% from ₱11,536,941 in 2022 to ₱12,216,060 in 2023. This increase is due to more corporate clients with credit terms in December 2023 compared to 2022.

Due from Related Parties

The company has entered various transaction with related parties that are unsecured, interest-free and require settlement in cash. As of December, 31, 2023 total due to/from related party amounted to P18 million and P12.9 million.

Inventories

This account consists of supplies (including guest, engineering, cleaning, and other operating supplies used to assist in day-to-day operations of the company) and fuel. Increased by 19% from ₱1,673,358 in 2022 to ₱1,996,179 in 2023. This increase is attributed to a rise in ending inventory, mainly consisting of supplies and fuel.

Other Current Assets

Other Assets consist of advances to suppliers, taxes and prepaid expenses. Increased by 64% from ₱1,524,101 in 2022 to ₱2,505,038 in 2023. This increase is mainly driven by advances, deposits, and prepayments.

Property and Equipment

Increased substantially by 90% from ₱577,306 in 2022 to ₱1,098,191 in 2023, indicating significant investments in property and equipment.

Software Costs

Increased by 123% from ₱383,529 in 2022 to ₱856,587 in 2023, suggesting investments in software infrastructure.

Accounts and Other Payables

Decreased by 19% from ₱68,078,227 in 2022 to ₱35,914,770 in 2023, mainly due to payment of various accounts payable.

Contract Liabilities

Contract liabilities represents obligation to provide services to the customer for which the Company has received consideration. Decreased significantly by 41% from ₱3,200,181 in 2022 to ₱1,233,649 in 2023, primarily due to utilized deposits from guests during the year.

Due to Related Parties

Decreased by 5% from ₱27,410,861 in 2022 to ₱18,083,250 in 2023, indicating a payment to various related parties.

Income Tax Payable

A new entry in 2023, amounting to ₱1,313,126, reflecting tax obligations for the year.

Participation Liability

As of December 31, 2023, the Company issued Certificate of Participation for 164 units in the Condotel Project amounting to 37.76 million.

Equity

Overall increase of 15% mainly attributed to net income earned during the period.

Item 7. Financial Statements

The Audited Financial Statement and its Notes are reflected in the Index to Financial Statements and Supplementary Schedules

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

SyCip, Gorres, Velayo & Co (SGV) has been the duly appointed independent auditors for the years covered by this report.

SGV has re-appointed as external auditor for the year 2024. FOSI, in compliance with SRC Rule 68(3)(b)(iv) relative to the seven-year rotation requirement of its external auditors, has designated Ms. Wanessa Salvador as its engagement partner for the Group starting CY 2019. Thus, Ms. Salvador is qualified to act as such until year 2025. The representatives of SGV are expected to be present at the annual meeting where they will have the opportunity to make a statement if they desire to do so. They are expected to be available to respond to appropriate questions at the meeting.

There are no changes in and disagreements with FOSI's independent accountants on accounting and financial disclosures during the past two years ended December 31, 2024.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

Set forth below are the directors and officers of the Company and their business experience for the past five (5) years:

| Francis Nathaniel C. Gotianun Chairman of the Board | Mr. Gotianun, Filipino, 41, was appointed as the Company's Chairman of the Board on 11 November 2022. He was previously appointed as the Company's Vice President on 01 March 2019. He serves as Director and First Vice President, Hotels and Resorts Head of Filinvest Development Corporation ("FDC"), a publicly-listed company. He also serves as Director and First Senior Vice President of Filinvest Hospitality Corporation, Director of Filinvest Mimosa, Inc., Director, President and CEO of The Palms Country Club, Inc., and Chairman of ProOffice Work Services, Inc. He also serves as a Director of Filinvest Land, Inc. ("FLI"), a publicly-listed company. He obtained his Bachelor of Science (Major in Commerce – International Business and Marketing) from McIntire School of Commerce, University of Virginia. Charlottesville, VA in 2005 and his Master's Degree from IESE, Barcelona, Spain in 2010. |
|---|---|
| Francis V. Ceballos Director, President and CEO | Mr. Ceballos, 59, Filipino, was elected as the Company's Director, President and CEO on 11 November 2022. He is currently the Senior Vice President – Head of Industrial and Logistics Business of FLI, and a Director of Filinvest BCDA Clark, Inc., Timberland Sports and Nature Club, Inc., and FCGC Corporation. He was previously connected with Landco Pacific Corporation as Executive Vice President and Chief Operating Officer, Metro Drug, Inc. as a Management Trainee, and a faculty member at Sacred Heart School for Boys – Cebu. He obtained his Bachelor of Science in Management Engineering Degree in the Ateneo De Manila University and his Master's in Business Management degree in Asian Institute of Management. |
| Ana Venus A. Mejia Director | Ms. Mejia, 59, Filipino, was elected as the Company's Director on 11 November 2022. She is currently the Executive Vice-President and CFO of FLI, and was previously the Senior Vice President and CFO of Filinvest Alabang, Inc. and Assistant Vice President of Festival Supermall, Inc. She obtained her Bachelor of Science in Business Administration Major in Accounting degree in Pamantasan ng Lungsod ng Maynila and her Master's in Business Administration degree in Northwestern University and The Hong Kong University of Science and Technology. |
| William Michael V. Valtos, Jr. Independent Director | Mr. Valtos, 63, Filipino, was elected as the Company's Independent Director on 21 December 2022. He is concurrently an Independent Director in Investree Philippines, Inc. and FREIT Fund Managers, Inc., as well as a director in Phizzle Inc., Transwealth Fleet Management |

| | Corp./Transwealth Parking Services Corp., Philweb |
|---|---|
| | Corporation, Eton Finance Services Ltd., Starworth Holdings, Ltd., and Fiduciary Capital Advisers Ltd. He obtained his Bachelor of Arts in Economics and Political Science degree in University of Illinois, and his Master's in Business Administration Degree in Northwestern University Kellogg School of Management. |
| Nicasio C. Cabaneiro Independent Director | Atty. Cabaneiro, 78, Filipino, was elected as the Company's Independent Director on 21 December 2022. He is concurrently an independent director of FREIT Fund Managers, Inc., as well as a Professor and Pre-Bar Reviewer in San Beda College and Arellano Law Foundation. He obtained his Bachelor of Science in Commerce, Major in Accounting and Auditing degree and his Bachelor of Laws degree from San Beda College (now, San Beda University). |
| Nancy R. Rivera Treasurer and CFO | Ms. Rivera, 61, Filipino, was appointed as the Company's Treasurer and CFO on 21 December 2022. She is also the Senior Assistant Vice President – Financial Controller of Filinvest Hospitality Corporation, as well as Financial Controller of various subsidiaries of Filinvest Development Corporation. She was previously connected with Goodyear Philippines, Inc. as Financial Controller, Cargill Philippines, Inc. as Tax and Accounting Manager, Manila Mandarin Hotel as Assistant Financial Controller, Texas Instruments Philippines, Inc. as Internal Auditor, and Price Waterhouse Coopers Philippines as Senior Audit Manager. She obtained her Bachelor of Science in Business Administration Major in Accounting degree from University of the East, Manila. |
| Katrina O. Clemente-Lua Corporate Secretary | Atty. Clemente-Lua, 41, Filipino, was appointed as the Company's Corporate Secretary on 21 December 2022. She was previously appointed as FOSI's Assistant Corporate Secretary on 23 March 2022. She is also the current Corporate Secretary and Corporate Information Officer of FLI and FILRT. She joined the Corporate and Tax Advisory Division of the Legal Department of FLI in October 2018. Prior to joining FLI, she served as the Legal Counsel of Philippine Stratbase Consultancy, Inc. and Executive Director of Stratbase ADR Institute. She was previously an associate of Carag Jamora Somera & Villareal Law Offices as well as Senior Corporate Affairs Officer of Anchor Land Holdings. She obtained her Bachelor of Arts degree in Legal Management from De La Salle University and her Juris Doctor degree from Ateneo de Manila University. |
| Jennifer C. Lee Assistant Corporate Secretary | Atty. Lee, 40, Filipino, was appointed as the Company's Assistant Corporate Secretary on 21 December 2022. She is also the Assistant Corporate Secretary of FLI and FILRT. She joined the Corporate, Tax, and Compliance Division of the Legal Department of FLI in July 2021. Prior to joining FLI, she was an associate in Quasha Law and Migallos & Luna Offices. She obtained her Juris Doctor degree from the University of the Philippines - Diliman and her Bachelor of Science in Commerce, Major in Legal Management from De La Salle University - Manila. |

Item 10. Executive Compensation

The aggregate compensation paid or incurred during the last two (2) fiscal years and the estimate for this year are as follows:

(1) President and four (4) most highly compensated executive officers

| In million pesos | Year | Annual Compensation | Other Annual Compensati on (P) | Total (P) | |
|--|--------------------|------------------------|---|---------------------------|--|
| President and four (4) | 2025 (estimate) | - | - | - | |
| most highly compensated executive officers | 2024 | - | - | - | |
| executive officers | 2023 | - | - | - | |
| Year | | Name | Positio | n/Title | |
| 2024 | Francis V. Ce | eballos | President/CEO | | |
| | Francis Nath | aniel C. Gotianun | Chairman of the Board | | |
| | Nancy R. Riv | rera | Treasurer/CFC |) | |

The officers of the Company do not receive compensation from the Company and as such, the officers are paid by the other entities within the Filinvest Group.

(2) Compensation of directors and officers as a group

| In million pesos | Year | Annual Compensation | Other Annual Compensati on (P) | Total (₽) |
|--|--------------------|------------------------|---|--------------|
| President and four (4) | 2025 (estimate) | 1 | 1 | - |
| most highly compensated executive officers | 2024 | - | - | - |
| executive officers | 2023 | - | - | - |

The above table contains the details of the compensation of directors and officers of the Company. In view of possible security risks, The Company opted to disclose on an aggregate basis as a group. Non-executive directors and/or independent directors receive a per diem of Php 50,000.00 for every Board meeting attended and Php 50,000.00 for every Board committee meeting attended. Other than these fees, the non-executive directors do not receive any share options, profit sharing, bonus or other forms of emoluments. While being non-executive directors, Francis Nathaniel C. Gotianun and Ms. Ana Venus A. Mejia do not receive per diem in their capacity as directors of the Company and members of the board committees.

Total compensation received by non-executive directors and/or independent directors for the year 2024 is Php 1,200,000.00 for their attendance in meetings of the Board and Board Committees.

Other than discussed in the Information Statement, there are no other existing arrangements for the payment of compensation or remuneration to the directors in their capacity as such, but the Company may, without any obligation, grant additional compensation if certain performance driven goals are met, subject to such approvals as may be required by law.

Item 11. Security Ownership of Certain Beneficial Owners and Management

The names, addresses, citizenship, number of shares held, and percentage to total of persons owning more than five percent (5%) of the outstanding voting shares of FOSI as of 31 December 2024 are as follows:

| Title of Class of Securities | Name/ Address of Record Owner and Relationship with FOSI | Name of Beneficial Owner/ Relationship with Record Owner | Citizenship | No. of Shares Held | % of Ownership |
|------------------------------------|---|---|-------------|--------------------------|-------------------|
| Common | Filinvest Hospitality Corporation 8th Floor, Vector Two Building, Northgate Cyberzone, Filinvest City, Alabang, Muntinlupa City | Same as the Record Owner | Filipino | 3,995 | 99.9% |

Except as stated above, the Board of Directors and Management of the Company have no knowledge of any person who, as of the date of the Information Statement, was directly or indirectly the beneficial owner of more than five percent (5%) of the Company's outstanding shares or who has voting power or investment power with respect to shares comprising more than five percent (5%) of the Company's outstanding common stock.

Total number of shares of all record and beneficial owners is 4,000 common shares representing 100% of the total issued and outstanding common shares.

As of 31 December 2024, there is no voting share of FOSI which is owned by foreigners.

The names, citizenship, number of shares held and percentage to total of persons forming part of the Board of Directors and Management of the Company as of 31 December 2024 are as follows:

| Title of Class of Securities | Name | Amount and Nature of Ownership | Citizenship | Percentage of Ownership |
|------------------------------------|--------------------------------|--------------------------------------|-------------|----------------------------|
| Common | Francis V. Ceballos | 1 Common (D) | Filipino | 0.025% (D) |
| Common | Francis Nathaniel C. Gotianun | 1 Common (D) | Filipino | 0.025% (D |
| Common | Ana Venus A. Mejia | 1 Common (D) | Filipino | 0.025% (D) |
| Common | William Michael V. Valtos, Jr. | 1 Common (D) | Filipino | 0.025% (D) |
| Common | Nicasio C. Cabaneiro | 1 Common (D) | Filipino | 0.025% (D) |
| N.A. | Nancy R. Rivera | 0 | Filipino | N.A. |
| N.A. | Katrina O. Clemente-Lua | 0 | Filipino | N.A. |
| N.A. | Jennifer C. Lee | 0 | Filipino | N.A. |

Total ownership of all directors and officers as a group as of 31 December 2024 is 0.1% of the total issued and outstanding common shares of stock.

No person holds more than 5% of the common stock under a voting trust or similar agreement.

There are no arrangements which may result in a change in control of FOSI. There has been no change in control of FOSI since the beginning of the last fiscal year.

Item 12. Certain Relationships and Related Transactions

The Company has entered into various transactions with related parties. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making financial and operating decision or the parties are subject to common control or common significant influence. Related parties may be individuals or corporate entities. Affiliates are entities under common control of the Parent Company, FDC and ALGI. Related Party transactions are further discussed in the Notes to Financial Statements.

PART IV - CORPORATE GOVERNANCE

Item 13. Corporate Governance

Compliance with Leading Practices on Corporate Governance

FOSI is in substantial compliance with its Manual for Corporate Governance as demonstrated by the following: (a) the election of two (2) independent directors to the Board; (b) the appointment of members of the Board Committees, namely the Executive Committee, the Audit & Risk Management Oversight Committee, the Corporate Governance Committee, and the Related-Party Transaction Committee; (c) the timely submission to the SEC of reports and disclosures required under the Securities Regulation Code; (d) FOSI's adherence to national and local laws pertaining to its operations; and (e) the observance of applicable accounting standards.

In order to keep itself abreast with the leading practices on corporate governance, FOSI requires the members of the Board and officers to attend and participate in seminars on corporate governance conducted by SEC-accredited institutions. In this connection, the directors and officers of the Company attended the Annual Corporate Governance Training conducted by the Center for Global Best Practices last December 10, 2024. FOSI constantly reviews its corporate governance practices and welcomes proposals, especially from institutions and entities such as the SEC and the Institute of Corporate Directors, to improve its corporate governance.

There is no deviation from the Company's Manual on Corporate Governance.

PART V - EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

(a) Exhibits

Exhibits as indicated in the Index to Exhibits are either not applicable to the Company or require no answer.

(b) Reports on SEC Form 17-C

FOSI fully complied with the regulatory requirements of the SEC. Below is the list of the Company's reportorial compliance reports filed in year 2024.

| Type of Filing | Number of Filings |
|--|-------------------|
| Quarterly Report (17-Q) | 3 |
| Current Report (17-C) | 17 |
| Initial Statement of Beneficial Ownership of Securities (23-A) | 1 |
| Notification of Inability to File All or Any Portion of SEC FORM 17-A or 17Q | 2 |

SIGNATURES

| | | undersigned, thereunto | of the Corporation Code, this duly authorized, in the City of |
|---|---|--|--|
| FRANCIS V. CEBALLOS President and Chief Executive NANCY R. RIVERA Treasurer and Chief Finance | Officer | | |
| KATRINA O. CLEMENTE-L Corporate Secretary | UA | | w) |
| SUBSCRIBED AND to me their government issue | SWORN to before me | | 2025, Affiant(s) exhibiting |
| NAMES | GOVT ISSUED ID | DATE OF ISSUE | PLACE OF ISSUE |
| Francis V. Ceballos Nancy R. Rivera Katrina O. Clemente-Lua | PRC ID No. 0003089 Driver's license No. N01-00-251719 Philippine Passport No. P2463944B | 07 Apr 2011 15 Sep 2021 06 July 2019 | LTO Cainta, Rizal DFA NCR South |
| Doc. No. 21 | | RO. | OR CITY OF MANDALUYONG 5 VALID UNTIL DECEMBER 31, 2026 LL NO. 53970 3 0. 011302; 12-28-12; RIZAL |

INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES

Form 17 A, Item 7

Consolidated Financial Statements

- 1. Statement of Management's Responsibility for Financial Statements
- 2. Independent Auditor's Report on Consolidated Financial Statements
- 3. Consolidated Statements of Financial Position as of December 31, 2024 and 2023
- 4. Consolidated Statements of Income for the years ended December 31, 2024, 2023, and 2022
- 5. Consolidated Statements of Cash Flows for the years ended December 31, 2024, 2023, and 2022
- 6. Notes to Consolidated Financial Statements

Supplementary Schedules

Annex A: Reconciliation of Retained Earnings Available for Dividend Declaration

Annex B: Map Showing the Relationships Between and Among the Company and its Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries, Associates, Wherever Located or Registered

Annex C: Supplementary Schedules Required by Annex 68-J

- 1. Schedule A. Financial Assets
- Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)
- 3. Schedule C. Amounts Receivable from Related Parties which are Eliminated During the Consolidation of Financial Statements
- 4. Schedule D. Long-term Debt
- 5. Schedule E. Indebtedness to Related Parties
- 6. Schedule F. Guarantees of Securities of Other Issuers
- 7. Schedule G. Capital Stock



STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **FORA SERVICES, INC.** 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.

SyCip Gorres Velayo & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

FRANCIS NATHANIEL C. GOTIANUN

Chairman of the Board

FRANCIS V. CEBALLOS

President / Chief Executive Officer

NANCY R. RIVERA

Treasurer and Chief Financial Officer

Signed this 10th day of April 2025.

Fora Rotunda Tagaytay, Emilio Aguinaldo Highway Silang Crossing East, Tagaytay, 4120 Cavite

COVER SHEET

AUDITED FINANCIAL STATEMENTS

| | | | | | | | | | | | | | | | | | | | SEC | Regis | stratio | n Nu | mber | | | | | | |
|-----|--|----------|--------|--------|---------------|-------|------|-------|-------|----------------------|-------|------|--------|--------|--------------|--------|--------|---------|----------|-----------------|---------|------|-------|---------|----------|---------|--------|--------|-----|
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| N | E | S | S | | A | S | | Q | U | E | S | T | | Н | O | T | E | L | | T | A | G | A | Y | T | A | Y | | |
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| PRI | PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province) | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| | | Со | mpan | y's E | mail <i>P</i> | Addre | SS | | | | | Coi | mpan | y's Te | elepho | ne N | umbe | r | | - | | | | Mobil | e Nur | nber | | | |
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| F | ora | Ro | tun | da T | Гaga | ayta | y, G | Gene | eral | Em | | | | | Hig y, 41 | | | | g Ju | unct | ion, | Ba | ran | gay | Sila | ng (| Cro | ssin | g |

- 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 of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.





SyCip Gorres Velayo & Co. 6760 Ayala Avenue 1226 Makati City Philippines Tel: (632) 8891 0307 Fax: (632) 8819 0872

sgv.ph

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders Fora Services, Inc. doing business as Quest Hotel Tagaytay Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway Silang Junction, Barangay Silang Crossing East Tagaytay, 4120 Cavite

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Fora Services, Inc. doing business as Quest Hotel Tagaytay (the Company), which comprise the statements of financial position as at December 31, 2024 and 2023, and statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2024, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying 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 three years in the period ended December 31, 2024 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 *Auditor's Responsibilities for the Audit of the 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 our audit of the 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.

Other Information

Management is responsible for Other Information. Other Information comprises the information included in 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 financial statements and our auditor's report thereon. 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 auditor's report.

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





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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS Accounting Standards, 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 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 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 auditor's report to the related disclosures in the 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 auditor's 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 financial statements, including the disclosures, and whether the 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 audit.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

The supplementary information required under Revenue Regulations 15-2010 for purposes of filing with the Bureau of Internal Revenue is presented by the management of Fora Services, Inc. doing business as Quest Hotel Tagaytay in a separate schedule. Revenue Regulations 15-2010 requires the information to be presented in the notes to financial statements. Such information is not a required part of the basic financial statements. The information is also not required by Revised Securities Regulation Code Rule 68. Our opinion on the basic financial statements is not affected by the presentation of the information in a separate schedule.

SYCIP GORRES VELAYO & CO.

Wanessa G. Salvador

wanesod

Partner

CPA Certificate No. 0118546 Tax Identification No. 248-679-852

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-137-2023, January 25, 2023, valid until January 24, 2026

PTR No. 10465379, January 2, 2025, Makati City

G. Salvador

April 10, 2025





FORA SERVICES, INC. DOING BUSINESS AS QUEST HOTEL TAGAYTAY

STATEMENTS OF FINANCIAL POSITION

| | December 3 | | | |
|---|--|---|--|--|
| | 2024 | 2023 | | |
| ASSETS | | | | |
| Current Assets | | | | |
| Cash and cash equivalents (Notes 4 and 12) | ₽60,373,063 | ₽84,873,235 | | |
| Receivables (Note 5) | 12,131,568 | 12,216,060 | | |
| Due from related parties (Note 12) | 3,292,335 | 12,902,694 | | |
| Inventories (Note 6) | 975,159 | 1,996,179 | | |
| Other currents assets (Note 7) | 1,149,545 | 2,505,038 | | |
| Total Current Assets | 77,921,670 | 114,493,206 | | |
| Noncurrent Assets | | | | |
| Property and equipment (Note 8) | 9,655,624 | 1,098,191 | | |
| Software cost (Note 9) | 542,139 | 856,587 | | |
| Total Noncurrent Assets | 10,197,763 | 1,954,778 | | |
| | ₽88,119,433 | ₽116,447,984 | | |
| | | | | |
| LIABILITIES AND EQUITY | | | | |
| Current Liabilities | | | | |
| Accounts and other payables (Notes 10 and 12) | ₽31,138,457 | ₽35,914,770 | | |
| Contract liabilities (Note 13) | 1,363,886 | 1,233,649 | | |
| Due to related parties (Note 12) | 5,144,768 | | | |
| Income tax payable | | 18,083,250 | | |
| | 357,396 | 18,083,250 1,313,126 | | |
| Total Current Liabilities | | | | |
| | 357,396 | 18,083,250 1,313,126 | | |
| Total Current Liabilities Noncurrent Liabilities Retirement liabilities | 357,396 38,004,507 | 18,083,250 1,313,126 | | |
| Noncurrent Liabilities Retirement liabilities | 357,396 38,004,507 430,691 | 18,083,250 1,313,126 56,544,795 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) | 357,396 38,004,507 430,691 37,756,700 | 18,083,250 1,313,126 56,544,795 - 37,756,700 | | |
| Noncurrent Liabilities Retirement liabilities | 357,396 38,004,507 430,691 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities | 357,396 38,004,507 430,691 37,756,700 38,187,391 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities Equity | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities Equity Capital stock (Note 16) | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities Equity Capital stock (Note 16) Remeasurement loss on retirement plan – net | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities Equity Capital stock (Note 16) Remeasurement loss on retirement plan – net Retained earnings (Note 16) | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 400,000 (153,832) | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 - 400,000 - | | |
| Noncurrent Liabilities Retirement liabilities Participation liabilities (Notes 11 and 12) Total Noncurrent Liabilities Total Liabilities Equity Capital stock (Note 16) Remeasurement loss on retirement plan – net Retained earnings (Note 16) Appropriated | 357,396 38,004,507 430,691 37,756,700 38,187,391 76,191,898 400,000 (153,832) 10,207,973 | 18,083,250 1,313,126 56,544,795 - 37,756,700 37,756,700 94,301,495 | | |

See accompanying Notes to Financial Statements.



FORA SERVICES, INC. DOING BUSINESS AS QUEST HOTEL TAGAYTAY

STATEMENTS OF COMPREHENSIVE INCOME

| | Years Ended December 31 | | | | | | |
|---|-------------------------|----------------|-------------|--|--|--|--|
| | 2024 | 2023 | 2022 | | | | |
| REVENUE AND INCOME | | | | | | | |
| Revenue from services | | | | | | | |
| Rooms | ₽ 99,364,817 | ₽97,752,161 | ₽80,368,185 | | | | |
| Other operating departments | 1,834,035 | 2,005,361 | 767,124 | | | | |
| Miscellaneous | 757 | 373,161 | 737,716 | | | | |
| | 101,199,609 | 100,130,683 | 81,873,025 | | | | |
| COST OF SERVICES (Note 14) | 47,060,797 | 49,185,836 | 44,026,324 | | | | |
| GENERAL AND ADMINISTRATIVE | | | | | | | |
| EXPENSES (Note 15) | 41,412,449 | 38,518,102 | 33,015,365 | | | | |
| FINANCE INCOME (EXPENSE) | | | | | | | |
| Interest expense (Notes 11 and 12) | (24,216,909) | (4,555,961) | _ | | | | |
| Interest income (Note 4) | 3,009,840 | 2,531,186 | 823,206 | | | | |
| Income from insurance claims (Note 13) | , , , <u> </u> | , , , <u> </u> | 9,467,928 | | | | |
| | (21,207,069) | (2,024,775) | 10,291,134 | | | | |
| INCOME (LOSS) BEFORE INCOME TAX | (8,480,706) | 10,401,970 | 15,122,470 | | | | |
| PROVISION FOR INCOME TAX (Note 17) | 1,584,416 | 2,495,026 | 3,740,634 | | | | |
| NET INCOME (LOSS) | (10,065,122) | 7,906,944 | 11,381,836 | | | | |
| OTHER COMPREHENSIVE LOSS | | | | | | | |
| Other comprehensive loss not to be reclassified to profit or loss | | | | | | | |
| Remeasurements loss on retirement plan | 153,832 | | | | | | |
| TOTAL COMPREHENSIVE INCOME | | | | | | | |
| (LOSS) | (₱10,218,954) | ₽7,906,944 | ₽11,381,836 | | | | |

See accompanying Notes to Financial Statements.



STATEMENTS OF CHANGES IN EQUITY

| | Years Ended December 31 | | | |
|--|--------------------------------|----------------|----------------|--|
| | 2024 | 2023 | 2022 | |
| CAPITAL STOCK (Note 16) | | | | |
| Balances at beginning and end of year | ₽400,000 | ₽400,000 | ₽400,000 | |
| RETAINED EARNINGS (Note 16) | | | | |
| Unappropriated retained earnings | | | | |
| Balances at beginning of year | 21,746,489 | 13,839,545 | 2,457,709 | |
| Net income (loss) | (10,065,122) | 7,906,944 | 11,381,836 | |
| Appropriation of retained earnings | (10,207,973) | , , , <u> </u> | , , , <u> </u> | |
| Balances at end of year | 1,473,394 | 21,746,489 | 13,839,545 | |
| | | | | |
| Appropriated retained earnings | | | | |
| Balances at beginning of year | _ | _ | _ | |
| Appropriation of retained earnings | 10,207,973 | _ | _ | |
| Balances at end of year | 10,207,973 | _ | _ | |
| Total retained earnings | 11,681,367 | 21,746,489 | 13,839,545 | |
| | | | | |
| REMEASUREMENT LOSS ON | | | | |
| RETIREMENT PLAN | | | | |
| Balances at beginning of year | _ | _ | _ | |
| Other comprehensive income during year | (153,832) | _ | _ | |
| Balances at end of year | (153,832) | <u> </u> | _ | |
| | | | | |
| | ₽11,927,535 | ₽22,146,489 | ₽14,239,545 | |

See accompanying Notes to Financial Statements.



STATEMENTS OF CASH FLOWS

| | Years Ended December 31 | | |
|--|---------------------------|--------------|-------------|
| | 2024 | 2023 | 2022 |
| CASH FLOWS FROM OPERATING | | | |
| ACTIVITIES | | | |
| Income before income tax | (P 8,480,706) | ₽10,401,970 | ₽15,122,470 |
| Adjustments for: | (10,100,100) | 110,101,570 | 110,122,170 |
| Depreciation and amortization | | | |
| (Notes 8, 9 and 15) | 3,753,323 | 680,556 | 360,563 |
| Interest expense (Notes 11 and 12) | 24,216,909 | 4,555,961 | _ |
| Interest income (Note 4) | (3,009,840) | (2,531,186) | (823,206) |
| Pension expense | 276,859 | | |
| Income from insurance claims (Note 13) | ´ - | _ | (9,467,928) |
| Operating income before working capital changes | 16,756,545 | 13,107,301 | 5,191,899 |
| Changes in operating assets and liabilities: | | | |
| Decrease (increase) in: | | | |
| Receivables | 84,492 | (679,119) | 1,281,043 |
| Due from related parties | 9,610,359 | (8,819,488) | (4,083,206) |
| Inventories | 1,021,020 | (322,821) | (509,296) |
| Other current assets | 1,355,493 | (980,937) | 3,674,074 |
| Increase (decrease) in: | | | |
| Account and other payables | (19,836,217) | (36,719,418) | 26,748,073 |
| Contract liabilities | 130,237 | (1,966,532) | 2,473,674 |
| Due to related parties | (12,938,482) | (9,327,611) | (7,840,411) |
| Net cash generated from (used in) operations | (3,816,553) | (45,708,625) | 26,935,850 |
| Insurance claims received | _ | _ | 9,467,928 |
| Interest received | 3,009,840 | 2,531,186 | 823,206 |
| Income taxes paid | (2,540,146) | (1,181,900) | (3,740,634) |
| Net cash provided by (used in) operating activities | (3,346,859) | (44,359,339) | 33,486,350 |
| CASH FLOW FROM INVESTING ACTIVITIES | | | |
| Additions to: | | | |
| Property and equipment (Note 8) | (11,996,308) | (908,289) | (712,703) |
| Software cost (Note 9) | (11,550,500) | (766,210) | (130,534) |
| Cash used in investing activities | (11,996,308) | (1,674,499) | (843,237) |
| | (11,550,000) | (1,071,122) | (0.13,237) |
| CASH FLOWS FROM FINANCING | | | |
| ACTIVITIES | | | |
| Proceeds from issuance of Certificate of Participation | | 25 55 6 500 | |
| (Note 11) | - | 37,756,700 | _ |
| Interest paid (Notes 10 and 11) | (9,157,005) | - | _ |
| Net cash provided by (used in) financing activities | (9,157,005) | 37,756,700 | |
| NET INCREASE (DECREASE) IN | | | |
| CASH AND CASH EQUIVALENTS | (24,500,172) | (8,277,138) | 32,643,113 |
| CASH AND CASH EQUIVALENTS | | | |
| AT BEGINNING OF YEAR | 84,873,235 | 93,150,373 | 60,507,260 |
| CASH AND CASH EQUIVALENTS | | | |
| AT END OF YEAR (Note 4) | ₽60,373,063 | ₽84,873,235 | ₽93,150,373 |

See accompanying Notes to Financial Statements.



NOTES TO FINANCIAL STATEMENTS

1. Corporate Information

Fora Services, Inc. doing business as Quest Hotel Tagaytay (the Company), a wholly owned subsidiary of Filinvest Hospitality Corporation, (FHC or Parent Company), was incorporated in the Philippines and was registered with Philippine Securities and Exchange Commissions (SEC) on August 24, 2018. Its primary purpose is to purchase and own real properties and personal property of all kinds to sell, lease, maintain and manage.

The Company also has secondary license to offer 164 Certificates of Participation to the public as approved by the SEC on May 17, 2023 (see Note 11).

The Company's registered address is Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway, Silang Junction, Barangay Silang Crossing East, Tagaytay, 4120 Cavite.

The Parent Company is a subsidiary of Filinvest Development Corporation (FDC), a publicly listed corporation. FDC is a subsidiary of A.L. Gotianun, Inc. (ALGI). FHC, FDC and ALGI are incorporated and domiciled in the Philippines.

Approval of the Financial Statements

The financial statements of the Company as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024 were approved and authorized for issue by the BOD on April 10, 2025.

2. Material Accounting Policy Information

Basis of Preparation

The financial statements of the Company have been prepared on a historical cost basis and are presented in Philippine Peso (\mathbb{P}), which is also the Company's functional currency. All amounts are rounded off to the nearest Peso, except when otherwise indicated.

Statement of Compliance

The financial statements of the Company have been prepared in compliance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

New Standards, Interpretations and Amendments

The accounting policies adopted in the preparation of the Company's financial statements are consistent with those of the previous financial years, except for the adoption of the following which became effective beginning January 1, 2024. The adoption of the following pronouncements does not have significant impact to the Company's financial statements.

- Amendments to PAS 1, Classification of Liabilities as Current or Non-current
- Amendments to PFRS 16, Lease Liability in a Sale and Leaseback
- Amendments to PAS 7 and PFRS 7, Disclosures: Supplier Finance Arrangements



Standards, Amendments and Interpretations Issued but not yet Effective

Pronouncements issued but not yet effective are listed below. The Company intends to adopt the following pronouncements when they become effective. Adoption of these pronouncements is not expected to have a significant impact on the Company's financial statements unless otherwise indicated.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*
- Amendments to PAS 21, Lack of Exchangeability

Effective beginning on or after January 1, 2026

- Amendments to PFRS 9 and PFRS 7, Classification and Measurement of Financial Instruments
- Annual Improvements to PFRS Accounting Standards—Volume 11
 - o Amendments to PFRS 1, Hedge Accounting by a First-time Adopter
 - o Amendments to PFRS 7, Gain or Loss on Derecognition
 - o Amendments to PFRS 9, Lessee Derecognition of Lease Liabilities and Transaction Price
 - o Amendments to PFRS 10, Determination of a 'De Facto Agent'
 - o Amendments to PAS 7, Cost Method

Effective beginning on or after January 1, 2027

- PFRS 18, Presentation and Disclosure in Financial Statements
- PFRS 19, Subsidiaries without Public Accountability

Deferred effectivity

Amendments to PFRS 10, Consolidated Financial Statements, and PAS 28, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Material Accounting Policies

The following accounting policies were applied in preparation of the Company's financial statements:

Financial Instruments - initial recognition, subsequent measurement and impairment

As of December 31, 2024 and 2023, the financial assets of the Company are classified at initial recognition as subsequently measured at amortized cost. In order for a financial asset to be classified and measured at amortized cost, it needs to give rise to cash flows that are 'solely payments of principal and interest' on the principal amount outstanding. This assessment is referred to as the 'solely payments of principal and interest test' and is performed at an instrument level.

As of December 31, 2024 and 2023, the Company's financial assets at amortized cost include cash and cash equivalents, receivables and due from related parties and security deposits (presented under other current assets).

The Company recognizes an allowance for expected credit loss (ECL) for all financial assets at amortized costs. The Company applies the following approach in estimating its allowance for ECL (a) low credit risk simplification approach for cash and cash equivalents; and (b) general approach for receivables and due from related parties.

The Company considers a financial asset in default when contractual payments are thirty (30) days past their due dates.



Financial liabilities - initial recognition and subsequent measurement

As of December 31, 2024 and 2023, the Company's financial liabilities pertain to loans and borrowings. These financial liabilities are recognized initially at fair value, net of directly attributable transaction costs and subsequently measured at amortized cost using effective interest method.

As of December 31, 2024 and 2023, the Company's financial liabilities include accounts and other payables, due to related parties, participation liabilities and other obligations that meet the above definition (other than liabilities covered by other accounting standards, such as, income tax payable, and other statutory liabilities).

Property and Equipment

Property and equipment consist of machineries, tools and computer equipment. Property and equipment are stated at cost less accumulated depreciation and any impairment in value. The initial cost of property and equipment consists of its purchase price, including import duties, taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Depreciation is calculated on a straight-line method over the estimated useful lives (EUL) of the assets. The Company assessed that the useful life of property and equipment is three (3) years.

An item of property and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is included in the statement of comprehensive income when the asset is derecognized.

Software Costs

Software acquired separately is measured on initial recognition at cost. Following initial recognition, capitalized software is carried at cost less accumulated amortization and any accumulated impairment losses. The capitalized software is amortized on a straight-line basis over its estimated useful life of five (5) years.

Other Current Assets

Other assets are carried at costs and pertain to resources controlled by the Company as a result of past events and from which future economic benefits are expected to flow to the Company. These assets are regularly evaluated for any impairment in value. These comprise of input value-added tax (VAT), creditable withholding taxes, prepaid expenses and advances to suppliers and employees.

Impairment of Nonfinancial Assets

The Company assesses at each financial reporting date whether there is an indication that its nonfinancial (e.g., property and equipment and software costs) 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 (CGUs) fair value less costs to sell and its value in use (VIU) and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Company.

When 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 VIU, 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 loss is charged to operations in the year in which it arises.



Retirement Liabilities

Retirement liabilities is actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. Actuarial valuations are conducted with sufficient regularity, with option to accelerate when significant changes to underlying assumptions occur. Pension costs include current service and interest. Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income (OCI) in the period in which they arise. Remeasurements are not reclassified to the statement of income in subsequent periods.

Equity

Capital stock

Capital stock is measured at par value for all shares issued.

Retained earnings

Retained earnings represents the accumulated net income (losses) of the Company and stock issuance costs.

Revenue Recognition

The Company primarily derives its revenue from room related services and other operating departments. 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 Company expects to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company has generally concluded that it is acting as principal in all of its revenue arrangements.

The following specific recognition criteria must also be met before revenue is recognized.

Revenues from rooms and other operating departments

Revenues from rooms and other departments are recognized over the time the related services are rendered and/or facilities and amenities are used.

Income from insurance claim

Income from insurance claim is recognized when receipt is virtually certain or upon acceptance of the settlement offer from insurance company.

Contract Balances

Contract receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made. Contract liabilities are recognized as revenue when the Company performs under the contract.



The contract liabilities also include payments received by the Company from the customers for which revenue recognition has not yet commenced. Accordingly, funds deposited by customers before event/service occurs (guest deposits) are recorded as contract liabilities until services are provided or goods are delivered.

Costs and Expenses Recognition

Direct costs and operating expenses are decreases in economic benefits during the accounting period in the form of outflows or depletion of assets or decrease of liabilities. These are measured at the amount paid or payable and are recognized when incurred.

Income Taxes

Current tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws use to compute the amount are those that are enacted or substantially enacted at the reporting date.

Deferred tax

Deferred tax is provided on all taxable 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 with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences and unused net operating loss carryover (NOLCO), to the extent that it is probable that the taxable profit will be available against which the deductible temporary differences and NOLCO can be utilized.

Segment Reporting

The Company's operating businesses are organized and managed according to the nature of the products and services provided. The Company has determined that it is operating as one operating segment as of and for the years ended December 31, 2024 and 2023 (see Note 18).

3. Management's Accounting Judgments and Use of Estimates

The preparation of the Company's financial statements in compliance with PFRS Accounting Standards requires management to make judgments, estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Future events may occur which can cause the assumptions used in arriving at those estimates to change. The effects of any changes in estimates will be reflected in the financial statements as they become reasonably determinable.

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

Use of Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation of uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and within the next financial year are discussed below:

Evaluation of impairment of receivables

The Company 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. The assessment of the correlation between historical observed default rates, forecast economic conditions

and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

As of December 31, 2024 and 2023, the carrying value of receivables amounted to ₱12.13 million and ₱12.22 million, respectively. There is no provision for ECL recognized in 2024 and 2023 (see Note 5).

4. Cash and Cash Equivalents

This account consists of

| | 2024 | 2023 |
|----------------------------|------------------|-------------|
| Cash on hand | ₽ 410,000 | ₽1,104,453 |
| Cash in banks (Note 12) | 18,726,253 | 58,535,550 |
| Cash equivalents (Note 12) | 41,236,810 | 25,233,232 |
| | ₽60,373,063 | ₽84,873,235 |

Cash in banks earn interest at the prevailing bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods up to 3 months and earns interest at the prevailing short-term investment rate of 3.27% to 6.00% and 3.00% to 5.00% in 2024 and 2023, respectively.

Interest income earned from cash and cash equivalents amounted to P3.01 million, P2.53 million and P0.82 million in 2024, 2023 and 2022, respectively (see Note 12).

There are no restrictions on the Company's cash and cash equivalents as of December 31, 2024 and 2023.

5. Receivables

This account consists of:

| | 2024 | 2023 |
|--|-------------------|-------------|
| Contract receivables: | | |
| Corporate, travel agency and individuals | ₽8,399,441 | ₽9,871,433 |
| Credit cards | 3,338,683 | 1,265,759 |
| Guest ledger | 169,778 | 460,802 |
| Others | 223,666 | 618,066 |
| | ₽12,131,568 | ₽12,216,060 |

Corporate, travel agency and individuals pertain to receivables classified by market segments and are due within 30 to 90 days from billing.



Credit cards pertain to receivables from banks for sales settled through credit cards and are usually collectible within three (3) to five (5) days from transaction date.

Guest ledger pertains to receivables from in-house guests and are collectible once the guest checks out from the hotel.

Others pertain to advances to employees, third party receivables related to utilities and other reimbursables subject to liquidation.

6. Inventories

This account consists of:

| | 2024 | 2023 |
|----------|----------|------------|
| Supplies | ₽724,965 | ₽1,655,476 |
| Fuel | 250,194 | 340,703 |
| | ₽975,159 | ₽1,996,179 |

Supplies include guest, engineering, cleaning and other operating supplies used to assist in day-to-day operations of the Company.

Fuel pertains to fuel and oils used in the day-to-day operations.

The cost of inventories recognized as part of "Cost of services" in the statement of comprehensive income amounted to ₱2.38 million, ₱2.68 million and ₱2.66 million in 2024, 2023 and 2022, respectively (see Note 14).

7. Other Current Assets

This account consists of:

| | 2024 | 2023 |
|-----------------------------|------------------|------------|
| Prepaid expenses | ₽ 795,665 | ₽1,630,318 |
| Input value-added tax (VAT) | 344,680 | 254,434 |
| Security deposits | 9,200 | 9,200 |
| Advances to suppliers | _ | 611,086 |
| | ₽1,149,545 | ₽2,505,038 |

Prepaid expenses pertain to the Company's prepayments on insurance and subscriptions. These are recognized as expense over a period not exceeding 12 months.

Input VAT are imposed on the Company by its suppliers and contractors for the acquisition of goods and services which can be applied against output VAT or can be claimed as tax credits.

Advances to suppliers are down payments made to the suppliers for acquisitions of guest supplies and software costs. These are applied against billings which are received after the delivery of items and completion of services.



8. Property and Equipment

The rollforward analysis of this account follows:

| | 2024 | | | | |
|--------------------------|---------------------------------------|----------|--------------------------|-----------------------------------|------------|
| | Machineries Tools and Equipment | Vehicles | Computer Fo Equipment | urniture, Fixtures & Equipment | Total |
| Cost | | | | | |
| At beginning of year | ₽673,395 | ₽- | ₽947,597 | ₽- | ₽1,620,992 |
| Additions | _ | 733,650 | _ | 11,262,658 | 11,996,308 |
| At end of year | 673,395 | 733,650 | 947,597 | 11,262,658 | 13,617,300 |
| Accumulated Depreciation | | | | | |
| At beginning of year | 183,876 | _ | 338,925 | _ | 522,801 |
| Depreciation (Note 15) | 224,465 | 183,412 | 315,866 | 2,715,132 | 3,438,875 |
| At end of year | 408,341 | 183,412 | 654,791 | 2,715,132 | 3,961,676 |
| Net Book Values | ₽265,054 | ₽550,238 | ₽292,806 | ₽8,547,526 | ₽9,655,624 |

| | | | 2023 | | |
|--------------------------|--------------|----------|---------------|--------------------|------------|
| | Machineries, | | | | |
| | Tools and | | Computer Furi | niture, Fixtures & | |
| | Equipment | Vehicles | Equipment | Equipment | Total |
| Cost | | | | | |
| At beginning of year | ₽456,007 | ₽- | ₽256,696 | ₽- | ₽712,703 |
| Additions | 217,388 | _ | 690,901 | _ | 908,289 |
| At end of year | 673,395 | - | 947,597 | - | 1,620,992 |
| Accumulated Depreciation | | - | | - | |
| At beginning of year | 102,101 | _ | 33,296 | - | 135,397 |
| Depreciation (Note 15) | 81,775 | _ | 305,629 | _ | 387,404 |
| At end of year | 183,876 | - | 338,925 | - | 522,801 |
| Net Book Values | ₽489,519 | ₽- | ₽608,672 | ₽- | ₽1,098,191 |

The Company's property and equipment are not pledged or used as collateral to secure any obligation as of December 31, 2024 and 2023.

9. Software Costs

The rollforward analysis of this account follows:

| | 2024 | 2023 |
|---------------------------------|--------------------|-----------|
| Cost | | |
| Balances at beginning of year | ₽ 1,572,243 | ₽806,033 |
| Additions | _ | 766,210 |
| Balances at end of year | 1,572,243 | 1,572,243 |
| Accumulated Amortization | | |
| Balances at beginning of year | 715,656 | 422,504 |
| Amortization (Note 15) | 314,448 | 293,152 |
| Balances at end of year | 1,030,104 | 715,656 |
| Net Book Value | ₽542,139 | ₽856,587 |



10. Accounts and Other Payables

This account consists of:

| | 2024 | 2023 |
|-------------------------------------|-------------|-------------|
| Accrued interest payables (Note 11) | ₽13,861,291 | ₽3,644,769 |
| Trade payables | 6,315,361 | 16,337,862 |
| Accrued expenses | 4,270,824 | 11,450,749 |
| Wages and employee-related payables | 1,235,738 | 2,489,718 |
| Regulatory payable | 5,455,243 | 1,991,672 |
| | ₽31,138,457 | ₽35,914,770 |

Accrued interest payables pertain to interest payable to certificate holders and FLI, excluding withholding taxes (see Notes 11 and 12).

Trade payable consists of payables to suppliers and service providers for various acquisitions of goods and services used in the operations of the Company. These are normally settled on a 30-day term.

Accrued expenses represent accruals on rent, telephone, light and water, security services and other expenses that are normally settled on a 30-day term upon receipt of billing.

Wages and employee-related payables include employees' share on the additional service fees charged to customers. These are normally settled within one month.

Regulatory payable includes local taxes, deferred output VAT, expanded withholding taxes and taxes withheld on employee compensation and benefits.

11. Participation Liabilities

The Company entered into Condotel Participation Agreements (the Agreements) with unit buyers (the Participants) of the Fora Condotel Tower 1 (Condotel Project) with a term of 25 years. Pursuant to the provisions of the Agreement, the Participant shall pay the Company the Joining Fee, which shall be returned without interest at the end of the term of the Condotel Project, and the Company shall manage and operate the Participants' contributed units.

The Company may terminate the Agreements upon reasonable determination that the operation of the Condotel Project can no longer be sustained due to operating losses. In such event, the Company shall return the amount of the Joining Fee, pro rata, received from the participants.

The Unit Buyers' participation interest in the Condotel Project shall be evidenced by Certificates. Each of the Certificate of Participation corresponds to the 164 units in the Condotel Project. The SEC through its SEC MSRD Order No. 25, Series of 2023 issued on May 17, 2023, approved the registration of said 164 Certificates of Participation. The SEC likewise issued the Certificate of Permit to Offer Securities for Sale for said 164 Certificates, on the same date.

Relative to the Agreement, the Certificate Holders shall be entitled to: (a) the payment of distributable participation interest on an annual basis, subject to the terms hereof and the Agreement; and, (b) maximum of 14 nights room use privilege in the Condotel Project per calendar year.



The distributable participation interest is based on the participation income accrued within one (1) payment cycle, less provision for corporate income tax, provision for repayment of borrowing, provision for working capital requirements, any uncollected revenue, prepaid taxes during the period, capital expenditure reserve, reserve for joining fee amortization, and adjusted for non-cash transactions and any room use privilege enjoyment.

As of December 31, 2024 and 2023, the Company issued Certificate of Participation for 164 units in the Condotel Project, presented under Participation liabilities in the statement of financial position.

The rollforward analysis of the participation liabilities and distributable participation interest follows:

| | | 2024 | |
|------------------------------|---------------|-----------------------------|-------------|
| | Participation | Distributable participation | |
| | liabilities | interest | Total |
| Balance at beginning of year | ₽37,756,700 | ₽3,644,769 | ₽41,401,469 |
| Interest expense | _ | 24,216,909 | 24,216,909 |
| Interest paid | _ | (9,157,005) | (9,157,005) |
| Final withholding taxes | _ | (4,843,382) | (4,843,382) |
| Balance at end of year | ₽37,756,700 | ₽13,861,291 | ₽51,617,991 |

| _ | | 2023 | |
|------------------------------|---------------|---------------|-------------|
| | | Distributable | |
| | Participation | participation | |
| | liabilities | interest | Total |
| Balance at beginning of year | ₽- | ₽- | ₽- |
| Issuance during the year | 37,756,700 | _ | 37,756,700 |
| Interest expense | _ | 4,555,961 | 4,555,961 |
| Final withholding taxes | _ | (911,192) | (911,192) |
| Balance at end of year | ₽37,756,700 | ₽3,644,769 | ₽41,401,469 |

Distributable participation interest is recognized as part of Accounts and other payables in the statement of financial position as of December 31, 2024 and 2023.

12. Related Party Transactions

The Company has entered into various transactions with related parties. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making financial and operating decision or the parties are subject to common control or common significant influence. Related parties may be individuals or corporate entities. Affiliates are entities under common control of the Parent Company, FDC and ALGI.

Terms and conditions of transactions with related parties

Outstanding balances at year-end are unsecured, interest-free and require settlement in cash, unless otherwise stated. There have been no guarantees provided or received for any related party receivables or payables. As of December 31, 2024 and 2023, the Company has not made any provision for ECL relating to amounts owed by related parties. This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates.



The amounts and balances from the significant related party transaction follows:

| | | | | 2024 | |
|-----------------|--|----------------------------|-------------------------|--|---------------------|
| | | Amount/ Volume | Outstanding balance | Terms | Conditions |
| Cash and c | eash equivalents | Volume | balance | Terms | Conditions |
| Affiliate a. | Cash and cash equivalents (Note 4) | (P 19,905,561) | ₽56,243,279 | Interest-bearing at prevailing market rate | Unrestricted |
| | Interest income | 3,007,592 | _ | Tuto | |
| ua to rala | ated parties | , , | | | |
| в . | Parent Company | (P 1,114,756) | (P 210,389) | Noninterest-bearing; due and demandable | Unsecured |
| c. | Filinvest Land, Inc. (FLI) | (1,516,409) | (857,136) | Noninterest-bearing; due and demandable | Unsecured |
| d. | Fora Restaurants, Inc. (FRI) | (5,943,479) | (371,020) | Noninterest-bearing; due and demandable | Unsecured |
| e. | Chroma Hospitality, Inc. (CHI) | (1,117,824) | (942,674) | Noninterest-bearing; due and demandable | Unsecured |
| f. | Entrata Hotel Services, Inc. (EHSI) | (92,812) | - | Noninterest-bearing; due and demandable | Unsecured |
| f. | Property Specialist Resources, Inc. (PSRI) | (76,972) | (76,972) | Noninterest-bearing; due and demandable | Unsecured |
| f. | Mimosa Cityscapes, Inc. (MCI) | (38,451) | (38,451) | Noninterest-bearing; due and demandable | Unsecured |
| g. | Corporate Technologies, Inc. (CTI) | (4,189,825) | (2,648,126) | Noninterest-bearing; due and demandable | Unsecured |
| h. | Hospitality Enterprise Resources Corp. (HERC) | (7,887,522) | - | Noninterest-bearing; due and demandable | Unsecured |
| | | | (₱5,144,768) | | |
| ue from r | related parties | | | | |
| i. | FLI | (P 11,940,700) | ₽- | Noninterest-bearing; due within 1 year | Unsecured |
| j. | FRI | 1,009,930 | 1,726,860 | Noninterest-bearing; due and demandable | Unsecured |
| j. | CHI | 53,946 | 271,275 | Noninterest-bearing; due and demandable | Unsecured |
| j. | EHSI | (27,735) | - | Noninterest-bearing; due and demandable | Unsecured |
| j. | HERC | 1,294,200 | 1,294,200 | Noninterest-bearing; due and demandable | Unsecured |
| | | | ₽3,292,335 | | |
| ccrued ex | • | D (00 = ==0 | | Noninterest-bearing; | Unsecured |
| c. k. | FLI (Rent) Interest expense | ₱6,085,758 (10,228,851) | ₽_ 13,799,589 | due and demandable Due in May 2025 | Unsecured |
| K. | merest expense | (10,220,031) | ₽13,549,319 | Due in way 2023 | Onsecured |
| articipatio | on liabilities | | | | |
| k. | Joining fee | (P 1,003,900) | ₽26,240,400 | Noninterest-bearing; due in 2048 | Unsecured |
| | | | | 2023 | |
| | | Amount/ | Outstanding | 2023 | |
| | | Volume | balance | Terms | Conditions |
| | ash equivalents | | | | |
| ffiliate a. | Cash and cash equivalents (Note 4) | (P 9,158,064) | ₽76,148,839 | Interest-bearing at prevailing market rate | Unrestricted |
| | Interest income | 2,528,164 | | Tate | |
| ue to rela | ted parties | | | | |
| b. | Parent Company | (59,129) | (288,067) | Noninterest-bearing; due and demandable | Unsecured |
| | Filinvest Land, Inc. (FLI) | 15,071,865 | (2,373,545) | Noninterest-bearing; due and demandable | Unsecured |
| c. | | | (6.214.400) | Noninterest-bearing; | Unsecured |
| c. d. | Fora Restaurants, Inc. (FRI) | (1,248,911) | (6,314,499) | | |
| | Chroma Hospitality, Inc. | (1,248,911) 647,881 | (1,028,891) | due and demandable Noninterest-bearing; | Unsecured |
| d. | Chroma Hospitality, Inc. (CHI) Entrata Hotel Services, Inc. | | (1,028,891) | due and demandable Noninterest-bearing; due and demandable Noninterest-bearing; | Unsecured Unsecured |
| d. e. | Chroma Hospitality, Inc. (CHI) Entrata Hotel Services, Inc. (EHSI) Corporate Technologies, | 647,881 | (1,028,891) (92,812) | due and demandable Noninterest-bearing; due and demandable Noninterest-bearing; due and demandable Noninterest-bearing; | |
| d. e. f. | Chroma Hospitality, Inc. (CHI) Entrata Hotel Services, Inc. (EHSI) | 647,881 27,452 | (1,028,891) (92,812) | due and demandable Noninterest-bearing; due and demandable Noninterest-bearing; due and demandable Noninterest-bearing; due and demandable | Unsecured |

(Forward)



| | | | | 2023 | |
|------------|------------------|-------------|-------------|--|------------|
| | | Amount/ | Outstanding | | |
| | | Volume | balance | Terms | Conditions |
| Due from | related parties | | | | |
| i. | FLI | ₽11,940,700 | ₽11,940,700 | Noninterest-bearing; due within 1 year | Unsecured |
| j. | FRI | (3,345,013) | 716,930 | Noninterest-bearing; due and demandable | Unsecured |
| j. | CHI | 196,066 | 217,329 | Noninterest-bearing; due and demandable | Unsecured |
| j. | EHSI | 27,735 | 27,735 | Noninterest-bearing; due and demandable | Unsecured |
| | | | ₽12,902,694 | | |
| Accrued e. | xpenses | ₽9,264,410 | ₽_ | Noninterest-bearing; | Unsecured |
| c. | FLI (Rent) | | | due and demandable | |
| k. | Interest expense | 3,320,468 | 3,320,468 | Due in May 2024 | Unsecured |
| | | | ₽3,320,468 | | |
| Participat | ion liabilities | | | | |
| k. | Joining fee | ₱27,244,300 | ₽27,244,300 | Noninterest-bearing; due in 2048 | Unsecured |

Significant transactions with related parties are as follows:

- a. The Company maintains cash and cash equivalents with East West Banking Corporation, an entity under common control with FDC.
- b. FHC advanced the Company's costs for incorporation, taxes and licenses and other costs incurred on its pre-opening period.
 - In 2022, the Company entered into an agreement with FHC, wherein the Company is annually charged with admin fee equivalent to one percent (1%) of the Company's gross operating revenue for receiving various administrative functions. The agreement has a term of one (1) year and automatically renewable every year for a similar term unless terminated by either party. As of December 31, 2024 and 2023, balance due to parent amounted to ₱0.21 million and ₱0.29 million, respectively.
- c. In 2019, FLI, an affiliate, advanced the Company's funding to support its pre-operations and initial working capital to support its operations.

Rental

In 2019, the Company entered into a lease agreement with FLI for the lease of space in Quest Hotel for the purpose of the hotel and related operations. The contract pertains to leased premises which consist of hotel rooms owned by FLI. The lease commences beginning April 1, 2019 until March 31, 2021, subject to automatic renewal for a similar term unless terminated by either party.

The Company agreed to pay variable lease payments equivalent to the Company's net income less outstanding receivables. The composition of condotel revenue considered in the net income computation exclude proceeds from insurance claims earmarked for refurbishment, income generating activities from use of function rooms, parking fees and food and beverage operations, among others. In 2023 and 2022, the Company incurred rent expense amounting to \$\frac{1}{2}\$9.26 million and \$\frac{1}{2}\$9.23 million, respectively.

Effective May 17, 2023, the lease agreement between the Company and FLI was terminated. The termination came into effect as the participation agreement took precedence over the lease agreement. Under the participation agreement, new terms and conditions govern the relationship between the Company and FLI regarding the use of leased premises (see Note 11). In 2024, the Company and FLI mutually agreed to compensate FLI for the lease termination and pay termination fee amounting to \$\frac{19}{2}6.09\$ million. This is presented as rental under cost of services in the statement of comprehensive income.



- d. FRI, an affiliate, charges its revenue from food and beverage to the Company as part of the guest's bill upon bill-out.
- e. In July 2018, the Company entered into a management service agreement with CHI, an entity jointly controlled by FDC, whereby CHI provides technical services to the Company with regard to the development and establishment of the hotel during the stages of feasibility, conceptualization, design and construction, and fit-out.
- f. EHSI, PSRI and MCI, affiliates, charge the Company for intercompany expenses.
- g. CTI, an affiliate, charges the Company for telecommunication and IT solutions expenses.
- h. In 2023, the Company entered into an agreement wherein HERC is to provide services related to compensation and benefits and recruitment, accounting, revenue management and reservation, and supply chain.
- i. In 2023, due from FLI represents excess advances for fit-out paid by the Company. The excess shall be returned by FLI within one (1) year.
- j. The Company charges FRI, CHI, EHSI and HERC for intercompany expenses.
- k. Participation liabilities pertain to joining fee received from FLI which is equivalent to the offer price paid for a certificate and will be repaid upon end of the term of the Condotel Participation Agreement. Each certificate in entitled to participation interest distributed annually (see Note 11).

Compensation of key management personnel

Compensation of key management personnel of the Company consists of employee salaries and benefits amounting to ₱1.40 million, ₱1.69 million and ₱1.23 million in 2024, 2023 and 2022, respectively.

13. Revenue, Income and Contract Balances

Revenue from Contracts with Customers

The Company deals with guests who are required to pay hotel room charges which cover room services and use of other ancillary services.

Revenue from rooms and other operating department is recognized over the time the related services are rendered and/or facilities and amenities are used. Transaction price is determined to be the invoice amount, and each transaction is considered as a single performance obligation, therefore it is not necessary to allocate the transaction price. The hotel room rate is fixed and has no variable consideration. The service is capable of being distinct from the other services and the transaction price for each service is separately identifiable.

Guest usually pays in advance either in full or partially to guarantee reservation. Guests are required to settle all outstanding bills before check-out. Corporate accounts and travel agencies are required to pay 30 to 90 days from billing date.

Other income consists of smoking fees, forfeiture of unclaimed deposits and others. This is recognized over the time the related services are rendered and/or facilities and amenities are used.



Contract Liabilities

Contract liabilities pertain to advance or partial payments received from guests to guarantee reservations. This represents the obligation to provide services to the customer for which the Company has received consideration. These are guest deposits which are expected to be recognized as revenue when the event has taken place or refunded to the customers upon cancellation.

The following summarizes the activities related to contract liabilities with customers as of December 31:

| | 2024 | 2023 |
|-------------------------------|--------------|--------------|
| Balances at beginning of year | ₽1,233,649 | ₽3,200,181 |
| Additions | 17,648,545 | 14,609,419 |
| Recognized as revenue | (17,518,308) | (16,575,951) |
| Balances at end of year | ₽1,363,886 | ₽1,233,649 |

14. Cost of Services

This account consists of:

| | 2024 | 2023 | 2022 |
|-------------------------------|-------------|-------------|-------------|
| Utilities | ₽10,503,624 | ₽13,304,810 | ₱12,072,534 |
| Salaries and wages | 7,981,280 | 7,752,964 | 7,384,792 |
| Rental (Note 12) | 6,085,758 | 9,264,410 | 9,226,418 |
| Common area expenses | 4,315,811 | 1,560,928 | _ |
| Laundry | 3,696,998 | 3,411,095 | 2,388,157 |
| Commission | 3,386,708 | 4,467,265 | 3,357,650 |
| E-commerce fee | 3,319,135 | 2,850,765 | 1,460,820 |
| Operating supplies (Note 6) | 2,382,277 | 2,683,880 | 2,664,906 |
| Corporate office reimbursable | 1,965,804 | 1,248,731 | 1,011,448 |
| Spa services | 1,261,385 | 1,447,685 | 567,075 |
| Linens | 721,770 | _ | 2,566,677 |
| Others | 1,440,247 | 1,193,303 | 1,325,847 |
| | ₽47,060,797 | ₱49,185,836 | ₽44,026,324 |

Others include payment for office supplies, cable, uniforms, printing, decorations and other miscellaneous expenses.



15. General and Administrative Expenses

This account consists of:

| | 2024 | 2023 | 2022 |
|----------------------------------|-------------|-------------|-------------|
| Salaries, wages and benefits | ₽8,588,837 | ₽8,250,733 | ₽6,450,504 |
| Management fees (Note 12) | 3,823,574 | 2,935,261 | 2,307,833 |
| Depreciation and amortization | | | |
| (Notes 8 and 9) | 3,753,323 | 680,556 | 360,563 |
| Corporate office reimbursable | 2,975,032 | 5,208,110 | 3,478,024 |
| System costs (Note12) | 2,830,809 | 2,365,019 | 1,696,475 |
| E-commerce fee | 2,716,783 | 2,592,976 | 1,794,354 |
| Contracted services | 2,599,850 | 2,109,384 | 1,071,438 |
| Repairs and maintenance | 2,071,740 | 2,302,066 | 2,921,120 |
| Credit card service fee | 1,832,395 | 1,651,135 | 1,321,101 |
| Insurance premium | 1,746,961 | 2,143,507 | 1,131,853 |
| Security services | 1,671,105 | 2,294,838 | 2,184,558 |
| Telecommunication | 1,039,421 | 1,326,999 | 1,420,925 |
| Administrative fee (Note 12) | 1,037,078 | 1,026,409 | 823,389 |
| Sales office expenses | 907,866 | 653,119 | 630,145 |
| Taxes and licenses | 534,208 | 251,060 | 315,082 |
| Professional fees | 427,800 | 607,259 | 252,925 |
| Travel and transportation | 408,981 | 362,829 | 1,819,484 |
| Office and cleaning supplies | 339,129 | 120,826 | 132,208 |
| Representation and entertainment | 190,112 | 35,117 | 460,756 |
| Others (Note 12) | 1,917,445 | 1,600,899 | 2,442,628 |
| | ₽41,412,449 | ₽38,518,102 | ₽33,015,365 |

Others include recruitment and training expenses, medical expenses, postage and mailing charges, printing, dues and subscription, and other operating expenses from various administrative departments of the Company.

16. Equity

As of December 31, 2024 and 2023, the capital stock of the Company consists of:

| | No. of Shares | Amount |
|------------------------------|---------------|------------|
| Authorized - ₱100 par value | 16,000 | ₽1,600,000 |
| Subscribed and issued shares | 4,000 | 400,000 |

Capital Management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. No changes were made in the objectives, policies or processes in 2024 and 2023.

The Company considers its capital stock and participation liabilities amounting to ₱38.16 million, as of December 31, 2024 and 2023, as its capital employed. The Company is not subject to externally imposed capital requirements.



Appropriation of Retained Earnings

On November 13, 2024, the BOD approved the appropriation of the retained earnings for future refurbishment and joining fee amortization amounting to \$\mathbb{P}7.75\$ million and \$\mathbb{P}2.45\$ million, respectively. The future refurbishment will be utilized within the next five (5) years while the appropriation for joining fee amortization shall be utilized for the payment of participation liabilities due in May 2048 (see Note 11).

Appropriation of Retained Earnings Subsequent to Year-end

On April 10, 2025, the BOD approved the appropriation of the Company's retained earnings amounting to \$\mathbb{P}0.78\$ million for capital expenditures. The appropriation will be utilized in the next five (5) years.

17. Income Taxes

The provision for income tax consists of:

| | 2024 | 2023 | 2022 |
|---------|------------|------------|------------|
| Current | ₽1,082,776 | ₱2,073,162 | ₽3,580,704 |
| Final | 501,640 | 421,864 | 159,930 |
| | ₽1,584,416 | ₽2,495,026 | ₽3,740,634 |

As of December 31, 2024, the Company did not recognize deferred tax asset arising from NOLCO and minimum corporate income tax (MCIT) amounting to ₱2.64 million and ₱1.08 million, respectively, because the management assessed that sufficient taxable income and income tax due may not be available against which the NOLCO and MCIT can be utilized before it expires. NOLCO and MCIT incurred in 2024 is available for offset against taxable income and income tax due until 2027.

The reconciliation of the income tax computed at statutory rate of 25% to provision for income tax follows:

| | 2024 | 2023 | 2022 |
|--------------------------------|---------------------|------------|------------|
| Income tax at statutory income | | | _ |
| tax rate | (₱2,120,177) | ₽2,600,493 | ₽3,780,617 |
| Tax effects of: | | | |
| Movement in unrecognized | | | |
| deferred tax assets | 3,760,788 | _ | _ |
| Interest income subjected to | | | |
| final tax | (125,410) | (105,467) | (39,983) |
| Nondeductible expenses | 69,215 | _ | _ |
| | ₽1,584,416 | ₽2,495,026 | ₽3,740,634 |

18. Segment Reporting

The Company has determined that it is operating as one operating segment. Based on management's assessment, no part or component of the business of the Company meets the qualifications of an operating segment as defined by PFRS 8, *Operating Segments*.



The Company's hotel operations is its only income generating activity and such is the measure used by the chief operating decision maker (CODM) in allocating resources. In 2024, 2023 and 2022, no single customer constitutes more than 10% of the Company's operating revenue.

19. Financial Assets and Financial Liabilities

Fair Value Information

The carrying values of cash and cash equivalents, receivables, security deposits (presented under other current assets), accounts and other payables (except statutory payables) and due from and to related parties approximate their fair values as of December 31, 2024 and 2023 due to the short-term nature of the transactions.

As of December 31, 2024 and 2023, the Company's participation liabilities has a carrying value of ₱37.76 million. As of December 31, 2024 and 2023, the Company's participation liabilities has a fair value of ₱9.00 million and ₱8.68 million, respectively. The estimated fair value of participation liabilities in 2024 and 2023 is determined by discounting the sum of future cash flows using the prevailing market rates of 6.09% and 6.12%, respectively.

Financial Risk Management Objectives and Policies

The Company's financial instruments include the Company's cash, due from related parties, security deposits (presented under other current assets), accounts and other payables (except statutory payables), and due from and to related parties.

The main purpose of these financial instruments is to finance the Company's operations. The main objectives of the Company's financial risk management are as follows:

- To identify and monitor such risks on an ongoing basis;
- To minimize and mitigate such risks; and
- To provide a degree of certainty about costs.

The main risks arising from the Company's financial instruments are liquidity risk and credit risk.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. It is the Company's practice that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant.

The table below shows the summary of maximum credit risk exposure on financial assets:

| | 2024 | 2023 |
|----------------------------|-------------|--------------|
| Cash and cash equivalents* | ₽59,963,063 | ₽83,768,782 |
| Receivables | 12,131,568 | 12,216,060 |
| Due from related parties | 3,292,335 | 12,902,694 |
| Security deposits | 9,200 | 9,200 |
| | ₽75,396,166 | ₽108,896,736 |

^{*}Excludes cash on hand.



As of December 31, 2024 and 2023, all financial assets classified as neither past due nor impaired has high grade in terms of credit quality rating. High grade is the highest possible rating, which pertains to accounts with very low credit risk exposure. High grade also pertains to receivables with no possible default in payment based on historical experience and evaluation of financial conditions of the creditor.

Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its financial obligations when due. The Company monitors its cash flow position and overall liquidity position in assessing its exposure to liquidity risk. The Company maintains a level of cash deemed sufficient to finance operations and to mitigate the effects of fluctuation in cash flows.

Maturity profile of the Company's financial instruments as at December 31 follow:

| | | | 2024 | | |
|------------------------------|-------------|-----------------------|-------------------|------------------------|-------------|
| | On demand | Less than 3 months | 3 to 12 months | More than 12 months | Total |
| Financial assets | | | | | |
| Cash and cash equivalents | ₽19,136,253 | ₽41,236,810 | ₽- | ₽- | ₽60,373,063 |
| Receivables | _ | 12,131,568 | _ | _ | 12,131,568 |
| Due from related parties | 3,292,335 | _ | _ | _ | 3,292,335 |
| Security deposits | _ | _ | _ | 9,200 | 9,200 |
| | ₽22,428,588 | ₽53,368,378 | ₽- | ₽9,200 | ₽75,806,166 |
| Financial liabilities | | | | | |
| Accounts and other payables* | ₽- | ₽11,016,876 | ₽13,430,600 | ₽- | ₽24,447,476 |
| Due to related parties | 5,144,768 | _ | · · · - | _ | 5,144,768 |
| Participation liabilities | · · - | _ | _ | 37,756,700 | 37,756,700 |
| | ₽5,144,768 | ₽11,016,876 | ₽13,430,600 | ₽37,756,700 | ₽67,348,944 |

^{*}Excludes statutory payables amounting to \$\mathbb{P}6.69\$ million

| | | | 2023 | | |
|------------------------------|-------------|-------------|------------|-------------|--------------|
| | | Less than | 3 to | More than | |
| | On demand | 3 months | 12 months | 12 months | Total |
| Financial assets | | | | | |
| Cash and cash equivalents | ₱59,640,003 | ₽25,233,232 | ₽_ | ₽_ | ₽84,873,235 |
| Receivables | _ | 12,216,060 | _ | _ | 12,216,060 |
| Due from related parties | 12,902,694 | _ | _ | _ | 12,902,694 |
| Security deposits | _ | _ | _ | 9,200 | 9,200 |
| | ₽72,542,697 | ₽37,449,292 | ₽_ | ₽9,200 | ₽110,001,189 |
| Financial liabilities | | | | | |
| Accounts and other payables* | ₽ | ₽27,788,611 | ₽3,644,769 | ₽ | ₽31,433,380 |
| Due to related parties | 18,083,250 | _ | _ | _ | 18,083,250 |
| Participation liabilities | _ | _ | _ | 37,756,700 | 37,756,700 |
| | ₽18,083,250 | ₽27,788,611 | ₽3,644,769 | ₽37,756,700 | ₽87,273,330 |

^{*}Excludes statutory payables amounting to P4.48 million





SyCip Gorres Velayo & Co. 6760 Ayala Avenue 1226 Makati City Philippines Tel: (632) 8891 0307 Fax: (632) 8819 0872 sgv.ph

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders Fora Services, Inc. doing business as Quest Hotel Tagaytay Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway Silang Junction, Barangay Silang Crossing East Tagaytay, 4120 Cavite

We have audited the accompanying financial statements of Fora Services, Inc. doing business as Quest Hotel Tagaytay as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024, on which we have rendered the attached report dated April 10, 2025.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the above Company has one (1) stockholder owning one hundred (100) or more shares.

SYCIP GORRES VELAYO & CO.

Wanessa G. Salvador

wanesoa

Partner

CPA Certificate No. 0118546

Tax Identification No. 248-679-852

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-137-2023, January 25, 2023, valid until January 24, 2026

PTR No. 10465379, January 2, 2025, Makati City

G. Salvador

April 10, 2025







SyCip Gorres Velayo & Co. 6760 Ayala Avenue 1226 Makati City Philippines Tel: (632) 8891 0307 Fax: (632) 8819 0872 sqv.ph

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Board of Directors and Stockholders
Fora Services, Inc. doing business as Quest Hotel Tagaytay
Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway
Silang Junction, Barangay Silang Crossing East
Tagaytay, 4120 Cavite

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Fora Services, Inc. doing business as Quest Hotel Tagaytay as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024, and have issued our report thereon dated April 10, 2025. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to the Supplementary Schedules are the responsibility of the Company's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Ivanessa G. Salvadov

Wanessa G. Salvador

Partner

CPA Certificate No. 0118546

Tax Identification No. 248-679-852

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-137-2023, January 25, 2023, valid until January 24, 2026

PTR No. 10465379, January 2, 2025, Makati City

April 10, 2025





INDEX TO SUPPLEMENTARY SCHEDULES

Annex A: Reconciliation of Retained Earnings Available for Dividend Declaration

Annex B: Map Showing the Relationships Between and Among the Company and its Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries, Associates, Wherever Located or Registered

Annex C: Supplementary Schedules Required by Revised SRC Rule 68 (Annex 68-J)

- Schedule A. Financial Assets
- Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)
- Schedule C. Amounts Receivable from Related Parties which are Eliminated During the Consolidation of Financial Statements
- Schedule D. Long-term Debt
- Schedule E. Indebtedness to related parties
- Schedule F. Guarantees of securities of other issuers
- Schedule G. Capital stock

FORA SERVICES, INC.

DOING BUSINESS AS QUEST HOTEL TAGAYTAY

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

DECEMBER 31, 2024

| Unappropriated Retained Earnings, beginning of reporting | | 744 746 400 |
|---|------------|---------------------|
| period | | ₽ 21,746,489 |
| Add: Items that are directly credited to Unappropriated | | |
| Retained Earnings Reversal of retained earnings appropriation | | |
| Effect of restatements | | |
| Others | | |
| Less: Items that are directly debited to Unappropriated | | |
| Retained Earnings | | |
| Dividend declaration during the reporting period | | |
| Retained earnings appropriated during the reporting period | 10,207,973 | |
| Effect of restatements | 10,207,775 | |
| Others | _ | (10,207,973) |
| Unappropriated Retained Earnings, as adjusted | | 11,538,516 |
| Add/Less: Net income (loss) for the current year | | (10,065,122) |
| Less: Unrealized income recognized in the profit or loss during | | (10,000,122) |
| the reporting period (net of tax) | | |
| Equity in net income of associate/joint venture, net of dividends | | |
| declared | _ | |
| Unrealized foreign exchange gain, except those attributable to | | |
| cash and equivalents | _ | |
| Unrealized fair value adjustment (marked-to-market gains) of | | |
| financial instruments at fair value through profit or loss | | |
| (FVTPL) | _ | |
| Unrealized fair value gain of investment property | _ | |
| Other unrealized gains or adjustments to the retained earnings | | |
| as a result of certain transactions accounted for under PFRS | _ | |
| Sub-total | | _ |
| Add: Unrealized income recognized in the profit or loss in prior | | |
| reporting periods but realized in the current reporting | | |
| period (net of tax) | | |
| Realized foreign exchange gain, except those attributable to | | |
| Cash and cash equivalents | _ | |
| Realized fair value adjustment (market-to-market gains) of | | |
| financial instruments at fair value through profit or loss FVTPL) | _ | |
| Realized fair value gain of Investment Property | _ | |
| Other realized gains or adjustments to the retained earnings as a | | |
| result of certain transactions accounted for under the PFRS | _ | |
| Sub-total | | _ |

| Add: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of | | |
|--|---------------|----------------|
| tax) | | |
| Reversal of previously recorded foreign exchange gain, except | | |
| those attributable to cash and cash equivalents | _ | |
| Reversal of previously recorded fair value adjustment (market- | | |
| to-market gains) of financial instruments at fair value through | | |
| profit or loss (FVTPL) | _ | |
| Reversal of previously recorded fair value gain of Investment | | |
| Property | _ | |
| Reversal of other unrealized gains or adjustments to the retained | | |
| earnings as a result of certain transactions accounted for under | | |
| the PFRS, previously recorded | _ | |
| Sub-total Sub-total | | _ |
| Adjusted Net Income/Loss | (10,0) | 65,122) |
| Add: Non-actual losses recognized in profit or loss during the | | |
| reporting period (net of tax) | | |
| Depreciation on revaluation increment (after tax) | _ | |
| Sub-total | | _ |
| Add/Less: Adjustments related to relief granted by the SEC and | | |
| BSP | | |
| Amortization of the effect of reporting relief | _ | |
| Total amount of reporting relief granted during the year | _ | |
| Others | _ | |
| Sub-total | | _ |
| Add/Less: Other items that should be excluded from the | | |
| determination of the amount of available for dividends | | |
| distribution | | |
| Net movement of treasury shares (except for reacquisition of | | |
| redeemable shares) | _ | |
| Net movement of deferred tax asset not considered in the | | |
| reconciling items under the previous categories | _ | |
| Net movement in deferred tax asset and deferred tax liabilities | | |
| related to same transaction, e.g., set up of right of use asset and | | |
| lease liability, set-up of asset and asset retirement obligation, | | |
| and set-up of service concession asset and concession payable | _ | |
| Adjustment due to deviation from PFRS/GAAP - gain (loss) | _ | |
| Others | _ | |
| Sub-total The state of the stat | | |
| Total Retained Earnings, end of reporting period available for | Th 4 - 4 | 72 20 <i>4</i> |
| dividend | ₽ 1,4° | 73,394 |

FORA SERVICES, INC.

DOING BUSINESS AS QUEST HOTEL TAGAYTAY

MAP SHOWING THE RELATIONSHIPS BETWEEN AND AMONG THE COMPANY AND ITS ULTIMATE PARENT COMPANY, MIDDLE PARENT, SUBSIDIARIES OR CO-SUBSIDIARIES, ASSOCIATES DECEMBER 31, 2024

A.L. GOTIANUN, INC. MAP SHOWING THE RELATIONSHIP BETWEEN AND AMONG THE COMPANIES IN THE GROUP, ITS ULTIMATE PARENT, CO-SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES (As of December 31, 2024) A.L. Gotianun, Inc. (ALGI) elopment Cornoration (FDC) ALGI 88,45% Others 11.55% East West Banking Filinvest Business Services Corporation (FBSC)**** Pacific Sugar Holdings orporation (PSHC FDC 100% Filinyest Mimos Filinyest Land Inc. Filinvest Hospitality Corporation (FHC) FDC 100% FDC 40%; FDC Ventures, Inc (FVI; formerly FDC Services, Inc. FDC 100% (FLI) FDC 71%; (FDCUI) FDC 100% FDC 47.5%; FLI 47.5%; FVI 38%; Others 22% Clark Deve Property Maximi Professional Co Pro Excel Property Managers, Inc.*** FLI 47.5% Quest Restaurants, Inc. FDC Misamis East West Rural FLI 30% FAI 30% Cotabato Sugar Central Company, fessional Corp. Bank Inc. EW 100% ilders Pro. Inc FDC 85.7% FDCUI 14.3% (DPI) FDC 55%; FAI 47.5% FDC 5% Boracay Seascapes Inc. PSHC 100% Marketing, Inc. FLI 100% Pte. Ltd. FDC 100% FL1 45% East West Insurance Corporation FAI 100% Chinatown Cityscape Hotel, Inc. FHC 100% High Yield Sugar Farms Corporation PSHC 100% Filinvest Clark Mimosa, Inc. FLI 100% Property Specialist Resources, Inc. FLI 100% Gintong Parisukat Realty and Development, Inc. FLI 100% FDCUI 100% East West Ageas Life Insurance Corporation vao Sugar Cer EW 50% Ageas Life Insurance Corporation 50% ParkingPro, Inc. FAI 100% FDC Casecnan Hydro Filinvest Lifemalls Mimosa, Inc. FLI 100% Power Corporation FDCUI 100% Filinvest Asia Corp. FLI 60%; Baker J Concepts, Inc. East West Leasing Spectrum Alabang Properties, Inc. FAI 60% Reco Hererra 40% Timberland Sports and Nature Club Corporation EW 100% Corporation FDCUI 100% Filinvest REIT Corp FLI 51.06% Mitsubishi 40% Entrata Hotel Services, Inc.*** FAI 100% Others 48 94% Property Leaders International Limited erprise, Inc. (FREE) FDCUI 60%; **Dumaguete Cityscape** (BVI) FLI 100% Filinvest All Philippine FHC 100% Inc. FDC 100% Engle Services, Phil. 40% FLI 100% Proleads Philippine Zamboanga Cityscapes Filinvest Cyberparks, Inc FLI 100% (FWUI) FDCUI 100% EW 100% (FCI) FLI 100% ProOffice Works Services, Inc. FLI 60%; FCI 40% Inc. FDC 100% Filinvest Lifemal Festival Supermail Inc (FSI) FLI - 100% Tagaytay, Inc. FLI 100% f(dev) Digital Innovations and Ventures Inc. (f(dev)) FDC 100% FSM Cinemas, Inc. FSI 60%; Cinema Services Filinvest Lifemal FDC Water-FLOW Talisay Co., Inc. FWUI 100% Corporation FLI 100% FCGC Corporati (FCGCC) FLI 100% ilinvest BCDA Clark, Inc. Dauin Seascapes, Inc FHC 100% FDC Water-FLOW SRP Bases Conversion velopment Authority 45% vestree Philippi Co., Inc. FWUI 100% Philippine DCS elopment Corporat Gensan Cityscapes, Inc. FHC 100% Pte., Ltd. 50% FLI 60% Niyog Property Holdings, Inc. *** FLI - 100% Engle Services Phil. 40% Co-Living Pro Managers Corp. FLI 100% Inc. Qwote Marketplace Technologies, Inc. f(dev) 100% Cajel Realty Corporation*** FLI - 100% Filinyest-Hitachi Omni Waterworks, Inc. FDC 90% chi Aqua-tech Engineering Ltd. 40% OurSpace Solutions Nature Specialists, Inc. FLI 75% FHC 25% Supplementary Information:

**FDC's effective ownership in FAI is 93% (80% direct ownership and
13% indirect ownership through FLI)

**FDC's effective ownership in FAI is 93% (40% direct ownership and
38% indirect ownership in FAI is 93% (40% direct ownership and
38% indirect ownership its ownership is ongoing

***Formerly Corporate Technologies, Inc. ProActive FLI 40%; FDC 40% FAI 20%

SUPPLEMENTARY INFORMATION AND DISCLOSURES REQUIRED BY REVISED SRC RULE 68 (ANNEX 68-J) DECEMBER 31, 2024

Philippine Securities and Exchange Commission (SEC) issued the amended Securities Regulation Code Rule SRC Rule 68 and 68.1 which consolidates the two separate rules and labeled in the amendment as "Part I" and "Part II", respectively. It also prescribes the additional information and schedule requirements for issuers of securities to the public.

Below are the additional information and schedules required by Revised SRC Rule 68 and 68.1 as amended that are relevant to Fora Services, Inc. ("the Company"). This information is presented for purposes of filing with the SEC and is not required part of the basic financial statements.

Schedule A. Financial Assets

The entity's Financial Assets comprises of cash and cash equivalents, receivables and security deposits. As stated in the regulation, before mentioned amount should be provided if the aggregate cost or the market value of FVTPL as of the end of the reporting period is 5% or more of the total current asset. As of December 31, 2024, the entity recorded the financial assets as financial assets at amortized cost, therefore it is deemed assumed that this schedule is not applicable to the Company.

<u>Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal</u> Stockholders (Other than Related parties)

As of December 31, 2024, all amounts receivable from employees and related parties pertain to items arising in the ordinary course of business and does not meet the minimum required balance as stated in the Revised SRC Rule to be presented in the report. This schedule is not applicable to the Company.

Schedule C. Amounts Receivable from Related Parties, which are eliminated during the consolidation of financial statements

This schedule is not applicable since the Company does not prepare consolidated financial statements.

Schedule D. Long-term Debt

This schedule is not applicable since the Company does not have any long-term debt as of December 31, 2024.

Schedule E. Indebtedness to Related Parties

As of December 31, 2024, due to a related party pertains to Participation liabilities.

| Balance at | | | Balance at | | |
|-----------------------|-----------------------|--------------|-----------------|--|--|
| Name of Related Party | beginning of the year | Movement | end of the year | | |
| Filinvest Land, Inc. | ₽27,244,300 | (₱1,003,900) | ₽26,240,400 | | |

Schedule F. Guarantees of Securities of Other Issuers

This schedule is not applicable since the Company does not have guarantees of securities of other issuers as of December 31, 2024.

Schedule G. Capital Stock

| | | Number of | Number of | | | |
|----------------|------------|---------------|--------------|-------------|--------------|--------|
| | | shares issued | shares | | | |
| | | and | reserved for | | | |
| | | outstanding | options, | | | |
| | | as shown | warrants, | Number of | | |
| | Number of | under related | conversion | shares held | Directors, | |
| | shares | balance sheet | and other | by related | Officers and | |
| Title of issue | authorized | caption | rights | parties | Employees | Others |
| Common Shares | 16,000 | 4,000 | _ | 3,995 | 6 | None |

SUPPLEMENTARY SCHEDULE OF EXTERNAL AUDITOR FEE-RELATED INFORMATION DECEMBER 31, 2024

| | 2024 | 2023 |
|--------------------------------|----------|----------|
| Total Audit Fees | ₽250,000 | ₽241,000 |
| Non-audit services fees: | | |
| Other assurance services | _ | _ |
| Tax services | _ | _ |
| All other services | _ | _ |
| Total Non-audit Fees | <u> </u> | |
| Total Audit and Non-audit Fees | ₽250,000 | ₽241,000 |



SyCip Gorres Velayo & Co. 6760 Ayala Avenue 1226 Makati City Philippines Tel: (632) 8891 0307 Fax: (632) 8819 0872 sgv.ph

INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Board of Directors and Stockholders Fora Services, Inc. doing business as Quest Hotel Tagaytay Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway Silang Junction, Barangay Silang Crossing East Tagaytay, 4120 Cavite

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Fora Services, Inc. doing business as Quest Hotel Tagaytay as at December 31, 2024 and 2023 and for each of the three years in the period ended December 31, 2024, and have issued our report thereon dated April 10, 2025. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Company's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) Accounting Standards, and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission and is not a required part of the basic financial statements prepared in accordance with PFRS Accounting Standards. The components of these financial soundness indicators have been traced to the Company's financial statements as at December 31, 2024 and 2023, and for each of the three years in the period ended December 31, 2024, and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Wanessa G. Salvador

Ivanesoa

Partner

CPA Certificate No. 0118546

Tax Identification No. 248-679-852

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-137-2023, January 25, 2023, valid until January 24, 2026

PTR No. 10465379, January 2, 2025, Makati City

G. Salvador

April 10, 2025





SUPPLEMENTARY SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS DECEMBER 31, 2024 AND 2023

| Ratio | Formula | | 2024 | 2023 |
|----------------------|--|----------------------------|------|------|
| Current | Total Current assets divided by Total C | Current Liabilities | 2.05 | 2.02 |
| Ratio | Total Current Assets | P77 021 670 | | |
| | Divide by: Total | ₽77,921,670 | | |
| | Current Liabilities | 38,004,507 | | |
| | Current Ratio | 2.05 | | |
| Debt Ratio | Total Liabilities divided by Total Assets | | | 0.81 |
| | Total Liabilities Divide by: Total | ₽76,191,898 | | |
| | Assets | 88,119,433 | | |
| | Debt Ratio | 0.86 | | |
| Quick Asset Ratio | Quick Assets (total current assets less inventories) divided by Current Liabilities | | 2.02 | 1.99 |
| | Total Current Assets | ₽77,921,670 | | |
| | Less: Inventories | 975,159 | | |
| | Quick Assets | 76,946,511 | | |
| | Divide by: Total Current Liabilities | 29 004 507 | | |
| | Quick Asset Ratio | 38,004,507 2.02 | | |
| Solvency Ratio | Net Income before Depreciation (net income plus depreciation) divided by Total Liabilities | | | 0.09 |
| | Net Income (Loss) | (P 10,065,122) | | |
| | Add: Depreciation | 3,753,323 | | |
| | Net Income before | | | |
| | Depreciation | (6,311,799) | | |
| | Divide by: Total | 76 101 000 | | |
| | Liabilities | 76,191,898 | | |
| | Solvency Ratio | (0.08) | | |
| Interest Coverage | Earnings before Interest and Other Charges and Income Tax (EBIT) divided by Interest Expense | | 0.65 | 3.28 |
| Ratio | EBIT Divide by: Interest | ₽15,736,203 | | |
| | Expense | 24,216,909 | | |
| | Interest Coverage Ratio | 0.65 | | |

| Ratio | Formula | 2024 | 2023 |
|----------------------|---|--------|------|
| Net Profit Margin | Net Income divided by Revenue | (0.10) | 0.08 |
| 8 | Net Income (Loss) (₱10,065,122) | | |
| | Divide by: Revenue 101,199,609 | | |
| | Net Profit Margin (0.10) | | |
| Return on | Net Income divided by Total Equity | (0.84) | 0.36 |
| Equity | | | |
| | Net Income (Loss) (₱10,065,122) | | |
| | Divide by: Total Equity 11,927,535 | | |
| | Return on Equity (0.86) | | |
| Return on Assets | Net Income divided by Average Total Assets | (0.10) | 0.07 |
| | Net Income (Loss) (₱10,065,122) Divide by: Average | | |
| | Total Assets 102,283,709 | | |
| | Return on Assets (0.10) | | |
| Asset-to- Equity | Total Assets divided by Total Equity | 7.39 | 5.26 |
| Ratio | Total Assets ₱88,119,433 | | |
| 1.4110 | Divide by: Equity 11,927,535 | | |
| | Asset-to-Equity Ratio 7.39 | | |