SECURITIES AND EXCHANGE COMMISSION
THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/messagemo@sec.gov.ph

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Company Information

SEC Registration No.: CS201721758
Company Name: ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
Industry Classification: M85100
Company Type: Stock Corporation

Document Information

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COVER SHEET

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SEC Registration Number

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC. (FORMERLY ALLIED CARE EXPERTS MEDICAL CENTER-BACOLOD INC.)

(Company's Full Name)

LACSON ST., BARANGAY BATA, BACOLOD CITY 6100

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

MA. IVY V. MALATA	(034) 703 0049 / +(63) 917 188 4699
Contact Person	**Company's Telephone Number**

1	2	3	1	17-A	0	4	1st	Sun
Month		**Day**		**FORM TYPE**	**Month**		**Day**	
Fiscal Year					**Annual Meeting**			

REGISTERED ISSUER

Secondary License Type, If Applicable

M	S	R	D

.Dept. Requiring this Doc.

N/A

Amended Articles Number/ Section

663	N/A	
Total No. of Stockholders	**Domestic**	**Foreign**

To be accomplished by SEC Personnel concerned

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CASHIER

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, *AS AMENDED*

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

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

2. SEC Identification Number **CS201721758** 3. BIR Tax Identification No. **009-725-618-000**

4. Exact name of issuer as specified in its charter **ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC. (FORMERLY ALLIED CARE EXPERTS MEDICAL CENTER – BACOLOD INC.)**

5. **Negros Occidental, Philippines**	6. (SEC Use Only)
Province, Country or other jurisdiction of incorporation or organization	Industry Classification Code:

7. **Lacson St., Barangay Bata, Bacolod City** **6100**
Address of principal office Postal Code

8. **(034) 703 0049 / 09171884699**
Issuer's telephone number, including area code

9. **Room 4, Ground Floor, MC Metroplex Bldg., BS Aquino Drive, Bacolod City** **6100**
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Founder	600
Common	210,060

The total outstanding debt of the company as of **31 December 2024** is **P356,640,000.00**

11. Are any or all of these securities listed on a Stock Exchange.

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").

As of December 2024	6,660 shares
Last Price	Php 250,000.00 per block of shares
Aggregate Market Value	Php 166,500,000.00

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) Audited Financial Statements as of and for the year ended December 31, 2023 (incorporated as reference for Items 7 and 12 of SEC Form 17-A).

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

BUSINESS DEVELOPMENT

Asia-Pacific Medical Center Bacolod, Inc. (hereinafter "APMCBI" or "The Company") is a stock corporation duly organized under the existing laws of the Republic of the Philippines and granted corporate existence by the Securities and Exchange Commission on 04 July 2017 under SEC Registration No. CS201721758.

APMCBI was established to maintain, operate, own, and manage hospitals, medical and related healthcare facilities and businesses such as, but without restriction to clinical laboratories, diagnostic centers, ambulatory clinics, condo hospitals, scientific research and other allied undertakings and services which shall provide medical, dental, nursing, therapeutic, paramedic, or similar care, provided that purely professional, medical or dental services shall be performed by duly qualified physicians or dentists who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

AMPCBI is currently undertaking the construction of the Asia-Pacific Medical Center Bacolod, Inc.

To support the construction of its first project, APMCBI applied for a secondary license for the issuance of securities, SEC issued its Permit to Offer Securities on 28 March 2022 thru SEC MSRD Order No. 37 Series of 2018.

As of 31 December 2024, the total percentage of completion of the construction of the multi-disciplinary hospital being constructed by the Company is at 43.006% of the updated increased floor area. On 23 December 2023, the Board of Directors approved the proposal to increase the area of the hospital to 41,001.41 due to inclusion of works in the roof deck, helipad, bridges, assigned areas and parking. Due to the increase in the floor area and escalation of prices of construction materials, the estimated total project cost increased, and an application for an increase in bank loan was proposed and approved by the Board of Directors. The application for the amendment of the prospectus to include these increases, both in the floor area and the bank loan were approved by SEC on 14 March 2025.

APMCBI has not filed for bankruptcy, receivership nor has been a subject of similar proceedings.

Neither has there been a material reclassification, merger, consolidation, or purchase or sale of a significant amount of its assets not in the ordinary course of business.

ANTICIPATED BUSINESS

It is the mission of APMCBI to set up a Level 2 Health Care facility with an organized, systematic, cost-effective, sympathetic and holistic approach to its goal in providing the best quality and justifiable medical and dental services to its clients and stakeholders.

APMCBI will accomplish its purpose by the acquisition of complete and world-class facilities, provide medical and dental specialists who are competent and fully qualified in their line of work, and have equally efficient well motivated employees and management staff.

APMCBI will be a 7-storey 248-bed capacity hospital with one (1) basement parking area with an adjacent Medical Arts Building (MAB) and has a proposed total floor area of 44,701.70 square meters constructed in a 10,000 square meter property located at Lacson St., Brgy. Bata, Bacolod City, Negros Occidental. The proposal to increase the floor area of the hospital building alone to 41,001.41 square meters was made and approved by the Board of Directors on December 23, 2023. The increase was due to the addition of the auxiliary buildings which will house the Sewage Treatment Plan (STP) and Mechanical, Electrical and Plumbing (MEP) system, as well as the inclusion of works in the roof deck, helipad, bridges, assigned areas and parking areas. It will provide services to residents of Bacolod City, nearby Barangays and Municipalities, the whole of Negros and the neighboring provinces which are considered its catchment areas. APMC Bacolod will be a multidisciplinary facility that will house medical and dental specialists who are subscribers to the capital stock of the Corporation. The intended and considered markets for its shares are mostly specialists and individuals who are related to these specialists.

The act of purchasing the securities being offered does not automatically entitle such purchaser to practice his profession and use the facilities of APMCBI, although it is a prerequisite. Physicians and dental specialists who are subscribers to at least one (1) block or ten (10) shares of the capital stock, whether Founders or Common shares, and have paid in full may be allowed to practice. Such purchasers have to undergo the required screening process and must possess the minimum requirements as indicated in the Articles of Incorporation, By-Laws and Internal Rules of the Hospital. After successfully passing this process, the applicant shall then be entitled to the privileges offered by the Hospital. The privilege to practice in the Hospital is subject to restrictions, limitations, and obligations as may be imposed by APMCBI pursuant to its rules and duly approved resolutions. Medical and dental specialists who have been granted the right to practice shall continuously possess the required qualifications and may be subjected to post-qualification assessment to ensure the quality of service provided by the hospital.

APMCBI shall assess and collect from each duly admitted medical or dental specialist who opts to maintain a clinic.

LEVEL 2 HOSPITAL

Asia-Pacific Medical Center Bacolod Inc. will be a Level 2 Hospital. Under the Rules and Regulations Governing the New Classification of Hospitals and Other Health Facilities in the Philippines (Effective: August 18, 2012), the following are the minimum requirements for Level 2 Hospitals:

A Level 2 Hospital shall have as minimum, all of Level 1 capacity, including, but not limited to, the following:

1. An organized staff of qualified and competent personnel with Chief of Hospital/Medical Director and appropriate board-certified Clinical Department Heads;
2. Departmentalized and equipped with the service capabilities needed to support board certified/ eligible medical specialists and other licensed physicians rendering services in the specialties of Medicine, Pediatrics, Obstetrics and Gynecology, Surgery; and their subspecialties and ancillary services;
3. Provision for Intensive Care Units – Medical ICU, Surgical ICU and Coronary Care Unit for critically ill patients;
4. Provision for PICU (Pediatric Intensive Care Unit) and NICU (Neonatal Intensive Care Unit);
5. Provision for HRPU (High Risk Pregnancy Unit);
6. Provision for respiratory therapy services;
7. A DOH licensed tertiary clinical laboratory;
8. A DOH licensed level 2 imaging facility with mobile x-ray inside the institution and with capability for contrast examinations.

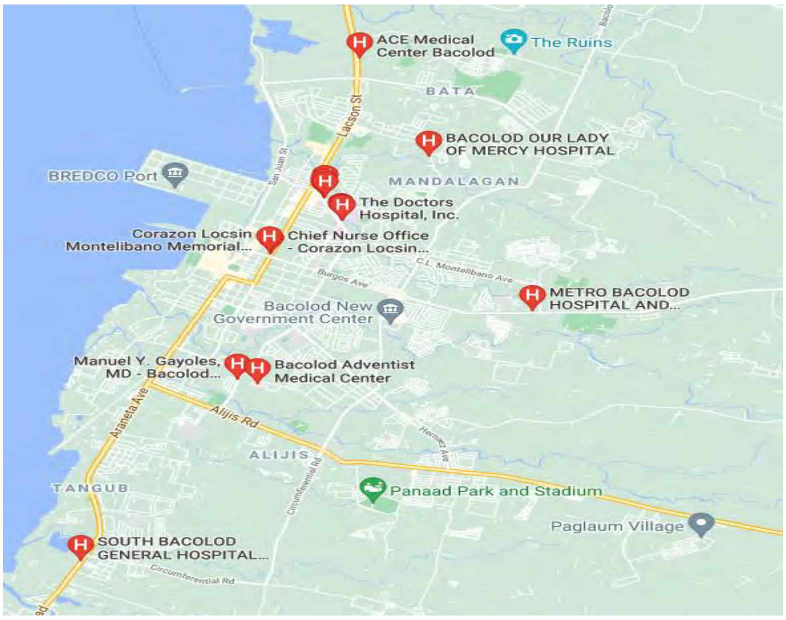
APMCBI will be a multidisciplinary specialty medical facility that will house medical specialists who are subscribers to the capital stock of the Corporation.

COMPETITION

The issuer belongs to the industry which caters to the need of the public and medical, surgical and dental specialists for hospital facilities. There are no recognized trends within such an industry. The geographic area of competition is in Bacolod City, wherein the following hospitals are operating: Riverside Medical Center, Bacolod Adventist Medical Center, The Doctors' Hospital Inc., Corazon Locsin Montelibano Memorial Regional Hospital, South Bacolod General Hospital, Metro Bacolod Hospital Medical Center, and Bacolod Queen of Mercy Hospital.

Name of Hospital	Address	Bed Capacity	Category	Level of Classification
Riverside Medical Center Inc.	B.S. Aquino Drive Bacolod City, 6100 Philippines	300	Private	3
Bacolod Adventist Medical Center	C.V. Ramos St, Barangay Taculing, Bacolod, 6100 Negros Occidental	120	Private	3
The Doctors' Hospital Inc.	B.S. Aquino Drive, Bacolod, 6100 Negros Occidental	169	Private	3

Corazon Lacson Montelibano Memorial Regional Hospital	Lacson St, Bacolod, 6100 Negros Occidental	1000	Public	3
South Bacolod General Hospital	Araneta Ave, Bacolod, Negros Occidental	40	Private	2
Metro Bacolod Hospital Medical Center	Burgos St, Bacolod, 6100 Negros Occidental	45	Private	2
Bacolod Queen of Mercy Hospital	Eroreco, Mandalagan, Bacolod City, 6100 Negros Occidental	60	Private	2



The strategic location of APMCBI primarily influences the decision of the medical, surgical and dental specialists to subscribe to the shares of stock in APMCBI. Once the physician or dentist decides where to practice, price and quality of facility management come as the next factors. Good location, proximity to patients, reasonableness of the offer price and quality of the facilities enable APMCBI to effectively compete with its competitors within the area.

The strategic location of APMCBI primarily influences the decision of the medical, surgical and dental specialists to subscribe to the shares of stock in APMCBI. Once the physician or dentist decides where to practice, price and quality of facility management come as the next factors. Good location, proximity to patients, reasonableness of the offer price and quality of the facilities enable APMCBI to effectively compete with its competitors within the area.

Patients will find a better ambiance APMCBI due to its carefully planned, designed, constructed hospital building. Its advantage is not simply its newly built structure but it also boasts of its new state of the art facilities and equipment.

APMCBI will be a one-stop-shop with its latest technology, with complete laboratory and diagnostic facilities and specialized services.

Laboratory and Imaging Facilities:

Laboratory
- General Laboratory
- Molecular Laboratory

Imaging Center
- MRI
- CT Scan
- Mammogram
- 2D Echo
- Chest X-Ray
- Ultrasound
- Bone Densitometry

Specialty Centers
- Aesthetic Center
- Cardiovascular & Cathlab Center
- Chemotherapy and Transfusion Unit
- Dialysis Center
- Eye Center
- High Risk Pregnancy and Infertility
- Kidney Transplant Center
- Neuro-laboratory
- Oncology Center
- Nutrition and Dietetics
- Wellness Center
- Pulmonary and Sleep Center
- Rehabilitation Medicine Center
- Liver Center

SUPPLIERS AND MAJOR CONTRACTORS

The following are APMCI's major contractors and suppliers as of 31 December 2024.

Name of Supplier and Contractors	Nature of Product/Services Supplied
Innovadis, Inc.	Deformed Steel Bars
PEB Steel Buildings Co., Ltd.	Pre-engineered steel
Shenzhen Royal Golden Sun Import & Export Co., Ltd.	Panel Boards and Generator Sets, Transformers, UPS, Curtain Walls, Switchgear, Busduct System, and AC System
Julant Pest Control Systems, Inc.	Soil treatment work and Supply and Installation of Anti-Termite Reticulation System
Ebara Pumps Philippines, Inc.	Supply of Plumbing and Drainage Pumps, Supply of Fire Protection Pumps
UNITAN Construction & Development Corporation	General Construction and basic architectural works
Bureau Veritas S.A.	Project Management Team and for Quantity Surveyor and project planning assistance
Domber Security Agency, Inc.	Security Manpower
Sophils General Merchandise (Pure 03 Philippines)	Sewage Treatment Plant Design, Supply and Construction
Jardine Schindler Elevator Corporation	Design, Manufacture, Delivery and Installation of Elevators
Silver Dragon Construction	Regular Bored Piling Works
Bacolod Pumps and Machinery Center	Drilling Job for water supply of Domestic Water Tank

Penetron Philippines Inc.	Waterproofing Supplier
Nemrac Trading	Fire Hose Cabinet Supplier
Engr. Leoner M. Ynzon	Electrical Design Contract
Engr. Eliseo A. Ybut	Structural Design Contract
Arch. Raymund Joseph L. Ureta	Architectural Design Contract
Engr. Raymond Conrad Sy Guan	Plumbing/Sanitary Design Contract
Engr. Roldan A. Basillote	Mechanical Design Contract
Engr. Vicente Y. Buenconsejo Jr.	General Electronics and Auxiliary Works Contract
Gruntechnology Corporation	Medical Gas Piping System
Robins Home Depot Inc.	Sanitary Fixtures

Within a few months from the commencement of its operations, there are a number of reputable manufacturers and distributors of hospital equipment, medicines and medical supplies abroad and in the country that APMCBI may source its supplies depending on its needs.

GOVERNMENT APPROVAL

APMCBI has secured the necessary permits to construct the Hospital. Other permits may be required later for its operation and shall be complied with by the Company.

List of Permits	Date Granted
Securities & Exchange Commission	July 04, 2017
Bureau of Internal Revenue Certificate of Registration	July 04, 2017
Department of Health – Permit to Construct	December 13, 2018
Department of Health – Revised Permit to Construct	September 8, 2022
Civil Aviation Authority of the Philippines (CAAP) Clearance	May 08, 2019
Environmental Compliance Certificate	September 23, 2019
Amended Environmental Compliance Certificate	April 18, 2024
Certificate of Zoning Compliance	April 25, 2018
Fire Safety Evaluation Clearance	October 3, 2019
Fire Safety Evaluation Clearance Latest Renewal	February 5, 2024
Land Use and Zoning	May 29, 2019
Approval of Construction Safety and Health Program (DOLE)	June 4, 2019
Line and Grade	October 29, 2019
Building Permit	November 08, 2019

Civil/ Structural Permit	October 29, 2019
Architectural Permit	October 29, 2019
Electrical Permit	October 29, 2019
Sanitary/ Plumbing Permit	October 29, 2019
Mechanical Permit	November 07, 2019
Electronics Permit	October 29, 2019
Bureau of Investment Certificate of Registration	October 23, 2023
Barangay Business Permit Latest Renewal	January 17, 2024
Certificate of Annual Inspection Latest Renewal	January 26, 2024
Mayor's Permit Latest Renewal	February 8, 2024
Certificate of Registration – BOI	October 23, 2023
Bureau of Customs Certificate of Registration	August 13, 2024

In the course of its preoperative stage, Asia-Pacific Medical Center Bacolod, Inc. will secure permits and licenses from national and local government entities particularly the License to Operate (LTO) from the DOH, Environmental Compliance Certificate, and Hazardous Waste Permit from DENR. The Building Permit and Occupancy Permit will be issued by the Bacolod City Office of the Building Official and Business Permit from BPLO of Bacolod City.

The LTO will be secured after the full construction of the Hospital and the necessary Occupancy Permit from the Building Official has been issued. The DOH will need to conduct ocular inspection of the facilities of the Hospital, as well as the pre-operation procedures of Asia-Pacific Medical Center Bacolod, Inc. to ensure it is compliant with the standards of the Department prior to issuance of the LTO.

EMPLOYEES

Since the hospital is under construction and we see that we will be operational by 2026, the Board has not decided yet on the supplemental benefits or incentive arrangements that will be given to its employees. Below is the breakdown of the current manpower of APMCBI.

Type of Employees	Number of Current Employees
Executive Officers	9
Medical Support Staff	-
Administrative Staff	12
Engineering and Maintenance	1
Outsourced	2
Contractual	0
Total	**24**

There will be no significant increase of employees within the next 12 months since the hospital is still under construction. The Company may hire one or two employees as deemed necessary by the exigencies of the business.

Medical and Dental Specialists

Medical and dental specialists are doctors who possess the minimum qualifications and are deemed fit to practice, upon recommendation by the Credentials and Privileges Committee and approved by the Board and Management of Asia-Pacific Medical Center Bacolod, Inc.

The admission to the medical and dental staff roster of APMC Bacolod will be under the jurisdiction of the Credentials and Privileges Committee.

He/she must be a graduate of an accredited training hospital and must have passed the Credentials and Privileges Committee of APMC Bacolod. He/she must be in good standing with the Philippine Medical Association or Philippine Dental Association and their respective component societies. Documentary requirements to include, but not limited to, Professional Regulation Commission (PRC) license and Philippine Health Insurance Corporation (PHIC) accreditation, shall be submitted to the Credentialing and Privileging Office upon application. Upon submission of the requirements, the committee will recommend to the Chief of Medical Services, the Executive Vice President, the Chief Executive Officer, and the BOD for final approval.

Medical and dental specialists may have the option to apply for a Privilege to Practice and enjoy a clinic space and time at APMC Bacolod, or practice as regular visiting medical and dental staff. Policies and procedures for acceptance to the medical and dental staff will be stated in the Manual of Policies and Procedures of the Credentials and Privileges Committee. The medical, surgical and dental staff credentials will be assessed annually, and privileges every two (2) years.

Asia-Pacific Medical Center Bacolod, Inc. is estimated to have a total of twenty four (24) medical Specialists who will practice within the hospital. As the company is expected to operate in 2026, there is no expectation to increase the number of specialists in the next 12 months.

No.	Medical Specialist	Specialization
1	Abad, Alben Teodoro T.	Radiology
2	Achurra, Alexander Kent T.	Surgery (Transplant, Vascular and General)
3	Balinas, Rhona T.	Anesthesiology
4	Bautista, Katheryn Kristy P.	Obstetrics And Gynecology (Ultrasonology)
5	Concel, Leopoldo M.	Internal Medicine
6	Encarnacion, Joseline C.	Internal Medicine
7	Espinosa, Wendell Z.	Internal Medicine (Gastroenterology)
8	Galve, Gregorio L	Internal Medicine (Oncology)
9	Gebusion, Anthony C.	Internal Medicine (Cardiology)
10	Germinal, Rodolfo, Jr. E.	Internal Medicine (Neurology)
11	Jalea, Ruel U.	Surgery (Oncology)

12	Jesena, Salve Regina S.	Pediatrics
13	Magallanes, Bel Manuel G.	HEENT
14	Magbanua, Ma. Leila M.	Internal Medicine (Nephrology)
15	Malata, Ma. Ivy V.	Pediatrics
16	Mallen, Andrew I.	Internal Medicine (Oncology)
17	Martyr, John Clifton U.	Internal Medicine (Pulmonology)
18	Pabicon, Olga H.	Internal Medicine (Rheumatology and Connective Tissue Diseases)
19	Pacete, Jimmy B.	General Surgery
20	Pedroza, David G.	Pathology
21	Rodrigo, Sherwin Lowe B.	Surgery (Hepatobiliary and Pancreatic, Minimally Invasive Surgery, Surgical Endoscopy)
22	Tad-y, May Claire R.	Obstetrics And Gynecology
23	Villanueva, Maria Teresa D.	Pediatrics
24	Yap, Jose Joel B.	Internal Medicine (Cardiology)

TRADEMARKS

In 2020, the company's corporate name was changed from Allied Care Experts Medical Center - Bacolod Inc. to Asia-Pacific Medical Center Bacolod, Inc. with the approval by the majority and two-thirds (2/3) votes of the directors and stockholders respectively. The amendment of the corporate name was precipitated by the change in its strategic direction along with two other partner hospitals, Asia Pacific Medical Center Iloilo, Inc. and Asia Pacific Medical Center - Aklan, Inc. to become an internationally recognized hospital as they plan to be accredited by the Joint Commission International which accreditation and certification is recognized as a global leader for quality of healthcare and patients' safety. Subsequently, the company together with the above-mentioned partner hospitals filed an application for registration of the trademark for the APMC logo before the Intellectual Property Office which was granted on 13 April 2021. The trademark aims to establish the brand Asia Pacific Medical Center as a leader in the healthcare industry. It filed the Declaration of Actual Use of the trademark last December 29, 2022.

EXISTING OR PROBABLE GOVERNMENT REGULATIONS ON THE BUSINESS

The Company has no knowledge of recent or impending governmental regulations, the implementation of which will result in a material adverse effect on the company. However, various government agencies in the Philippines regulate the different aspects of the Company's business.

The following are noteworthy laws relevant to the Company:

CREATE Act

In April 2021, RA 11534, otherwise known as the "Corporate Recovery and Tax Incentives for Enterprises Act" took effect. The law reduced the corporate income tax for domestic corporations from the previous 30% to 25%. Corporations with net taxable income not exceeding PhP 5 million and total assets not exceeding PhP 100 million, excluding land on which the particular business entity's office, plant and equipment are situated during the taxable year for which the tax is imposed shall be taxed at the rate of 20%.

Under Title XIII of the same law, the Fiscal Incentives Review Board, or the Investment Promotion Agencies, under a delegated authority from the Fiscal Incentives Review Board shall grant the appropriate tax incentives to registered business enterprises to the extent of their approved registered project or activity under the Strategic Investment Priority Plan. Among the listed activities in the 2020 Investment Priority Plan is the Health and Disaster Risk Reduction Management Services which covers the establishment and operation of general and specialty hospitals, and other medical and healthcare facilities including drug rehabilitation, quarantine and evacuation centers. The Corporation applied for registration and was issued by the BOI its Certificate of Registration last 23 October 2023, as a New Operator of General Hospital Level 2 and is entitled to six (6) years Income Tax Holiday (ITH), followed by five (5) years of Enhanced Deductions (ED) from the actual start of commercial operation, and eleven (11) years Duty Exemption on importations of capital equipment, raw materials, spare parts or accessories from date of registration.

The Data Privacy Act

The Data Privacy Act and its Implementing Rules and Regulations ensure the security of personal data and information and impose certain requirements and obligations to entities involved in the processing of personal data. Companies involved in the processing of personal data are required to appoint a Data Protection Officer and adopt a Personal Data Privacy Policy by September 1, 2017. The National Privacy Commission is tasked to administer and implement the provisions of the law and its rules and regulations.

Considering that the Company is involved in the processing of personal data, be it from investors, suppliers, employees and patients, the company appointed Mr. Ariel S. Malata as the Data Protection Officer. The company now has its Data Privacy and Information Security Committee Charter; Investor Data Protection Policy and Privacy Notice; and Employee Data Privacy Policy. The policies provide for organizational, physical and technical security measures geared towards data protection. It likewise recognizes the rights of the data subject to information, access and rectification of his personal information among others. It also provides for the procedure to be undertaken in the event of data breaches or security incidents. The policy further requires that all outsourcing arrangements of the group involving personal data collection be compliant with the requirements of the law.

The Universal Healthcare Act

The Universal Health Care Act requires all private hospitals to operate not less than ten percent (10%) of their bed capacity as basic or ward accommodation and regularly submit a report on the allotment or percentage of their bed capacity to basic or ward accommodation to DOH.

Moreover, under this law, all Filipino citizens are automatically enrolled in the Philippine Health Insurance Corporation (PhilHealth). Indigent patients are likewise eligible to Philhealth's "No Balance Billing" scheme, which provides that no other fees or expenses shall be charged or paid by indigent patients beyond the PhilHealth package rates during their confinement period.

As soon as it operates. the Company will comply with the guidelines set by the DOH to implement the law in so far as private hospitals are concerned.

The Food Safety Act of 2013

The Food Safety Act of 2013 was enacted into law to strengthen the food safety regulatory system in the country. The food safety regulatory system encompasses all the regulations, food safety standards, inspection, testing, data collection, monitoring and other activities carried out by the Department of Agriculture (the "DA") and the Department of Health (the "DOH"), their pertinent bureaus, and the local government units.

The law aims for a high level of food safety, protection of human life and health in the production and consumption of food, and the protection of consumer interests through fair practices in the food trade. The law provides that the DA and the DOH shall set the mandatory food safety standards, which shall be established on the basis of science, risk analysis, scientific advice from expert bodies, standards of other countries, existing Philippine National Standards and the standards of the Codex Alimentarius Commission where these exist and are applicable.

Under this law, food business operators are charged with certain responsibilities to prevent, eliminate or reduce risks to consumers. They are further encouraged to implement a Hazard Analysis at Critical Control Points-based system for food safety assurance in their operations.

This law will regulate the operation of the commissary of the Hospital once it starts to operate.

Law Against Hospital Detention (RA 9439)

RA 9439 was enacted into law to prohibit the detention of patients in hospitals and medical clinics on grounds of non-payment of hospital bills or medical expenses.

The law provides that patients who have fully or partially recovered and who already wish to leave the hospital or medical clinic but are financially incapable to settle in part or in lull, their hospitalization expenses including professional fees and medicines shall be allowed to leave the hospital or medical clinic with a right to demand the issuance of the corresponding medical certificate and other pertinent papers required for the release of the patient from the hospital or medical clinic upon the execution of a promissory note covering the unpaid obligation. The promissory note shall be secured by either a mortgage or by a guarantee of a co-maker, who will be jointly and severally liable with the patient for the unpaid obligation. In the case of a deceased patient the corresponding death certificate and other documents required for interment and other purposes shall be released to any of his surviving relatives requesting for the same. Patients who stayed in private rooms are not covered by this law.

Anti-Hospital Deposit Law

Republic Act No. 10932, otherwise known as the Anti-Hospital Deposit Law provides that "in emergency or serious cases, it shall be unlawful for any hospital or medical clinic to request, solicit, demand or accept any deposit or any other form of advance payment as prerequisite for administering basic emergency care, for confinement or medical treatment, or to refuse to administer medical treatment and support to any patient."

Under this new law, any official, medical practitioner or employee of the hospital or medical clinic who violates its provisions shall be punished by imprisonment of not less than six (6) months and one (1) day but not more than two (2) years and four (4) months, or a fine of not less than ₱100,000.00 but not more than ₱300,000.00 or both. Higher penalties of imprisonment of four (4) to six (6) years, or a fine of not less than ₱500,000.00 but not more than ₱1,000,000.00, or both, are imposed upon directors or officers of hospitals or clinics responsible for the formulation and implementation of policies or instructions violative of the said law. Three (3) repeated violations of RA 10932, shall result in the revocation of the health facility's license to operate by the Department of Health (DOH). Further, a presumption of liability shall arise against the hospital, medical clinic, and the official, medical practitioner, or employee involved in the event of death, permanent disability, serious impairment of the health condition of the patient-complainant or in the case of a pregnant woman, permanent injury or loss of her unborn child as a result of the denial of his or her admission to the health facility, according to RA 10932.

Under this law, the Philippine Health Insurance Corporation (*PhilHealth*) will reimburse the hospital or clinic for the cost of basic emergency care and transportation services given to poor and indigent patients and the Philippine Charity Sweepstakes Office (PCSO) will also provide medical assistance for the basic emergency care needs of poor and marginalized groups. To ensure compliance without jeopardizing the company's finances, its BOD will formulate policies to ensure efficient collection from the aforementioned agencies.

The Foods, Drugs and Devices, and Cosmetics Act

The Foods, Drugs and Devices, and Cosmetics Act, as amended by the FDA Act of 2009 establishes standards and quality measures in relation to the distribution of health products which include pharmaceutical products sold within the hospital to ensure the safe supply thereof to and within the Philippines. The Food and Drug Administration (the "FDA", previously referred to as the Bureau of Food and Drugs) is the governmental agency attached to the DOH tasked to implement and enforce the FDDC Act.

This law will regulate the operation of the hospital pharmacy.

Taxation

On the matter of taxation and other charges, the Company is subject to the National Internal Revenue Code of 1997 (NIRC), as amended by Republic Act No. 9334 and further amended by Republic Act No. 10351. In the course of its business operations, the Company is subject to income tax and documentary stamp taxes without prejudice to the exemptions provided in the CREATE Law by virtue of its BOI registration.

In January 2019, RA 10963 otherwise known as the "Tax Reform for Acceleration and Inclusion Act" or the TRAIN Law, exempted from twelve percent (12%) VAT the sale of prescription drugs and medicines used to treat diabetes, hypertension and high cholesterol.

Seniors Citizens' Act

Under Republic Act No. 7432, otherwise known as "Senior Citizens' Act", senior citizens are granted a 20% discount on goods and services, including medical and dental services in private facilities as well as diagnostic laboratory fees (X-rays, computerized tomography scans and blood tests) and professional fees of attending doctors in all private hospitals and medical facilities. The law applies also to purchases from drug stores, hospital pharmacies and similar establishments dispensing medicines. The law will allow deduction of the Senior Citizen discount to be extended by APMCBI from gross revenues during the same taxable year. In 2010, RA No. 7432 was further amended by RA No. 9994, or the "Expanded Senior Citizens' Act' which granted senior citizens additional privileges, such as exemption from 12% expanded value-added tax (EVAT). The EVAT exemption for senior citizens applies to sharing of the burden between the Hospital and the manufacturer/distributor/supplier which will help the hospital to manage its exposures.

Magna Carta for Disabled Persons

RA No. 7277, as amended by RA 9422, otherwise known as "Magna Carta for Disabled Persons" provides for additional privileges to persons with disability. In particular, persons with disability are entitled to a 20% discount on their purchase of medicines, medical and dental services, including diagnostic and laboratory fees, and professional fees of attending doctors in all private hospitals and medical facilities.

Maximum Retail Prices for Drugs and Medicines

On July 27, 2009, Executive Order No. 821 was signed, prescribing the maximum retail prices for selected drugs and medicines. The EO took effect on 15 August 2009. The implementation of the said EO will have the effect of reducing the Hospital's revenues. However, with the cost reduction strategies, APMCBI is expected to maintain its margins.

In February 2020, EO No. 104 or Improving Access to Healthcare Through the regulation of Prices in the Retail of Drugs and Medicines was signed. The EO regulates the prices, through maximum retail price (MRP), a maximum wholesale price, (MWP) or both at least 86 drug molecules or 133 drug formulas selected based on a set of criteria.

In April 2021, the Department of Health issued the "Updated Suggested Retail prices (SRPs) for Essential Emergency Medicines and Medical Devices due to the Corona Virus Disease 2019 (COVID-19) Health Event".

Expanded Maternity Act

In May 2019, the Implementing Rules and Regulations (IRR) for RA 11210 or the Expanded Maternity Leave Law was enacted. Under the law, both government and private employers are required to give female workers 105 days paid maternity leave with an option to extend for an additional 30 days without pay. It applies to every instance of pregnancy, and employers are required to grant it regardless of the mode of delivery, civil status, legitimacy of the child and employment status. However, for cases of miscarriage emergency termination of pregnancy, 60 days maternity leave with full pay shall be granted.

National Integrated Cancer Control Law

In August 2019, the IRR for RA No. 11215 or National Integrated Cancer Control Law was signed by the department of Health. The IRR provides for the mechanisms by which cancer prevention, screening, diagnosis, treatment and care can be more equitable, affordable and accessible for all, especially the underprivileged, poor and marginalized Filipino.

Laws enacted during COVID-19 pandemic and related policies

On 11 March 2020, the World Health Organization (WHO) declared a pandemic of the Corona Virus Disease 2019 (COVID-19). Thereafter, Presidential Proclamation No. 929 s. 2020 was issued declaring a State of Calamity throughout the Philippines due to the increasing number of Filipinos infected with the virus. To address the pandemic, various laws were enacted by the Congress of the Philippines and various rules, regulations and circulars were issued by the Department of Health.

In view of the outbreak of the COVID-19 pandemic, the Department of Health had to issue various policies that affected the operations of hospitals including the following:

Department Circular No. 2022-0108

Under this Circular, all public and private hospitals were instructed to comply with PHILHEALTH CIRCULAR No. 2022-0003 which provides for Benefit Packages for Inpatient Management of Confirmed Coronavirus Disease (COVID-19) and Clarification of Probable Cases.

Environment-related Laws

The Philippine Clean Water Act of 2004 and its implementing rules and regulations provides for the requirement to secure a wastewater discharge permit which authorizes the discharge of liquid waste and/or pollutants of specified concentration and volume from plants and facilities into any water or land resource for a specified period of time. The Environmental Management Bureau (EMB) of the Department of Environment and Natural Resources (DENR) is responsible for issuing discharge permits and monitoring and inspection of the facilities of the grantee of the permit.

The Philippine Clean Air Act of 1999 and its implementing rules and regulations provides that before any business may be allowed to operate facilities and equipment, which emit regulated air pollutants, the establishment must first obtain a Permit to Operate Air Pollution Source and Control Installations. The EMB is responsible for issuing permits to operate air pollution source and control installations as well as monitoring and inspection of the facilities of the grantee of the permit.

The Solid Waste Management Act of 2000, with Department of the Environment and Natural Resources (DENR) Administrative Order 2001-34 as its implementing rules and regulations, sets the guidelines for solid waste reduction through sound reduction and waste minimization, including composting, recycling, re-use, recovery before collection, treatment and disposal in appropriate and environmentally sound solid waste management facilities in accordance with ecologically sustainable principles.

The Toxic Substances and Hazardous and Nuclear Wastes Control Act of 1990 and its implementing rules and regulations, as well as DENR Administrative Orders 2013-25 and 2013-22, aim to regulate the management of ozone-depleting chemical substances and hazardous wastes generated by various establishments.

Costs and Effects of Compliance with Environmental Laws

The Company incurred about Thirty-Six Thousand Three Hundred Pesos only (PhP 36,300.00) in expenses for environmental compliance including notarial fees for the year 2024. On an annual basis, operating expenses incurred by the Company to comply with environment laws are not significant or material relative to the Company and its total cost and revenues.

A periodic review of the Hospital's operating margins will be undertaken to ensure that the Hospital will not suffer any significant financial burden as a result of the above-mentioned laws and regulations.

MAJOR RISKS

The following are the identified risks in the operation of the hospital of the Company:

1. OPERATIONAL RISKS

The business of healthcare is the delivery of care that is safe, timely, effective, efficient and patient--centered within diverse populations. Operational risks relate to those risks resulting from inadequate or failed internal processes. People, or systems that affect business operations. Included are risks related to: adverse event management, credentialing and staffing, documentation, chain of command, and deviation from practice.

To address this risk, the Company engaged consultants that could assist it in establishing an internal process that would ensure efficient delivery of services.

2. CLINICAL PATIENT SAFETY

Risks associated with the delivery of care to residents, patients and other healthcare customers. Clinical risks include: failure to follow evidence-based practice, medication errors, hospital acquired conditions (HAG), serious safety events (SSE), occurrence of incidents and sentinel events and others. Anything relayed and/or observed occurring out of the ordinary expectations of the patients/clients is considered an "incident" while "sentinel events" are unexpected occurrences involving death or serious physical or psychological injury or the risk thereof.

To address this risk, the Company is aiming to follow the standards set by the Joint Commission International for patient safety and eventually apply for accreditation. A Policy on Incident Reporting and Sentinel Event Reporting will be formulated by APMCBI to ensure appropriate and timely reporting of these occurrences. The policy will state the action plan and the responsibilities of all concerned personnel and the activities involved in incident and sentinel event reporting.

The Policy will outline the manner of reporting, the timeliness of reporting and the specific persons to whom the report should be made.

3. STRATEGIC RISKS

Risks associated with the focus and direction of the organization. Because the rapid pace of change can create unpredictability, risks included within the strategic domain are associated with brand, reputation, competition, failure to adapt to changing times, health reform or customer priorities. Managed care relationships/partnership, conflict of interest, marketing and sales, media relations, mergers, acquisitions, divestitures, joint ventures, affiliations and other business arrangements, contract administration, and advertising are other areas generally considered as potential strategic risks.

To address this risk, a Risk Manager shall be appointed by the Board of Directors as soon as practicable.

4. FINANCIAL RISK

Decisions that affect the financial sustainability of the organization, access to capital or the timing and recognition of revenue and expenses make up this domain. Risks include: costs associated with malpractice, litigation, and insurance, capital structure, credit and interest rate fluctuations, foreign exchange, growth in programs and facilities, capital equipment, corporate compliance (fraud and abuse), accounts receivable, days of cash on hand, capitation contracts, billing and collection.

The Company had secured a Loan to sustain its pre-operation expenses. It also made a call for payment of subscribed shares which were issued in 2018. It also plans to have a Comprehensive Insurance Plan for its practitioners.

5. HUMAN CAPITAL

This is an important issue in today's tight labor and economic markets especially with the current brain-drain of health workers. Also included are risks associated with employee selection, retention, turnover, staffing, absenteeism, on-the-job work-related injuries (workers' compensation), work schedules and fatigue, productivity and compensation. Human capital associated risks may cover recruitment, retention, and termination of members of the medical and allied health staff.

APMCBI plans to provide Non-Monetary Stock Benefit to its employees to attract health workers to employ in the hospital.

6. LEGAL/REGULATORY

Risk within this domain incorporates the failure to identify, manage and monitor legal, regulatory, and statutory mandates.

APMCBI has a strong Compliance system monitoring and ensuring compliance with its legal obligations and commitment.

7. TECHNOLOGY

This domain covers machines, hardware, equipment, devices and tools, but can also include techniques, systems and methods of organization. Healthcare has seen an explosion in the use of technology for clinical diagnosis and treatment, training and education, information storage and retrieval, and asset preservation. Examples also include Hospital Information System, social networking and cyber liability.

APMCBI has engaged full-time IT personnel to ensure cybersecurity.

Item 2. Properties

Asia-Pacific Medical Center Bacolod, Inc. is a 7-storey 248-bed capacity hospital with an adjacent Medical Arts Building (MAB), has a total floor area of 44,701.70 square meters. The hospital will be constructed in a 10,000 sq.m. property located at Lacson St., Brgy. Bata, Bacolod City, Negros Occidental.

The property is covered by Transfer Certificate of Title No. 092-2018008504 and Tax Declaration No. 143-00-045-01-223 registered in the name of Asia-Pacific Medical Center Bacolod, Inc. and used as collateral for Real Estate Mortgage with Development Bank of the Philippines.

The land described above is recorded in the books of the company at Eighty Million Two Hundred Two Thousand Five Hundred Two Pesos (P80,202,502.00). Aside from land, the other properties acquired and owned by the company are as follows:

Since 2017 until December 31, 2024, the corporation has acquired office equipment composed of desktop and laptop computers, printers, photocopying machines, steel cabinets and office furniture amounting to Two Hundred Forty-Seven Thousand Five Hundred Seventy-Four Pesos (Php 247,574.00) net of depreciation.

Due to the ongoing construction of the hospital, APMCBI's construction in progress amount as recorded in the books of the company is at One Billion Seventy-Eight Million Five Hundred Fifty-Five Thousand Two Hundred Seventy-One Pesos (Php 1,078,555,271.00) as of December 31, 2024. This includes payment to the different services rendered and goods supplied by the contractors.

As of December 31, 2024, APMCBI has not acquired any medical equipment, medical instruments, appliances and furniture to be used for the hospital's operations. The estimated schedule of the procurement of these instruments will commence in the last quarter of 2025. Funds for their purchase will be from the sale of securities and the loan that the Company will be securing from another bank for the medical instruments, appliances and furniture. For acquisition of some machines, APMCBI has the option for a "tie-up" contract with suppliers, if applicable. APMCBI has also been granted an Importation license by the Bureau of Customs for the importation of medical equipment and construction materials from abroad.

The Total Properties and Equipment owned by the company reflected a balance of One Billion One Hundred Fifty-Nine Million Five Thousand Three Hundred Forty-Seven Pesos (P1,159,005,347.00)

Land	80,202,502.00
Office Equipment (net)	247,574.00
Construction in Progress	1,078,555,271.00

Item 3. Legal Proceedings

LEGAL PROCEEDINGS OF COMPANY, ITS SUBSIDIARIES AND/OR AFFILIATES

APMCBI is not a party to, and its properties are not subject of, any material pending legal proceeding that could be expected to have a material adverse effect on APMCBI's financial performance.

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

There were no matters submitted to the vote of security holders during the fourth quarter of the fiscal year covered by this report. The annual meeting of the Stockholders of the Company was held on 05 June 2024. The results of the Annual Meeting was duly submitted to the SEC in the corresponding General Information Sheet dated 05 July 2024 and SEC Form 17-C dated 10 June 2024.

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ASIA - PACIFIC MEDICAL CENTER BACOLOD, INC.
Formerly Allied Care Experts Medical Center-Bacolod Inc.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

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

A. MARKET INFORMATION

The Company will market and offer the securities through hospital employees who are well versed with Hospital operations who have been designated as salesmen[5]. These organic employees are well aware of the mission and vision of the hospital and are accustomed with hospital operations. Management believes that the strategic location of the hospital, the facilities and the services it will provide, and the people behind the hospital, are sufficient to entice medical and dental specialists and prospective investors to consider the offer. The Company will greatly rely on these organic salesmen and satisfied patients to spread the word about the facilities the hospital can offer. There is no public trading market for the Company's shares.

APMC Bacolod, Inc. is offering 3,600 blocks of common shares in tranches, through a series of offerings at an offer price in progressive amounts.

The staggered Offer Price per series of shares for sale to the public was arrived at by considering several factors including but not limited to: the timing of purchase relative to the completion of the Hospital and its facilities, the number of applicants the Hospital could serve and accommodate, the total development costs based on cost assessments of the engineers, architects and other professionals hired for the project, comparable price of similarly situated structure with similar facilities, market demand, risk undertaken by the original stockholders, the exclusive and premium nature of the Hospital and its intended patients and the acceptability of the pricing strategy to the current market.

The breakdown of the Offer Price is presented as follows:

Series	Number of Blocks of Common Shares	Maximum Proposed Selling Price per Block
1st	2,400 blocks	P250,000.00 per block
2nd	800 blocks	P300,000.00 per block
3rd	400 blocks	P400,000.00 per block

Six Hundred Sixty-Six (666) blocks of the first series had been sold at the price of Php 250,000.00 per block as of 31 December 2024. The second series of Eight Hundred (800) blocks and the third series of Four Hundred (400) blocks will be sold thereafter. The offered shares are not listed in the Exchange and are issued over the counter only through the Company's employees, acting as sales persons as reflected in its Registration Statement.

The 3,600 blocks will be offered to the public, and sold primarily to Medical Specialists who possess the minimum qualifications and are deemed fit to practice, upon recommendation by the Credentials Committee and approved by the Board and Management of APMC Bacolod, Inc. Other purchasers may be non-medical specialists who are related to medical specialists and those who intend to purchase the shares purely for investment purposes.

B. HOLDERS

There are approximately Forty-One (41) holders of Founder Shares and Six Hundred Sixty-One (661) holders of Common Shares of the company as of 31 December 2024.

The following founders are the top 20 stockholders of record and/or beneficial owners as of 31 December 2024:

	STOCKHOLDERS	NATIONALITY	NUMBER OF SHARES		PERCENTAGE OF OWNERSHIP
1	LAVILLA, MERIDE D.	FILIPINO	COMMON	21,242	10.09%
			FOUNDER	10	
2	FERJENEL G. BIRON	FILIPINO	COMMON	17,244	8.22%
			FOUNDER	68	
3	MALATA, MA. IVY V.	FILIPINO	COMMON	14,465	6.87%
			FOUNDER	16	
4	REGOZO, DANILO C.	FILIPINO	COMMON	5,986	2.85%
			FOUNDER	20	
5	LAVALLE, AMADO JR. M.	FILIPINO	COMMON	4,984	2.38%
			FOUNDER	20	
6	MAGBANUA, MA. LEILA	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	16	
7	ACHURRA, ALEXANDER KENT T.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
8	BALINAS, RHONA T.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
9	BAUTISTA, KATHRYN KRISTY P.	FILIPINO	COMMON	4,915	2.34%
			FOUNDER	16	
10	GALVE, GREGORIO L.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
11	GEBUSION, ANTHONY C.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
12	GERMINAL, RODOLFO JR. F.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
13	JALEA, RUEL U.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	

14	JESENA, SALVE REGINA S.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
15	MAGALLANES, BEL MANUEL G.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
16	PABICON, OLGA H.	FILIPINO	COMMON	4,915	2.34%
			FOUNDER	16	
17	PACETE, JIMMY B.	FILIPINO	COMMON	4,915	2.34%
			FOUNDER	16	
18	PEDROZA, DAVID G.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
19	RODRIGO, SHERWIN LOWE B.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	
20	TAD-Y, MAY CLAIRE R.	FILIPINO	COMMON	4,917	2.34%
			FOUNDER	14	

C. DIVIDENDS

The Company is not yet operating its hospital hence there is no unrestricted retained earnings that could be used for dividends.

D. RECENT SALE OF UNREGISTERED OR EXEMPT SECURITIES

There is no recent sale of unregistered or exempt securities as all of the Two Hundred Forty Thousand Shares (240,000) of the Company are registered securities.

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

1. PLAN OF OPERATION

The company has had no revenue in the past five fiscal years because it is still in the construction phase. There were construction and engineering modifications done in the design plans of the building for pandemic preparedness and provision of more ideal services once it will be operational. The target completion date of the building was in the 2nd quarter of 2024. However, due to delays in the release of the DBP Loan which resulted in the delay in the construction, actual completion may be delayed until the second quarter of 2026. The change in the completion date had been reflected in the Amended Prospectus of the Company approved by SEC on March 14, 2025.

The Company has secured three (3) term loans from the Development Bank of the Philippines on August 11, 2021. The total principal amount is One Billion Six Hundred Eighty-Eight Million Eight Hundred Thousand Pesos (P 1,688,800,000.00).

The first loan is a 13-year term loan of One Billion One Hundred Eighty-Eight Million Eight Hundred Thousand Pesos (P 1,188,800,000.00) for the construction of the Main Hospital Building and its foundation.

The second loan is a 5-year term loan of One Hundred Forty-Six Million Pesos (P 146,000,000.00) for the acquisition of medical instruments, furniture and appliances.

The third is an Omnibus Facility to be available via (1) 10-year term loan with sublimit of Three Hundred Fifty-Four Million Pesos (P 354,000,000.00) and (2) Import and/or Domestic Letter of Credit via Sight for Usance to be drawn from the proposed 10-year term loan. The intended use of this loan is for acquisition of equipment.

The financial resources of the corporation during the next twelve (12) months will primarily be allotted for the completion of the hospital structure including its interiors, landscapes, and procurement of additional hospital equipment, medical instruments and furniture. Due to the proposed increase in the floor area and escalation of prices of construction material, the budget for the construction of the hospital increased to Two Billion Two Hundred Eight Million Eight Hundred Fifty-Six Thousand Nine Hundred and Seventy-Five Pesos (PhP 2,208,856,975.00). To meet such requirements, the Board of Directors resolved to apply for an additional loan from the Development Bank of the Philippines in the amount of Four Hundred Thirty Million Pesos (PhP 430,000,000.00), increasing the total loan for the main hospital building to One Billion Six Hundred Eighteen Million Eight Hundred Thousand Pesos (Php 1,618,800,000.00), and amending the previous application for an additional loan of Six Hundred Seventy Million Pesos (PhP 670,000,000.00) as per DBP's assessment. Some founders manifested their willingness to extend loan to the Company if only to ensure the completion of the hospital.

Current financial position depends on the infusion of cash coming from the remaining shares from IPO and the release of the remaining tranches of loan from Development Bank of the Philippines. With the increasing cash demands, especially with the construction's increasing costs and other administrative expenses, the corporation must maximize all means to market more and sell offered shares to the public, which are now being offered at (Two Hundred Fifty Thousand Pesos) P250,000.00 per block. The company will promote investment in the hospital through social media, in addition to the active selling of shares by designated employees outlined in the Registration Statement. This approach aims to encourage public investment while ensuring adherence to Securities and Exchange Commission regulations governing the marketing of shares.

	For the year ended		Horizontal Analysis		Vertical Analysis	
	December 31, 2024	December 31, 2023	Inc. (Dec)	%	2024	2023
Revenue Direct Cost						
Gross Profit Other Income	59,076	391,160	(332,084)	-84.90%	n/a	n/a
Gross Income	59,076	391,160	(332,084)	-84.90%	n/a	n/a
General and administrative expenses	(25,347,144)	(25,662,166)	315,022	-1.23%	n/a	n/a
Loss from operations	(25,288,068)	(25,271,006)	(17,062)	0.07%	n/a	n/a
Income tax expense	(835)	(4,320)	3,485	-80.67%	n/a	n/a
Net loss for the period Add (deduct) comp income(loss)	(25,288,903)	(25,275,326)	(13,577)	0.05%	n/a	n/a
Net comprehensive loss for the period	(25,288,903)	(25,275,326)	(13,577)	0.05%	n/a	n/a

Other Income
The hospital is in its construction phase. However, given its current status, it is not yet income generating. What are currently being recorded as income are mostly interest income earned from bank deposits. Other income during the period December 31, 2024 is lower than December 31, 2023 by 85%. The decrease is due to minimum interest earned for bank deposits.

General and Administrative Expenses
General and administrative expenses decreased on December 31, 2024 by 1.23%. This is due to the decrease in in some expenses but with great decrease in the marketing expense of the Company.

Loss for the Period
Loss for the period of December 31, 2024 decreased from December 31, 2023 by 0.05%. This is due to the lower other income and minimal decrease in expenses for 2024.

Financial Condition (December 31, 2024 vs. December 31, 2023)

	For the year ended		Horizontal Analysis		Vertical Analysis	
	December 31, 2024	December 31, 2023	Inc. (Dec)	%	2024	2023
ASSETS						
Current Assests						
Cash and cash equivalents	13,334,103.00	22,111,663.00	(8,777,560)	-40%	1%	2%
Advances to contractors	33,101,074.00	33,213,994.00	(112,920)	0%	3%	3%
Input VAT	65,646,154.00	41,720,983.00	23,925,171	57%	5%	4%
Other current assests	6,689,627.00	3,094,867.00	3,594,760	116%	1%	0%
	118,770,958.00	100,141,507.00	18,629,451	19%	9%	10%
Noncurrent Assets			-			
Property, Plant and Equipment(net)	1,159,005,347.00	875,317,823.00	283,687,524	32%	91%	90%
Security Deposit	45,466.00	45,466.00	-	0%	0%	0%
	1,159,050,813.00	875,363,289.00	283,687,524	32%	91%	90%
Total Assets	**1,277,821,771.00**	**975,504,796.00**	**302,316,975**	**31%**	**100%**	**100%**
LIABILITIES AND EQUITY			-			
Trade and other payables	198,360,577.00	49,653,541.00	148,707,036	299%	16%	5%
Retention payable	84,526,346.00	56,739,982.00	27,786,364	49%	7%	6%
Income tax payable	835.00	4,320.00	(3,485)	-81%	0%	0%
Advances from Shareholders	377,249,522.00	226,133,559.00	151,115,963	67%	30%	23%
	660,137,280.00	332,531,402.00	327,605,878	99%	52%	34%
Noncurrent Liability			-			
Loans payable	356,640,000.00	356,640,000.00	-	0%	28%	37%
Total Liabilities	**1,016,777,280.00**	**689,171,402.00**	**327,605,878**	**48%**	**80%**	**71%**
Equity			-			
Share Capital	210,660,000.00	210,660,000.00	-	0%	16%	22%
Additional Paid in Capital	159,840,000.00	159,840,000.00	-	0%	13%	16%
Deficit	(109,455,509.00)	(84,166,606.00)	(25,288,903)	30%	-9%	-9%
Total Equity	**261,044,491.00**	**286,333,394.00**	**(25,288,903)**	**-9%**	**20%**	**29%**
Total Liabilities and Equity	**1,277,821,771.00**	975,504,796.00	302,316,975	31%	100%	100%

Total Assets
Total Assets increased from P975.5 million to P1.2 billion, a 31% increase from December 31, 2023 to December 31, 2024. The increase was due to the increase in Input VAT which primarily depicts the increase in construction in progress account.

Cash and cash equivalents
Cash and cash equivalents decreased by P8.7million (40%). There is no loan granted to the company for the year.

Input VAT

The input VAT increased by P23.9 million (57%) from P41.7 million on December 31, 2023 to P65.6 million on December 31, 2024. This is the result of the increase in input VAT-related construction expenses.

Other current assets

An increase in the other current assets by 116% from the period December 31, 2023 to the current period of December 31, 2024. This is due to the increase in deferred input VAT amounting to P2.8M.

Property, Plant and Equipment

The property, plant and equipment account increased by 32% from P875.3 million in December 31, 2023 to P1.1 billion in December 31, 2024 because of the increase in construction in progress, acquisition of various office equipment, and loan interest payments during the year. The loan interest payments included herein amounted to P29,295,887.00 for the periods 01 January 2024 to 31 December 2024 with floating interest rates of 7.89% to 8.02% per quarter, and P26,252,813.00 for the periods 01 January 2023 to 31 December 2023, with floating interest rates of 6.1283% to 7.89% per quarter.

The loan interest payments were recognized as expense being part of the acquisition cost of construction in progress, and presented the same as part of the Property, Plant, and Equipment account in accordance with PAS 23, Borrowing Costs (see Paragraph 32 & 33a of PAS 7).

Total Liabilities

The total liabilities increased by 48% due to the increase in trade and other payables, retention payable, and advances form shareholders.

Loans Payable

The outstanding loan remains in the amount of P365.6 million as there was no additional release of the bank yet. As of 31 December 2024, the Corporation had paid a total loan interest in the aggregate amount of P64,703,945.67, with floating interest rates of 5% to 8.02% per quarter in the span of 3 years. The outstanding loan interest for the period 01 January 2025 to 15 June 2035 is roughly estimated to cost P331.4 Million.

Trade and other payables

Trade and other payables increased by 299% or P148.7 million from December 31, 2023 to December 31, 2024. The increase was a result of the compensation and per diems of the directors.

Retention Payable

Retention payable increased to P84.5 million from P56.7 million on December 31, 2023. This was due to the increase in construction-related expenses incurred in 2024.

Income Tax Payable

In 2024, the company had an unpaid income tax of P835.00, a decrease of 81% from P4,320.00 in 2023.

Advances to Shareholders

An increase in the advances to shareholders by P151.1 million or 67% from December 31, 2023 to December 31, 2024 was recorded due to the additional cash provided by founding doctors for pre-operating expenses aside from their executive compensation and per diems owed by the Company.

Loans Payable

In 2024, there is no additional loan released to the company. The loan payable remains at P356.6 million.

Total Equity

There is a decrease in the total equity of the company from December 31, 2023 to December 31, 2024. The decrease amounted to P25.2 million or 9% from the previous year.

Additional Paid in Capital

There was no movement in the additional paid in capital of the investors for the purchase of IPO shares from 31 December 2023 to 31 December 2024, as the Company did not issue IPO shares in 2024 due to the pendency of its application for amendment of prospectus.

Key Performance Indicators (KPIs)

Liquidity Ratios

		2024	2023
Quick Asset Ratio	Cash + cash equivalents / Current Liabilities	0.02:1	0.07:1

The company has a low quick asset ratio for the year 2023 and even lower quick asset ratio for 2024 which shows that it could not pay off its short-term obligations with its most liquid assets. This is because most of its cash is allocated to the expenses of the construction.

		2024	2023
Current Asset Ratio	Current Assets / Current Liabilities	0.18:1	0.30:1

The current assets of the company are being utilized for the construction of the hospital which results in a low current asset ratio for 2023 and for 2024, respectively. It is expected to increase as soon as the hospital starts its operations.

Solvency Ratios

		2024	2023
Debt to Equity Ratio	Long Term Debt / Equity	3.90:1	2.41:1

The debt-to-equity ratio for 2024 and 2023, respectively shows that the company uses its loan to finance the pre operating expenses more than its equity.

Profitability Ratios

		2024	2023
Net Profit Margin	Net Income / Total Revenue	0%	0%

The Company is still in the construction phase, with no revenue being generated, resulting in a zero percent net profit margin for both 2023 and 2024.

		2024	2023
Return on Assets	Net Income / Average Total Assets	-2.24%	-2.84%

Given the Company's ongoing construction phase, there is a decrease in the negative return on assets in 2024 as compared to 2023 which still signifies continued investment in construction without immediate profitability.

		2024	2023
Return on Equity	Net Income / Stockholder's Equity	-9.24%	-10.28%

The hospital is not yet operational, hence, the financial ratios show negative results for 2023 and 2024, respectively. This shows the company is spending most of its assets in construction.

Leverage Ratios

		2024	2023
Debt to Total Asset Ratio	Total Liabilities / Total Assets	0.80:1	0.71:1

As compared to the 2023 Debt to Total Asset Ratio, there is a slight increase in 2024, since the Company has increased its construction expenses. The ongoing hospital construction has led to an increase in the construction in progress account, representing a significant allocation of the company's resources.

		2024	2023
Asset to Equity Ratio	Total Asset / Total Equity	4.90:1	3.41:1

The company has more assets than its equity for both years due to the ongoing construction of the hospital. The company is also selling its IPO shares which could mean an improvement for these ratios in the next financial statements.

		2024	2023
Interest Rate Coverage Ratio	Earnings before Interest & taxes / Interest Expense	0.86:1	0.99:1

The decrease in the interest coverage ratio from 2023 to 2024 can be attributed to the significant ongoing construction projects throughout the present year. These projects have likely increased the company's interest expenses while its earnings before interest and taxes (EBIT) may have been impacted by the temporary disruption or delay in operations due to construction activities. As a result, the company's ability to cover its interest payments with its operating income has decreased, leading to the lower ratio. Once the construction projects are completed and operations resume, it is expected that the interest coverage ratio will improve.

As of December 31, 2024

1. The company has not been involved in any legal proceedings, tax, and/ or regulatory assessments.
2. There has been no off-balance sheet transactions, arrangements, obligations, and other relationships of the company with unconsolidated entities or other Persons created during the reporting period.
3. The company has not availed another loan from Development Bank of the Philippines.
4. There are no seasonal aspects that had a material impact on the results of operations of the company.
5. There are no events nor any default acceleration of an obligation that will trigger direct or contingent financial obligation that is material to the company.
6. The company has no investment of foreign securities.

December 31, 2022 compared to December 31, 2021

The SEC approved the increase in the capitalization of the company from P120,000,000.00 to P240,000,000.00 in September 2021. Funds increased due to the release of the first tranche of loan from the Development Bank of the Philippines in June 2022.

December 31, 2023 compared to December 31, 2022

On March 28, 2022, the SEC approved the Permit to Offer Securities for sale. This permit enabled the company to gain additional capital to finance the construction of the hospital through the sale of Initial Public Offering (IPO). By December 2023, a total of 6,660 IPO shares were sold and subscribed out of 240,000 shares for the first tranche of the IPO for sale. The Company is registered with the Board of Investments as a New Operator of General Hospital Level 2 under Corporate Recovery and Tax Incentives for Enterprises Act and the Omnibus Investment Code of 1987 on October 23, 2023.

December 31, 2024 compared to December 31, 2023

With the construction still in progress and no additional loan release from DBP, the accounts payables increased, and the funds decreased. There was no movement in the additional paid in capital of the investors for the purchase of IPO shares from 31 December 2023 to 31 December 2024, as the Company did not issue IPO shares in 2024 due to the pendency of its application for amendment of prospectus

Item 7. Financial Statements

The 2024 Audited Financial Statements of the Company (with the External Auditors' PTR, Name of Certifying Partner and Address) and Statement of Management's Responsibility are attached hereto as **Annex A.**

Information on Independent Accountant and Other Related Matters

(a) The auditing firm of Querido Diel & Co., CPAs (QDC) was recommended for election as external auditor for the year 2024 for a fee of Four Hundred Twenty Thousand Pesos (Php 420,000.00) VAT inclusive, and exclusive of out-of-pocket expenses.

(b) Querido Diel & Co., CPAs (QDC) represented by its engagement partner, Mr. Richard Querido is the external auditor of the company for the most recently completed year 2024. Pursuant to the rule SRC Rule 68 (3) (b) (iv) of the Amended Implementing Rules and Regulations of the Securities and Regulation Code (SRC) (re: rotation of external auditors) the Company has not engaged Mr. Richard Querido for more than 5 years.

(c) Representatives of the said firm were present via Zoom at the annual stockholders' meeting held last 05 June 2024 and had the opportunity to make a statement if they desire to do so, and were available to respond to appropriate questions. In 2024, the Company's auditors did not perform any substantial non-audit services for the Company.

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

Mendoza Querido and Company CPAs (MQC) has been the Independent Auditor of the Company from 2018 until 2022 when its secondary license as a registered issuer of securities has been approved with Mr. Richard S. Querido as the signing partner.
Mendoza, Querido & Co., CPAs was dissolved by resolution of the partners sometime on August 25, 2023. The Company was formally notified of the dissolution on January 23, 2024.

There were no disagreements with Mendoza, Querido & Co., CPAs since the time of their engagement on any matter relating to accounting principles or practices, disclosure of financial statements, auditing scope, and procedures. The same could be said of Querido, Diel & Co, CPAs for 2023 and 2024.

After the dissolution of his old Audit firm, Mendoza, Querido and Co., Mr. Richard S. Querido, the Company's signing partner, established a new audit firm with other partners namely the Querido Diel & Co., CPAs (hereinafter "QDC"). The Company's Board of Directors approved the appointment of QDC in its Special Board Meeting on 4 February 2024 after the company had been informed of the approval of its accreditation on January 25, 2024, and was ratified by the votes of 2/3 of the outstanding capital stock in the Annual Stockholder's Meeting held on June 5, 2024.

There were no disagreements with Mendoza Querido and Company CPAs in the previous years.

EXTERNAL AUDIT FEES

Audit and Audit Related Fees

The Aggregate Fees billed are shown below:

Fees approved in connection with the assurance rendered by Querido Diel & Co. (QDC) for the year ended, December 31, 2024 amounted to Seven Hundred Twenty Thousand Pesos (Php 720,000.00). QDC together with Mendoza Querido & Co. (MQC) pursuant to the regulatory and statutory requirements for the year ended, December 31, 2023 amounted to Three Hundred Sixty Thousand Pesos (Php 360,000.00) inclusive of twelve percent (12%) VAT, and by MQC for the years ended December 31, 2022 amounted to Five Hundred Twenty-Four Thousand One Hundred and Sixty Pesos (Php 524,160.00) inclusive of twelve percent (12%) VAT. These expenses include printing, and travel allowances for auditors.

Year	2024	2023	2022
Audit Fees	720,000	360,000.00	524,160.00
Tax Fees	0	0	0
All other Fees	0	0	0

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

BOARD OF DIRECTORS AND EXECUTIVE OFFICERS

The overall management and supervision of the Company is undertaken by the Board. The Company's executive officers and management team cooperate with the Board by preparing appropriate information and documents concerning the Company's business operations, financial condition and results of its operations for its review. Currently, the Board consists of fifteen (15) members, of which three (3) are independent directors.

The table below set forth the members of the Company's Board as of 31 December 2024.

Name	Age	Position	Citizenship	Period during which individual has served as such
Dr. Ferjenel G. Biron	59	Chairman / Director	Filipino	2017 to present
Dr. Ma. Leila M. Magbanua	61	President / Director	Filipino	2017 to present
Dr. Bel Manuel G. Magallanes	54	Vice Chairman / Director	Filipino	2019-2021(I.D); 2021 to present
Dr. Danilo C. Regozo	61	Executive Vice President / Director	Filipino	2017 to present
Dr. Ma. Ivy V. Malata	60	Corporate Secretary / Director	Filipino	2017 to present
Dr. Olga H. Pabicon	61	Corporate Treasurer / Director	Filipino	2020 to present
Dr. May Claire R. Tad-y	62	Assistant Corporate Secretary / Director	Filipino	2021 to present
Dr. Rhona T. Balinas	65	Assistant Corporate Treasurer / Director	Filipino	2017 to present
Dr. Wendell Z. Espinosa	48	Director	Filipino	2022 to present
Dr. Anthony C. Gebusion	58	Director	Filipino	2022 to present
Dr. Meride D. Lavilla	61	Director	Filipino	2017 to present
Dr. Jimmy B. Pacete	64	Director	Filipino	2019-2021 (I.D); 2021 to present
Dr. Andrew I. Mallen	55	Independent Director	Filipino	2024 to present
Dr. Joseline C. Encarnacion	67	Independent Director	Filipino	2021 to present
Dr. John Clifton U. Martyr	56	Independent Director	Filipino	2021 to present

All the above individuals were elected as Board of Directors and Officers of the Corporation for the year 2024 until their successors were elected during the Annual Stockholders' Meeting of Asia-Pacific Medical Center Bacolod, Inc. held on 05 June 2024. During the Organizational Meeting on 06 June 2025, all of the Executive Officers were re-elected to serve for another term.

The business experience of each of the directors of the Company for the last five (5) years is as follows:

Ferjenel G. Biron, M.D
Director / Chairman

Dr. Biron is the Chairman of the Asia-Pacific Medical Center (APMC) group of hospitals, which includes APMC Aklan, APMC Bacolod, and APMC Iloilo. These hospitals were separately incorporated in December 2014 (Asia Pacific Medical Center-Iloilo, Inc.), September 2017 (Asia Pacific Medical Center - Bacolod, Inc.), and December 2017 (Asia Pacific Medical Center- Aklan, Inc.). He served as President of these hospitals from their incorporation until June 2020 for APMC Aklan, August 2021 for APMC Iloilo, and August 2022 for APMC Bacolod.

From 2020 to 2021, Dr. Biron held the position of Chief Executive Officer at Endure Medical Inc. He is currently the President of Aesthetica Manila, Inc., and Smartlab Diagnostics, Inc., and serves as Chairman of several closed corporations, including Park3 Realty & Development Corporation, EMI Properties OPC, Newlife Regenerative and Wellness Center, Inc., Obbo Holdings, Inc., Botikang Pinoy, Inc., Super BP Mart Corporation, and Endure Medical Laboratories Inc.

Dr. Biron was elected as Congressman for the Fourth District of Iloilo, serving from 2004 to 2013 and again from 2016 to 2019. He was re-elected in 2022 and previously chaired the Committee on Legislative Franchises and the Committee on Trade and Industry. In the current Congress, he has been a member of the Commission on Appointments from August 8, 2022, to March 19, 2024, and was appointed Chairman of the House Committee on Trade and Industry on March 20, 2024. Additionally, he is a member of the Board of Directors for Allied Care Experts (ACE) Medical Center – Butuan Inc., ACE Medical Center – GENSAN Inc., and ACE Medical Center – Cagayan de Oro, Inc.

Dr. Biron graduated Magna Cum Laude with a degree in B.S. Biological Sciences from Western Visayas State University in 1985. He continued his medical education at the same university, graduating in 1989, and completed his Post Graduate Internship at Western Visayas Medical Center Hospital from 1989 to 1990. In 1999, he completed the Manufacturing and Finance Course for Senior Executives at the Asian Institute of Management. He also attended the University of Asia and the Pacific, where he pursued Strategic Business Economic Planning, leading to a Master in Business Economics in 2014. He is currently thesis-complete and nearing the completion of his Master in Hospital Management program at Cebu Doctors College.

Ma. Leila M. Magbanua, M.D
Director / President

Dr. Magbanua is the President of Asia-Pacific Medical Center Bacolod, Inc. since August 2022. She was the Corporate Treasurer of the Corporation from September 10, 2017 until August 14, 2022.

She was the Vice President of Premier Nephro Care Systems, Inc. from 2018 to 2021, Metro Bacolod Kidney Center, Inc. from 2014 to 2021, and 2022 to 2023, and Nephroprime Corporation from 2018 to 2020, and 2021 to present. She also became the President of Nephroprime Corporation from 2020 to 2021. She graduated with a bachelor's degree in Biology at the University of the Philippines- Diliman in 1983 and she completed her medical degree at West Visayas State University in 1987 and her post-graduate internship at Riverside Medical Center in 1988. She also completed her subspecialty training on Nephrology at the Philippine General Hospital – University of the Philippines in 1993. She was a visiting consultant at The Doctors' Hospital from 1994 to present, and for Metro Bacolod Hospital from 2023 to present. Currently, she is writing her thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, she attended free Masterclass conducted by the Institute of Corporate Directors (ICD) on June 24, 2022 and the five-modules Professional Directorship Program on August 24 and 25, 2022, September 8-9, 14-15, 21-22, 28-29, 2022. She attended the webinar on Financial and Operational Budgeting on September 6 and 7, 2022 conducted by the Center for Global Best Practices. For the year 2023, she attended the Center for Global Best Practices (CGBP) Certification Course for Tax Compliance Specialist on August 15, 22, 29, September 5, 12, and 22, 2023. Moreover, she attended the webinar on Simplified Guide to Parliamentary Procedures for Highly Effective Corporate Meetings on October 12-13, 2023. In 2024, she attended the Finance for Directors seminar conducted by Institute of Corporate Directors (ICD) on October 3-4, 2024.

Bel Manuel G. Magallanes, M.D
Director / Vice Chairman

Dr. Magallanes is the Vice Chairman of Asia-Pacific Medical Center Bacolod, Inc. since July 2021. He was an Independent Director of the Company from May 2019 until August 2020.

He was the Chapter President of the Philippine Society Otolaryngology Head and Neck Surgery in Western Visayas from 2016 to 2017 and became a Board of Trustees in 2018. He graduated with a Bachelor of Science in BS Biology in 1991 at West Visayas State University. Then, he took up medicine at the University of Philippines College of Medicine in 1996 and had his post-graduate internship at Philippine General Hospital University of the Philippines in the same year. His residency training was completed at Corazon Locsin Montelibano Memorial Regional Hospital in 2005. Currently, he is writing his thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, he attended the webinar on Risk Management in the Age of COVID-19 conducted by the Institute of Corporate Directors (ICD) on June 16 and 17, 2022. He attended a webinar on Digital Record Governance and Management conducted by Center for Global Best Practices on July 19 to 21, 2022. In 2023, he attended the CGBP webinar on Best Practices in Developing Competency-Based HR Programs on May 23, 2023, and CGBP webinar on Best Practices in Complaints Management on November 29-30, 2023. In 2024, he attended the CGBP webinar on Global Standards in Artificial Intelligence Management on March 7 & 8, 2024 and ICD webinar on Health Governance: The Value for Strategic Purchasing on December 13, 2024.

Danilo C. Regozo, M.D
Director / Vice President

Dr. Danilo C. Regozo is the current Executive Vice President of the Company. He is the Executive Vice President of Asia Pacific Medical Center - Iloilo Inc. since 2017 and member of the Board of Directors of Asia-Pacific Medical Center-Aklan, Inc. since 2017.

Dr. Regozo is the owner of Farmacia Neo and Regozo Family Medicine Clinic. He is an Associate Member of the Philippine College of Occupational Medicine from 1994 to present. He was the Treasurer from 2001 to 2003 and Vice President from 2003 to 2004 of the Philippine Academy of Family Physicians, Iloilo Chapter. Moreover, Dr. Regozo was the Assistant Secretary from 2014 to 2016, Vice President from 2016 to 2018 and a member of the Board of Directors of Iloilo Medical Society from 2018 to 2019. Dr. Regozo graduated from the University of the Philippines with a degree in Bachelor of Science in Fisheries in 1983. He finished his Bachelor of Science in Biological Sciences at West Visayas State University in 1984. He then completed his Medical Degree at West Visayas State University, College of Medicine in 1988. Dr. Regozo had his Post-Graduate Internship at St. Paul's Hospital in 1988. He was conferred the following: In 1999, Diplomate in Family Medicine; in 2004, Fellow Philippine Academy of Family Physicians; 2014, Fellow Life Philippine Academy of Family Physicians. Aside from being a Physician, Dr. Regozo is also a Registered Nurse. Currently, Dr. Regozo is writing his thesis for his Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, he attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021 and the training on Best Practices in Strategy Execution, conducted by the Center for Global Best Practices on October 28, 2021. He attended the Risk Management in the Age of Covid 19 training conducted by the Institute of Corporate Directors on April 28, 2022. In 2023, he attended the ICD webinar on Finance for Directors on July 18-19, 2023. In 2024, he attended the Institute of Corporate Directors (ICD) Health Governance: The Value for Strategic Purchasing training on December 13, 2024. Moreover, he attended the Year-end Tax Updates training conducted by the Center for Global Best Practices (CGBP) on December 19 & 20, 2024.

Ma. Ivy V. Malata, M.D
Director / Corporate Secretary

Dr. Malata has been the Corporate Secretary and Director of the Corporation since 2017.

She was the President of the Philippine Medical Women's Association from 2016 to 2020. She was the Secretary of the Philippine Medical Association- Canlaon Medical Society Province of Negros Occidental from 2015 to 2016 and 2017 to 2018, the Auditor from 2016 to 2017, Treasurer from 2018 to 2019, and President from 2019 to 2020. She was awarded by the Philippine Medical Association as The Most Outstanding Physician of the Canlaon Medical Society, Province of Negros Occ. in 2022. Dr. Malata had her bachelor's degree in Biological Science at West Visayas State University in 1984 and completed her medical degree in 1990 in the same school. She had her post-graduate internship at Corazon Locsin Montelibano Memorial Regional Hospital in 1991. She completed her residency training at The Doctors' Hospital, Inc. from 1997 to 1999. Moreover, she took a bachelor's degree in Nursing and graduated in 2005 from Central Philippine Adventist College. Currently, she is completing her thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, she had attended the webinar conducted by the Institute of Corporate Directors (ICD) on Corporate Secretary as Corporate Governance Professional on June 16 and 17, 2022 and the ICD Masterclass on June 24, 2022. In 2023, she attended the ICD webinar on ICD Technology Governance for Directors and Officers (Raging 2023 Technology Challenges) on July 26-27, 2023. Moreover, she attended the CGBP Webinar on Simplified Guide to Parliamentary Procedures for Highly Effective Corporate Meetings on October 12-13, 2023. In 2024, she attended the CGBP webinar on New Year SEC Updates and Compliance on January 31, 2024. Finally, she attended the ICD webinars on Who is Responsible for Your Corporate Culture on November 29, 2024 and ICD Deploying a Data-first Strategy: Separating Fact Versus Fiction on December 4, 2024.

Olga H. Pabicon, M.D
Director / Corporate Treasurer

Dr. Pabicon is the Corporate Treasurer of the Corporation since August 2022 and a Director since August 2020.

Dr. Pabicon is a diplomate and fellow of the Philippine College of Physician and Philippine Rheumatology Association. She graduated with a bachelor's degree in Biology at the University of St. La Salle in 1983 and completed her medical degree at Iloilo Doctors' Hospital College of Medicine in 1987. She had her post-graduate internship at Corazon Locsin Montelibano Regional Hospital in 1988 and completed her residency training at The Doctors' Hospital, Inc. in 1992. She completed her subspecialty training in Rheumatology and Clinical Immunology at University of Santo Tomas Hospital in 1995. Currently, she is working on her thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, she attended the webinar on Financial and Operational Budgeting conducted by the Center for Global Best Practices on September 6 and 7, 2022. In 2023, she attended the CGBP Webinar on Best Practices in Developing Competency-Based HR Programs on May 23, 2023. In 2024, she attended the webinar on Governance Framework on Data Protection and Cybersecurity on January 23, 2024 conducted by Center for Global Best Practices (CGBP). Moreover, she attended the CGBP webinar on Labor Law 2024 Updates and Compliance on March 1, 2024 and Finance for Directors training conducted by Institute of Corporate Directors (ICD) on April 17-18, 2024.

May Claire R. Tad-y, M.D
Director / Assistant Corporate Secretary

Dr. Tad-y is the Assistant Corporate Secretary of the Company since August 2022 and a Director since 2021.
She is a member of Negros Occidental Medical Society, Inc. and a fellow of the International College of Surgeons. Dr. Tad-y graduated with a bachelor's degree in Medical Technology at Central Philippines University in 1984 and completed her medical degree at Iloilo Doctors' College of Medicine in 1989. Her post-graduate internship was completed in 1990 at Corazon Locsin Montelibano Memorial Regional Hospital. She had her residency training at The Doctors' Hospital, Inc. in 1993. Moreover, she finished her subspecialty training on Obstetrics and Gynecology at St. Luke's Medical Center in 1998. She completed her Masters of Arts in Hospital Administration at Cebu Doctors' University in April 2022.

As one of the Directors of the Company, she attended the webinar on Roles, Responsibilities and Liabilities of the Board of Directors conducted by the Center for Global Best Practices on November 19, 2021. In 2023, she attended CGBP webinars on Masterclass on Writing Minutes of the Meetings for Board, Management, and All other types of Meetings on August 24-25, 2023 and webinar on Simplified Guide to Parliamentary Procedures for Highly Effective Corporate Meetings on October 12-13, 2023. In 2024, she attended the ICD webinar on Corporate Secretary as Corporate Governance Professionals on October 10-11, 2024.

Rhona T. Balinas, M.D
Director / Assistant Corporate Treasurer

Dr. Balinas is the Assistant Corporate Treasurer of the Company since 2021 and was the Assistant Corporate Secretary from 2017 to 2020.

She is currently a professor in University of St. La Salle since 2007 and in University of Negros Occidental- Recoletos since 1988. She is the Chairman of the Department of Anesthesiology of Bacolod Queen of Mercy Hospital from 2012 to present. She is also the President of the Philippine Society of Anesthesiologist. She is a Visiting Consultant from 1999 to present in the following hospitals: The Doctor's Hospital; Riverside Medical Center, Inc.; Adventist Medical Center - Bacolod; Metro Bacolod Hospital and Medical Center from 2020 to present, and South Bacolod General Hospital from 2015 to present. She graduated at the University of Negros Occidental – Recoletos with a bachelor's degree in General Science in 1979. She completed her medical degree at Cebu Institute of Medicine in 1984, her post-graduate internship at St. Joseph Hospital in 1985 and her residency training at Corazon Locsin Montelibano Memorial Regional Hospital from 1994 to 1997. She graduated with a degree in Bachelor of Science in Nursing at Central Philippine Adventist College in 2005. She completed her Masters in Hospital Administration at Cebu Doctors' University in 2021.

As one of the Directors of the Company, she attended the Risk Management in the Age of COVID-19 webinar conducted by the Institute of Corporate Directors on April 28, 2022 and the ICD Masterclass on June 24, 2022. In 2023, she attended the ICD webinar on Finance for Directors on July 18-19, 2023. In 2024, she attended the CGBP webinars on Dealing with Controversies and Crisis Communication on April 17, 2024 and CGBP Best Practices in Corporate Housekeeping on June 06, 07 & 11, 2024.

Wendell Z. Espinosa, M.D
Director

Dr. Espinosa is one of the Board of Directors of the Corporation since August 2022.

He is currently the immediate Past President of the Hepatology Society of the Philippine. He is a consultant in Gastroenterology for fourteen (14) years. He graduated with a bachelor's degree in Medical Technology at University of Negros Occidental- Recoletos in 1997 and completed his medical degree in 2001 at West Visayas State University. He completed his post-graduate internship at Corazon

Locsin Montelibano Memorial Regional Hospital in 2002 and finished his residency training in 2006 at Dr. Pablo O. Torre Memorial Hospital. Moreover, he completed his subspecialty training in Gastroenterology in 2009 at the University of the Philippines – Philippine General Hospital. He had completed his Master of Arts in Hospital Administration at Cebu Doctors' University in 2021.
As one of the Directors of the Company, he attended the Corporate Governance Orientation Program webinar conducted by the Institute of Corporate Directors on June 6-7, 2023. In 2024, he attended the webinar conducted by the Institute of Corporate Directors on Heath Governance: The Value of Strategic Purchasing on December 13, 2024. Moreover, he attended the CGBP webinar on New Year SEC Updates and Compliance on January 30-31, 2025.

Anthony C. Gebusion, M.D
Director

Dr. Gebusion is one of the Board of Directors of the Corporation since August 2022.

He is a diplomate and fellow of the Philippine College of Physicians and Philippine College of Cardiology and a fellow of the Philippine Society of Vascular Medicine. He is the owner of Poultry Contract Grower and part owner of Sugarcane Farmer. He completed his bachelor's degree in Medical Technology in 1987 and his medical degree in 1991 at the University of Santo Tomas. He had his post-graduate internship at Veterans Memorial Medical Center in the year 1991 to 1992. Moreover, he completed his Internal Medicine residency training in 2002 at Perpetual Succour Hospital. He completed his subspecialty training in Adult Cardiology in 2001 and in Vascular Medicine in 2002. Currently, he is writing his thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Directors of the Company, he attended the Corporate Governance Orientation Program webinar conducted by the Institute of Corporate Directors on June 6-7, 2023. In 2024, he attended the Labor Law 2024 Updates and Compliance webinar conducted by the Center for Global Best Practices (CGBP) on October 3-4, 2024.

Meride D. Lavilla, M.D
Director

Dr. Lavilla is one of the Board of Directors of the Corporation since it was incorporated in 2017. She was the Assistant Corporate Treasurer of the Corporation from 2017 to 2021 and the Assistant Corporate Secretary in the year 2021 to 2022.

She had served as Assistant Corporate Treasurer in the Asia Pacific Medical Center – Iloilo Inc. from December 2014 to May 2016 and was the Corporate Secretary from June 2016 until she stepped down to become Assistant Corporate Secretary in September 2019, a position she held until her election as Vice Chairman in August 2021. Dr. Lavilla was the Corporate Secretary of Healthlink Inc. for 3 years and member of its Board of Directors for 5 years. She is the Vice President of Asia Pacific Medical Center (APMC) - Aklan Inc. since 2018. She had been a Director of Allied Care Experts Medical Center Cagayan de Oro Inc. from 2016 and is the current Assistant Corporate Treasurer of the corporation. She is a Founding Member of Allied Care Experts (ACE) Medical Center-Butuan, Inc., and Allied Care Experts (ACE) Medical Center – Gensan. Dr. Lavilla served as Chairman of Excel Global Inc. from 2017-2020.

Dr. Lavilla is a member of the Philippine College of Occupational Medicine and is a Medical Retainer for Vitarich Corporation from 2009 to date and Angelina Bakeshop from 2008 to 2020.

Dr. Lavilla took Bachelor of Science in Biology and graduated Cum Laude from West Visayas State University in 1984. She had her medical studies at West Visayas State University, College of Medicine in 1988. She had her Post-Graduate Internship at St. Paul's Hospital in the year 1988-1989 and had her residency training in Pediatrics and became the Chief Resident at West Visayas State University Medical Center from 1990 until 1993. She became a Diplomate of the Philippine Pediatric Society in 1998 and a Fellow Member in 2014. She has been a Clinical Preceptor in Pediatrics for 2nd and 3rd

year Medical Students of West Visayas State University, College of Medicine from 1994 to present. She completed her thesis for Master of Arts in Hospital Administration at Cebu Doctors' University. Aside from being a Physician, Dr. Lavilla is also a Registered Nurse.
As one of the Directors of the Company, she had attended the Corporate Governance Training conducted by PWC/Isla Lipana on 14 May 2021. She attended the CGBP Webinar on Best Practices in Corporate Housekeeping on January 12,13 & 28, 2022. In 2023, she attended the ICD Webinar on ESG and Sustainability: How are they Different and How Companies Can Tackle Both? on September 1, 2023 and webinar on Sustainability Standards and Frameworks: How to Navigate the Alphabet Soup on September 15, 2023. She attended the CGBP webinar on Year-end Tax Updates & Compliance on December 14 - 15, 2023. In 2024, she had attended the following ICD webinars to wit; Who is Responsible for Your Corporate Culture on November 29, 2024; ICD Masterclass The Fourth Series: Session 2-Customer Centricity on August 30, 2024 and ICD Masterclass The Fourth Series: Session 3-Effectively Cascading the Company Strategic Plan on September 27, 2024 conducted by Institute for Corporate Directors (ICD). Moreover, she attended a webinar on Board Director's Guide for Audit Committees on June 18, 2024 conducted by Center for Global Best Practices (CGBP).

Jimmy B. Pacete, M.D
Director

Dr. Pacete is one of the founders of the corporation. He started his corporate role as an independent director from 2018 - 2019. The following year he became one of the board of directors and was appointed as chairman of the construction management team until today.

He completed his Bachelor of Arts in Pre-medicine at West Visayas State College in 1981. He attained his Doctor of Medicine at Divine Word University College of Medicine, Tacloban City in 1986. He had his Post graduate internship at Corazon Locsin Montelibano Memorial Regional Hospital on 1986-1987. He was a volunteer in the Rural Health Practice Program of the DOH in Kabankalan, Negros Occidental from August 1987- December 1989. At the same time he went into the academe as part time Professor of Fellowship Baptist College, School of Midwifery from June 1988 - June 1989. He was then assigned to Silay General Hospital as Medical Officer 3 from July 1989 - June 1991. He pursued his residency training in the Department of Surgery at Corazon Locsin Montelibano Memorial Regional Hospital from 1991 - 1995. He became the Chief Resident of the Department of Surgery Corazon Locsin Montelibano Memorial Regional Hospital from July 1990 - July 1991. Thereafter he went into private practice as a Visiting consultant of Riverside Medical Center Bacolod, The Doctor's Hospital, Our Lady of Mercy Hospital and Bacolod Adventist Medical Center in the Department of Surgery & Family Medicine. He is a Fellow of the International College of Surgeons, Philippine Section since 2008. He served as officer, Board of Directors of the ICS, Negros Occidental chapter from 2009 to present. He had a chance to serve the college as President of the International College of Surgeons, Negros Occidental chapter from January 2021 - December 2023. A recipient of the "Presidential Award" International College of Surgeons, Philippine Section December 2023.

Dr. Pacete is also an accredited healthcare provider of Intellicare, Philcare, Valuecare Insurance Company. He had a stint as Part time Professor of University of St. La Salle, College of Arts & Sciences from June 1995 - June 1997 and a School Physician of the College of San Agustin Bacolod June 1995 - June 1997. He underwent his Masters of Arts & Hospital Administration at the Cebu Doctors University. His thesis "*Lifestyle Practices Among Patients At Pacete Medical Clinic-Talisay City, Negros Occidental: Proposed Hospital Health Risk Awareness Program"* was presented to the Faculty of Graduates School, CDU where attained the degree of Masters in Hospital Administration in the year 2022. At present he is the Laboratory Manager and a Board of Director of Talisay Wellness Diagnostic Center from 2012 to present. He is also a Board of Director, Chief Finance Officer of Health Horizon Diagnostic Center 2017 to present. He is also the Medical Director Nephro Group Dialysis Center Bacolod from January 2024 to present.

As one of the Directors of Asia-Pacific Medical Center Bacolod, he attended a seminar on the Risk Management in the Age of Covid-19 conducted by the Institute of Corporate Directors on April 28, 2022. On July 18-19, 2023, he attended the ICD webinar on Finance for Directors. In 2024, he attended the following CGBP webinars on Best Practices Guide to Construction Law and Crafting Contracts on March 13-14, 2024 and Board Director's Guide for Audit Committees seminar on June 18, 2024 conducted by Center for Global Best Practices (CGBP).

Andrew I. Mallen, M.D
Independent Director

Dr. Mallen is one of the Independent Directors of the Corporation since 2024.

He is a member of the Philippine College of Physicians, Canlaon Medical Society, American Society of Medical Oncology, European Society of Medical Oncology, and Gideon International. He was the Corporate Secretary of VLI Medical Plaza from 2008 to 2010, and as President from 2010-2011. He was a Board Member of Medical Plaza Analysis Laboratory from 2010-2012. He graduated with a bachelor's degree in Biological Science at the University of the Philippines-Visayas. He completed his medical degree at Jose P. Rizal College of Medicine, Xavier University, Ateneo De Cagayan. He finished his Post-Graduate Internship at the Doctors' Hospital, Inc. Additionally, he completed his residency training at Riverside Medical Center, Bacolod City. Currently, he is writing his thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As the Independent Director of the Company, he attended the webinar on Risk Resilience in the world of AI conducted by the Institute of Corporate Directors on July 17-18, 2024. Moreover, he attended the CGBP webinar on Corporate Governance Orientation Program on February 11-12, 2025 conducted by Center for Global Best Practices (CGBP).

Joseline C. Encarnacion, M.D
Independent Director

Dr. Encarnacion is one of the Independent Directors of the Corporation since 2021.

She is a member of the Philippine Medical Association, Negros Occidental Medical Society, Philippine College of Physicians Negros Occidental Chapter and National Chapter. She graduated with a bachelor's degree in Biology at the University of San Carlos- Cebu in 1978 and a bachelor's degree in Nursing at West Negros College, Bacolod in 2006. She completed his medical degree in 1982 at Gullas College of Medicine. Moreover, she had her post-graduate internship at Cebu City Medical Center in the year 1982 to 1983. She finished her residency training at The Doctors' Hospital, Inc. in the year 1992 to 1995. Currently, she is writing her thesis for Master of Arts in Hospital Administration at Cebu Doctors' University.

As one of the Independent Directors of the Company, she had attended the Roles, Responsibilities and Liabilities of Board of Directors webinar conducted by the Center for Global Best Practices on November 19, 2021. In 2023, she attended the CGBP webinars on Board Directors' Guide for Audit Committees on June 14, 2023, and Year-end Tax Updates & Compliance on December 14 - 15, 2023. In 2024, she attended various ICD webinars to wit; Risk Resilience on the world of AI on July 17-18, 2024; Who is Responsible for Your Corporate Culture on November 29, 2024 and Health Governance: The Value of Strategic Purchasing on December 13, 2024 conducted by Institute of Corporate Directors (ICD).

John Clifton U. Martyr, M.D
Independent Director / Lead Independent Director

Dr. Martyr is one of the Independent Directors of the Corporation since 2021 and was appointed the Lead Independent Director on 17 September 2022.

Dr Martyr is the current chair, Division of Microbiology and Parasitology of the University of St. La Salle-Bacolod, College of Medicine since 2017 to date. He is the Chairperson of the Department of Internal

Medicine at The Doctors' Hospital, Inc. He graduated with a bachelor's degree in Medical Technology at Cebu Doctors' College of Allied Medical Sciences in 1989. He completed his medical degree in 1993 at Cebu Doctors' College of Medicine. This was followed by a 12- month post-graduate internship at The Doctors' Hospital, Inc. in 1994. He passed the Philippine licensure exams for Physicians in 1994. He finished his residency training in Internal Medicine at The Doctors' Hospital, Inc. in 1998. He subsequently took subspecialty training in Pulmonary and Critical Care Medicine at the Philippine Heart Center in Quezon City from 1999 to 2001.

A nature lover, his interests outside of medical practice include care of native plants and plant conservation. He is the current President of the Negros Occidental Orchid Society and serves as Secretary of the League of Orchid Conservationists, Inc.

As one of the Independent Directors of the Company, he had attended the DCGSS: Getting the Right Tool for ESG Compliance and Governance course conducted by the Institute of Corporate Directors on November 19, 2022. In 2023, he attended the CGBP webinars on Board Directors' Guide for Audit Committees on June 14, 2023, and Best Practices in Stakeholder Engagement using the Onion Diagramming Method on September 28, 2023, and on Going beyond Compliance and Reporting on December 5, 2023. In 2024, he attended the Best Practices in Digital Record Governance and Management on August 13, 14 & 15, 2024 conducted by Center for Global Best Practices (CGBP).

TERM OF OFFICE

Pursuant to the Company's By-Laws, the directors are elected at each annual stockholders' meeting by stockholders entitled to vote. Each director holds office until the next annual election and his successor is duly elected, unless he resigns, dies or is removed prior to election to such.

OFFICERS

The table below sets forth Asia-Pacific Medical Center Bacolod, Inc. (Formerly: Allied Care Experts Medical Center – Bacolod, Inc.) executive officers in addition to its executive directors listed above as of December 31, 2024.

Name	Age	Position	Citizenship	Period during which individual has served as such
Maylene B. Villanueva	44	Compliance Officer	Filipino	April 2022 to present
Ariel S. Malata	51	Investor Relations Officer / Data Protection Officer	Filipino	September 2022 to present / March 2021 to present
Ma. Jocelyn T. Sumugat	68	Chief Accounting Officer	Filipino	September 2023 to present

MAYLENE B. VILLANUEVA, CCO, AICD
Compliance Officer

Atty. Villanueva has served as the Compliance Officer of the Company since February 2019. She is also the President of TIPP Digital Solutions, Inc., an IT solutions company, Treasurer of M Properties, Inc. and the Managing Partner of Villanueva, Balio, and Ariston Law Offices. Her legal expertise encompasses government procurement, intellectual property, data privacy, labor, and various corporate laws.

In addition to her role at the Company, Atty. Villanueva has been the Compliance Officer for Asia Pacific Medical Center (APMC) - Aklan, Inc. since July 2021, APMC - Bacolod since April 2022, and Allied Care Experts (ACE) Medical Center - Zamboanga since August 2024. She serves as the Vice President for Legal Affairs and Human Resources at Phil Pharmawealth, Inc., and has acted as legal counsel for companies owned by the Biron Group since 2012. Notably, she was the Acting President of Phil Pharmawealth, Inc. from September 2021 to April 2022.

Atty. Villanueva was also a Corporate Secretary of APMC Iloilo from February 2019 to 2023 and concurrently serves as the Corporate Secretary for Quiklab Diagnostics, Inc., Aesthetica Manila Inc., and Smartlab Diagnostics Inc. From 2019 to 2023, she was a Private Sector Representative on the Board of Trustees/Regents of Iloilo State University of Fisheries, Science and Technology (formerly ISCOF). Her involvement in Junior Chamber International Philippines has been significant; she has held various positions, including Area Vice President for Area 4 – Visayas in 2020, General Legal Counsel in 2019, and Regional Vice President for Western Visayas in 2016. She also served as the Revival President of the local organization JCI Barotac Nuevo Tamasak from 2013 to 2014. In recognition of her contributions to the organization, she was conferred a JCI Senatorship on May 6, 2022, by Junior Chamber International.

Atty. Villanueva earned her degrees in Law and Broadcast Communication from the University of San Agustin and the University of the Philippines in the Visayas, respectively. She is a Certified Compliance Officer and Certified Tax Specialist through the Center for Global Best Practices, as well as an Associate Member of the Institute of Corporate Directors. As Corporate Secretary of the Company, she participated in Corporate Governance Training conducted by PWC/Isla Lipana on May 14, 2021. Additionally, she is a Certified Data Protection Officer from the UP Open University and a Certified Level 2 Public Procurement Specialist through the GPPB-UP National Engineering Center program partnership.

In 2024, she attended the training on Enterprise Risk Management "ISO 31000 ERM Fundamentals" on May 27-29, 2024 conducted by Institute of Corporate Directors (ICD) in partnership with the Enterprise Risk Management Academy.

ARIEL S. MALATA
Investor Relations Officer / Data Protection Officer

Mr. Malata has been the Investor Relations Officer of the Corporation since 17 September 2022 to date. He was appointed as one of the salesmen of the Company's securities from March 2022 and the Data Protection Officer of the Corporation from 19 March 2021 to date. He is the Business Office Manager of the Corporation since March 2018 to date. He was a businessman from 2011 to 2017.

He is a graduate of University of Negros Occidental - Recoletos with a degree of Bachelor of Science in Business Administration Major in Marketing Management and Business Economics. He is currently pursuing a Master's degree in Business Administration at the University of St. La Salle - Bacolod.

As the Company's Data Protection Officer, he attended the CGBP webinar on Best Practices in Stakeholder Engagement using the Onion Diagramming Method on September 28, 2023. In 2024, he attended the seminar on Privacy Impact Assessment and Data Breach Management *"Fostering Privacy Protocols: The DPO's Guide to Excellence in Information Management and Assessment"* on July 25-26, 2024 conducted by Data Privacy Council (DPC) Health and Hospital Sector (HHS) at Hotel Dominique Tagaytay, Km. 55, Aguinaldo Highway, Tagaytay City, Cavite.

MA. JOCELYN T. SUMUGAT
Chief Accounting Officer

Mrs. Ma. Jocelyn T. Sumugat is a work-driven professional with over forty-two (42) years of experience in the field of Audit. She worked with the Bureau of Revenue (BIR), RDO 12, as the Review and Evaluation Chief, Assessment Chief, Group Supervisor and Examiner for a total of thirty-four (34) years and four (4) months from 1987 to 2021. She previously worked with Pacific Banking Corporation, Bacolod City as an Audit and Accounting Clerk for eight (8) years from 1979 to 1987. She graduated with a degree of Bachelor of Science in Commerce, Major in Accounting in 1977 at the University of St. La Salle – Bacolod subsequently obtained her CPA license in 1978. She took her Master's Degree Major in Tax Management in October 2000 at the University of the Philippines Visayas, Iloilo City.

As the Company's Chief Accounting Officer, she attended the webinar on 2024 Year-end Tax Updates and Compliance on December 19-20, 2024 conducted by Center for Global Best Practices (CGBP).

INDEPENDENT DIRECTORS

The independent directors of the Company as of 31 December 2024 are as follows:

1. Dr. Andrew I. Mallen
2. Dr. Joseline C. Encarnacion
3. Dr. John Clifton U. Martyr

SIGNIFICANT EMPLOYEES

The Company has no employee who is not an executive officer but who is expected to make a significant contribution to the business.

FAMILY RELATIONSHIPS

The Data Protection Officer, Mr. Ariel S. Malata is the husband of the Corporate Secretary, Dr. Ma. Ivy V. Malata. Other than that, there are no family relationships either by consanguinity or affinity up to the fourth civil degree between and among other directors and executive officers, persons nominated or chosen by the Company to become Directors or executive officers, any security holder of certain record, beneficial owner or management.

INVOLVEMENT IN CERTAIN LEGAL PROCEEDINGS

As of 31 December 2024, to the knowledge and information of the Company, none of the Company's other Directors or Executive Officers have been involved in the following events during the last five (5) years that are material to an evaluation of their ability or integrity to act as such:

1. Bankruptcy petition filed by or against any business of which they are a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time.
2. Conviction by final judgment including the nature of offense in a criminal proceeding, domestic or foreign.
3. Order, judgment or decree not reversed or vacated by a domestic or foreign court which limits involvement in any type of business, securities, commodities or banking activities.
4. Being found by a domestic or foreign court in civil action, the SEC or comparable foreign body or domestic or foreign exchange to have violated a securities or commodities law or regulation which judgment has not been reversed, suspended or vacated.

Item 10. Executive Compensation

Summary of Compensation of Executive Officers

SUMMARY COMPENSATION TABLE

	Year	Salary (in Php)	Bonus (in Php)	Other Annual Compensation (in Php)
President, Executive Vice President, Vice Chairman Corporate Secretary, Corporate Treasurer	2022	P 4,992,000.00	-	P 3,122,500.00
All other officers		P 896,000.00	-	P 3,227,500.00
President, Executive Vice President, Vice Chairman, Corporate Secretary, Corporate Treasurer	2023	P 6,240,000.00	-	P 3,332,500.00
All other officers		P 1,093,000.00	-	P4,890,000.00
President, Executive Vice President, Vice Chairman, Corporate Secretary, Corporate Treasurer	2024	P 5,360,000.00	-	P2,440,000.00
All other officers		P 1,068,000.00	-	P1,520,000.00

In addition, the Board of Directors will be accorded a per diem of Ten Thousand Pesos (Php 10,000.00) for every regular and special board meeting and Five Thousand Pesos (Php 5,000.00) per construction meeting. However, the construction is in full swing and resources were reserved for this. The per diems of founders in 2024 were accumulated to be paid upon availability of funds.

OTHER ARRANGEMENTS

There are no other arrangements pursuant to which any director of the Company was compensated or is to be compensated in 2024 for any service provided as a director other than a reasonable per diem as previously approved by the Board.

EMPLOYMENT CONTRACTS AND TERMINATION OF EMPLOYMENT AND CHANGE IN CONTROL ARRANGEMENT

The Company did not enter into any employment contract with any of its executive officers with terms and conditions other than those normally provided by law. Neither did the company enter into any compensatory plan or arrangement, including payments to be received by any executive officer from the company if the plan or arrangement results or will result to the resignation, retirement or any other termination of such executive officer's employment with the Company and its subsidiaries or a change in control of the Company or change in the executive officer's responsibilities following a change of control where the amount involved, including all periodic payments or installments will exceed Two Million Five Hundred Thousand Pesos (PhP 2,500,000.00).

WARRANTS OR OPTIONS HELD BY DIRECTORS AND/OR OFFICERS

There are no outstanding warrants or options held by the Company's CEO, the named executive officers, and all officers and directors as a group.

SIGNIFICANT EMPLOYEE

While the company values the contribution of each of its executive and non-executive employees, the Company believes there is no non-executive employee that the resignation or loss of whom would have a material adverse impact in the business of the company. Other than the standard employment contracts, there are no special arrangements with non-executive employees of the Company.

Item 11. Security Ownership of Certain Beneficial Owners and Management

SECURITY OWNERSHIP OF RECORD AND BENEFICIAL OWNERS

The following are the stockholder in record and/or beneficial owner of more than 5% of any class of registrant's voting securities as of 31 December 2024.

Class	Names / Address of Record Owner	Name of Beneficial Owner/ Relationship with Record Owner	Citizenship	Number of Shares Held	% to Total Outstanding Shares
Common **Founder**	Lavilla, Meride D./ Pasacao St., Puerto Real Subd., Lapaz, Iloilo City	Lavilla, Meride D. / Record Owner is also Beneficial Owner	Filipino	21,242 10	**10.09%**
Common **Founder**	Biron, Ferjenel G./82 Firefly cor. Butterfly St., Valle Verde VI, Pasig City	Biron, Ferjenel G./ Record Owner is also Beneficial Owner	Filipino	17,244 68	**8.22%**
Common **Founder**	Malata, Ma. Ivy V. / Providence Negros, Brgy. Granada, Bacolod City	Malata, Ma. Ivy V./ Record Owner is also Beneficial Owner	Filipino	14,465 16	**6.87%**

The following table shows the security ownership of management in the common shares of the Company as of 31 December 2024.

INDIVIDUAL DIRECTORS

Title of Class	Names of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
		Direct	Indirect		
Common Founder	Balinas, Rhona T.	4,917 14	NONE	Filipino	2.34%
Common Founder	Biron, Ferjenel G.	17,244 68	NONE	Filipino	8.22%
Common Founder	Encarnacion, Joseline C.	2,484 14	NONE	Filipino	1.19%
Common Founder	Espinosa, Wendell Z.	4,916 14	NONE	Filipino	2.34%
Common Founder	Gebusion, Anthony C.	4,917 14	NONE	Filipino	2.34%
Common Founder	Lavilla, Meride D.	21,242 10	NONE	Filipino	10.09%
Common Founder	Magallanes, Bel Manuel C.	4,917 14	NONE	Filipino	2.34%
Common Founder	Magbanua, Ma. Leila M.	4,917 16	NONE	Filipino	2.34%
Common Founder	Malata, Ma. Ivy V.	14,465 16	NONE	Filipino	6.87%
Common Founder	Mallen, Andrew I.	2,482 16	NONE	Filipino	1.19%
Common Founder	Martyr, John Clifton U.	2,482 16	NONE	Filipino	1.19%
Common Founder	Pabicon, Olga H.	4915 16	NONE	Filipino	2.34%
Common Founder	Pacete, Jimmy B.	4,915 16	NONE	Filipino	2.34%
Common Founder	Regozo, Danilo C.	5,986 20	NONE	Filipino	2.85%
Common Founder	Tad-y, May Claire R.	4,917 14	NONE	Filipino	2.34%

Except as disclosed above, none of the Company's other executive officers or department managers own shares directly or indirectly in the Company. Ownership in the Company is limited to that indicated in the foregoing.

VOTING TRUST HOLDERS OF 5.0% OR MORE

As of 31 December 2024, there were no persons holding more than 5.0% of a class of shares under a voting trust or similar agreement.

CHANGES IN CONTROL

There is no arrangement which may result in a change of control of APMCBI since last fiscal year.

Item 12. Certain Relationships and Related Transactions

CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

In the normal course of business, the Company transacts with companies/individuals, which are considered related parties. (Note 16, pages 29-30 of the 2024 Audited Financial Statements)

(i.) Advances from shareholders

Advances from shareholders are payable upon demand. However, the Company is in the status of financing the construction of its hospital building, thus, settlement of advances is not the priority of the Company.

(ii.) Loans Payable to Related Party

There are no loans payable to a related party in 2022 to 2024.

(iii.) Advances to related parties

The Company also has a receivable from APMC - Iloilo amounting to P622,067 in 2023 and 2022, respectively, which pertains to the reimbursement of expenses incurred by the latter but paid by the Company. (Note 16, pages 29-30 of the 2024 Audited Financial Statements)

The Company has advances to Asia Pacific Medical Center (APMC) - Aklan Inc. (APMC - Aklan) amounting to P15,000,000 which is unsecured and bears an interest of five percent (5%) per annum and payable on demand in 2023. The amount was also paid on 2023.

(iv.) Key Management Personnel Compensation

Compensation of the key management personnel of the Company consists only of directors' fees amounting to Three Million Three Hundred Seventy-Six Thousand Pesos (Php 3,376,000) in 2024 and Seven Million Three Hundred and Thirty Three Thousand Pesos (Php 7,333,000) in 2024. (Note 16, page 30 of the 2024 Audited Financial Statement)

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

The Company was granted the permit to sell securities on March 28, 2022. Since it is not yet operational, the Company submitted its Manual on Corporate Governance on September 27, 2022 with the Securities and Exchange Commission.

The Company fully adheres to the practice of corporate governance. It is exerting its best efforts to monitor and comply with the recommendation set forth in SEC Memorandum Circular No. 24 Series of 2019. It is committed to a strong corporate governance with transparency and accountability as its hallmarks.

Its Board of Directors consistently attend training and seminars to comply with the mandatory continuing education for Directors annually.

On April 5, 2022, the Board of Directors appointed its Compliance Officer to ensure that it will adhere to the highest standards of good governance. As an initial step to comply with the adopted leading practices on good governance, the Board had created the Board Committees such as the Corporate Governance Committee, Audit Committee, Nominations and Election Committee and Remuneration and Compensation Committee.

Among the deviations from the recommendation of the SEC in SEC Memorandum No. 24 Series of 2019 is that the Corporate Secretary is a member of the Board and that the number of Independent Directors is less than one third (⅓) of the total number of Board of Directors. At the time being, the Board of Directors deem it necessary to maintain the current Corporate Secretary in the Board as well as the ratio of regular to Independent Directors to ensure that the project is not further derailed.

On April 05, 2022, the Board approved the creation of the Data Privacy Committee.

On July 29, 2023, the Board approved the Board Risk Oversight Committee Charter mandating the creation of the Board Risk Oversight Committee, strengthening the internal control of the company.

PART V - EXHIBITS AND SCHEDULES

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

(a) Exhibits

The 2024 Audited Financial Statements is attached as **Annex "A"** hereto.

(b) Reports on SEC Form 17-C

A summary list of the reports on Form 17-C filed for the year 2024 is attached as **Annex "B".**

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of ILOILO CITY on APR 1 0 2025

By:

[redacted]

FERJENEL G. BIRON, M.D.
Chairman

SUBSCRIBED AND SWORN to before me this ____ day of _______ 20__ affiant(s) exhibiting to me their Tax Identification Number, as follows:

NAMES	VALID ID NO.	DATE OF ISSUE	PLACE OF ISSUE
FERJENEL G. BIRON, M.D.	TIN NO.: [redacted]	11/08/1999	PASIG CITY

Notary Public

Doc. No.: 140;
Page No.: 19;
Book No.: 01;
Series of 2025.

[redacted]

ATTY. LADY HOPE GALLENERO-TABANAO, CPA
Notary Public for the City and Province of Iloilo
Notarial Commission Reg. No. 53, valid until Dec. 31, 2025
DBO SO Bus. Center, Blk. 5, Lt. 6, Bolilao Mandurriao Iloilo City
Attorney's Roll No. 77382 - May 7, 2022
PTR No. 8809122 - Jan. 2, 2025 - Iloilo City
IBP No. 490477 - Jan. 1, 2025 - Iloilo City
MCLE Compliance No. VIII-0013680 valid until April 14, 2028

SEC Form 17-A-AS AMENDED
February 2001

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Bacolod on April 15, 2025.

By:

[redacted]
MA. LEILA M. MAGBANUA, M.D.

[redacted]
OLGA H. PABICON, M.D.

[redacted]
).
Corporate Secretary

[redacted]
MA. CPA
Chief Accounting Officer

BACOLOD CITY

SUBSCRIBED AND SWORN to before me this 15 day of APR 2025 20__ affiant(s) exhibiting to me their Tax Identification Number, as follows:

NAMES	VALID ID NO.	DATE OF ISSUE	PLACE OF ISSUE
MA. LEILA M. MAGBANUA, M.D.	TIN NO.: [redacted]	01/08/1994	BACOLOD CITY
OLGA H. PABICON, M.D.	TIN NO.: [redacted]	04/29/1996	BACOLOD CITY
MA. IVY V. MALATA, M.D.	TIN NO.: [redacted]	07/16/1994	BACOLOD CITY
MA. JOCELYN T. SUMUGAT, CPA	TIN NO.: [redacted]	03/03/1992	BACOLOD CITY

[redacted]

ERNIE E. MAGASPAG
Notary Public
NOTARY PUBLIC FOR THE CITIES OF BACOLOD AND TALISAY
AND MUNICIPALITIES OF MURCIA AND SALVADOR BENEDICTO
Commission No. 25-0115 until December 31, 2025
PTR No. 0026868 - 1-2 2025 Bacolod City
IBP NO. 475327- NOV. 07, 2024 PASIG CITY
ROLL OF ATTORNEY 45465
MCLE COMPLIANCE No. VIII-0016627 April 14, 2028
SPACE 8, LEVEL 2, MC METROPLEX BLDG.
B.S AQUINO DRIVE BACOLOD CITY

Doc. No.: 8;
Page No.: 3;
Book No.: XLIV;
Series of 2025.

SEC Form 17-A-AS AMENDED
February 2001

ANNEX A:
(AFS as of December 31, 2025)

ASIA - PACIFIC MEDICAL CENTER BACOLOD, INC.
Formerly Allied Care Experts Medical Center-Bacolod Inc.

APMC Bacolod Accounting Department <accounting@apmcbacolod.com>

Your BIR AFS eSubmission uploads were received

1 message

---

eafs@bir.gov.ph <eafs@bir.gov.ph> Tue, Apr 15, 2025 at 3:55 PM
To: ACCOUNTING@apmcbacolod.com
Cc: DENIAYROSEMAE@gmail.com

Hi ASIA-PACIFIC MEDICAL CENTER BACOLO, INC.,

Valid files

- EAFS009725618ITRTY122024.pdf
- EAFS009725618AFSTY122024.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-4VWMVRZP0YPPVX3QQN44YQZN02PS31YZR**
Submission Date/Time: **Apr 15, 2025 03:55 PM**
Company TIN: **009-725-618**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

ASIA - PACIFIC
MEDICAL CENTER
BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of Asia-Pacific Medical Center Bacolod, Inc. (formerly Allied Care Experts Medical Center-Bacolod Inc.) (the Company) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2024, 2023 and 2022, 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.

Querido Diel & Co., CPAs, 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.

[redacted]

Verjenel G. Biron
Chairman of the Board

[redacted]

Ma. Leila M. Magbanua
President

[redacted]

Olga H. Pabicon
Treasurer

Signed this 5th day of April 2025

SUBSCRIBED AND SWORN to before me this APR 10 2025 with the presentation of the following: ILOILO CITY

Name	Government ID	Place Issued	Date Issued
Ferjenel G. Biron	TIN [redacted]	Pasig City	11/08/1999

Doc No. 178
Page No. 29
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[redacted]

ATTY. LADY HOPE GALLENERO-TABANAO, CPA
Notary Public for the City and Province of Iloilo
Notarial Commission Reg. No. 53, valid until Dec. 31, 2025
DBO SO Bus. Center, Blk. 5, Lt. 6, Bolilao Mandurriao Iloilo City
Attorney's Roll No. 77382 - May 7, 2022
PTR No. 8809122 - Jan. 2, 2025 - Iloilo City
IBP No. 490477 - Jan. 1, 2025 - Iloilo City
MCLE Compliance No. VIII-0013680 valid until April 14, 2028

BACOLOD CITY

SUBSCRIBED AND SWORN to before me this 15 APR 2025 with the presentation of the following:

Name	Government ID	Place Issued	Date Issued
Ma. Leila M. Magbanua	TIN [redacted]	Bacolod City	01/08/2008
Olga H. Pabicon	TIN [redacted]	Bacolod City	04/29/1996

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[redacted]

ERNIE E. MAGASPAG
NOTARY PUBLIC FOR THE CITIES OF BACOLOD AND TALISAY
AND MUNICIPALITIES OF MURCIA AND SALVADOR BENEDICTO
Commission No. 25-0115 until December 31, 2025
PTR No. 0026868 - 1-2 2025 Bacolod City
IBP NO. 475327- NOV. 07, 2024 PASIG CITY
ROLL OF ATTORNEY 45465
MCLE COMPLIANCE No. VIII-0016627 April 14, 2028
SPACE 8, LEVEL 2, MC METROPLEX BLDG.
B.S AQUINO DRIVE BACOLOD CITY

QUERIDO DIEL & CO.

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PRC/BOA Accreditation No. 9730
January 17, 2024, valid until
November 22, 2026
BIR Accreditation No. 08-008193-000-2025
January 31, 2025, valid until
January 30, 2028

SUPPLEMENTAL WRITTEN STATEMENT OF AUDITORS

To the Stockholders and the Board of Directors
Asia-Pacific Medical Center Bacolod, Inc.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)
Lacson Street, Barangay Bata
Bacolod City, Negros Occidental

We have audited the financial statements of Asia-Pacific Medical Center Bacolod, Inc. (formerly Allied Care Experts Medical Center-Bacolod Inc.) (the Company) for the year ended December 31, 2024, on which we have rendered the attached report dated April 5, 2025.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the said Company has a total number of forty-one (41) stockholders owning one hundred (100) or more shares each.

For the firm: **QUERIDO DIEL & CO., CPAs**

RICHARD S. QUERIDO
Partner
CPA Certificate No. 84807
PRC/BOA Accreditation No. 9730/P-001
January 17, 2024, valid until November 22, 2026
TIN 102-094-633
BIR Accreditation No. 08-008193-001-2025
January 31, 2025, valid until January 30, 2028
PTR No. 10467446, January 3, 2025, Makati City

April 5, 2025

QUERIDO DIEL & CO.

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January 31, 2025, valid until
January 30, 2028

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
Asia-Pacific Medical Center Bacolod, Inc.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)
Lacson Street, Barangay Bata
Bacolod City, Negros Occidental

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Asia-Pacific Medical Center Bacolod, Inc. (formerly Allied Care Experts Medical Center-Bacolod Inc.) (the Company), which comprise the statements of financial position as at December 31, 2024 and 2023, and the 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 a summary of significant accounting policies.

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 of its financial performance and its cash flows for each of the three years in the period ended December 31, 2024 in accordance with Philippine Financial Reporting Standards (PFRS).

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 audits 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period.

As at December 31, 2024, we have determined that there are no key audit matters to communicate in our report.

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, 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.

Auditors' 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.

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

Report on Other Legal and Regulatory Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on taxes, duties, license fees and schedules prescribed under existing revenue issuances in Note 21 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of management. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner on the audit resulting in this independent auditor's report is Richard S. Querido.

For the firm: **QUERIDO DIEL & CO., CPAs**

RICHARD S. QUERIDO
Partner
CPA Certificate No. 84807
PRC/BOA Accreditation No. 9730/P-001
January 17, 2024, valid until November 22, 2026
TIN 102-094-633
BIR Accreditation No. 08-008193-001-2025
January 31, 2025, valid until January 30, 2028
PTR No. 10467446, January 3, 2025, Makati City

April 5, 2025

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2024 AND 2023
(Amounts in Philippine Peso)

	2024	2023
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 2, 3, 4 and 5)	**P13,334,103**	P22,111,663
Advances to contractors (Notes 3 and 6)	**33,101,074**	33,213,994
Input VAT (Notes 2 and 3)	**65,646,154**	41,720,983
Other current assets (Notes 2, 3, 7 and 21)	**6,689,627**	3,094,867
Total Current Assets	**118,770,958**	100,141,507
Noncurrent Assets		
Property and equipment – net (Notes 2, 3 and 8)	**1,159,005,347**	875,317,823
Security deposit (Notes 2, 3, 9 and 15)	**45,466**	45,466
Total Noncurrent Assets	**1,159,050,813**	875,363,289
TOTAL ASSETS	**P1,277,821,771**	P975,504,796
LIABILITIES AND EQUITY		
Current Liabilities		
Trade and other payables (Notes 2, 3, 4 and 10)	**P198,360,577**	P49,653,541
Retention payable (Notes 3, 4 and 11)	**84,526,346**	56,739,982
Income tax payable	**835**	4,320
Advances from shareholders (Notes 2, 3, 4, 16 and 19)	**377,249,522**	226,133,559
Total Current Liabilities	**660,137,280**	332,531,402
Noncurrent Liability		
Loans payable (Notes 2, 3, 4, 12 and 19)	**356,640,000**	356,640,000
Total Liabilities	**1,016,777,280**	689,171,402
Equity		
Share capital (Notes 2, 4 and 13)	**210,660,000**	210,660,000
Additional paid-in capital (Notes 2 and 4)	**159,840,000**	159,840,000
Deficit (Notes 2 and 4)	**(109,455,509)**	(84,166,606)
Total Equity	**261,044,491**	286,333,394
TOTAL LIABILITIES AND EQUITY	**P1,277,821,771**	P975,504,796

See accompanying Notes to Financial Statements.

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022
(Amounts in Philippine Peso)

	2024	2023	2022
INTEREST INCOME – net (Notes 2 and 5)	**P59,076**	P391,160	P104,300
EXPENSES (Notes 2 and 14)	**(25,347,144)**	(25,662,166)	(32,495,898)
LOSS BEFORE INCOME TAX	**(25,288,068)**	(25,271,006)	(32,391,598)
PROVISION FOR INCOME TAX (Notes 2 and 17)	**(835)**	(4,320)	(49)
NET LOSS	**(P25,288,903)**	(P25,275,326)	(P32,391,647)
LOSS PER SHARE (Notes 2 and 18)	**(P120.05)**	(P120.21)	(P158.57)

There was no other comprehensive income during the years ended December 31, 2024, 2023 and 2022.

See accompanying Notes to Financial Statements.

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022
(Amounts in Philippine Peso)

	2024	2023	2022
SHARE CAPITAL (Notes 2, 4 and 13)	**P210,660,000**	P210,660,000	P189,994,866
ADDITIONAL PAID-IN CAPITAL (Notes 2 and 4)	**159,840,000**	159,840,000	74,360,000
DEFICIT (Notes 2 and 4)			
Balance at beginning of year	**(84,166,606)**	(58,891,280)	(26,499,633)
Net loss	**(25,288,903)**	(25,275,326)	(32,391,647)
Balance at end of year	**(109,455,509)**	(84,166,606)	(58,891,280)
	P261,044,491	P286,333,394	P205,463,586

See accompanying Notes to Financial Statements.

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

(Amounts in Philippine Peso)

	2024	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before income tax	**(P25,288,068)**	(P25,271,006)	(P32,391,598)
Adjustments to reconcile pretax loss to cash:			
Interest income (Note 5)	**(59,076)**	(391,160)	(104,300)
Depreciation (Notes 8 and 14)	**107,440**	166,129	138,041
Loss before working capital changes	**(25,239,704)**	(25,496,037)	(32,357,857)
Increase in:			
Input VAT	**(23,925,171)**	(16,501,872)	(11,468,574)
Other current assets (Note 7)	**(3,594,760)**	(1,912,853)	(817,395)
Trade and other payables (Note 10)	**148,707,036**	18,692,838	16,265,983
Net cash generated from (used for) operations	**95,947,401**	(25,217,924)	(28,377,843)
Interest received	**59,076**	391,160	104,300
Income tax paid	**(4,320)**	(49)	(1,808)
Net cash provided by (used in) operating activities	**96,002,157**	(24,826,813)	(28,275,351)
CASH FLOWS FROM INVESTING ACTIVITIES			
Retention from payment to contractors (Note 11)	**27,786,364**	12,803,650	34,990,788
Application of advances (payments made) to contractors (Note 6)	**112,920**	(425,783)	23,153,576
Payments received from (advances to) a related party (Note 16)	–	622,067	(457,200)
Additions to property and equipment (Note 8)	**(254,499,077)**	(196,420,542)	(359,147,514)
Finance costs capitalized (Notes 8 and 12)	**(29,295,887)**	(26,252,813)	(9,155,246)
Net cash used in investing activities	**(255,895,680)**	(209,673,421)	(310,615,596)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from loans payable (Note 12)	–	–	356,640,000
Proceeds from (payments of) advances from shareholders (Notes 16 and 19)	**151,115,963**	60,508,841	(52,594,000)
Proceeds from subscription of share capital (Note 13)	–	106,145,134	102,476,333
Net cash provided by financing activities	**151,115,963**	166,653,975	406,522,333
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	**(8,777,560)**	(67,846,259)	67,631,386
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**22,111,663**	89,957,922	22,326,536
CASH AND CASH EQUIVALENTS AT END OF YEAR	**P13,334,103**	P22,111,663	P89,957,922

See accompanying Notes to Financial Statements.

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)
NOTES TO FINANCIAL STATEMENTS

1. General Information

Allied Care Experts Medical Center-Bacolod Inc. (the Company) was registered with the Philippine Securities and Exchange Commission (SEC) on July 4, 2017, primarily to establish, maintain, operate, own and manage hospitals, medical and related healthcare facilities and businesses such as but without restriction to clinical laboratories, diagnostic centers, ambulatory clinics, condo hospitals, scientific research and other allied undertaking and services which shall provide medical, surgical, nursing, therapeutic, paramedic or similar care, provided that purely professional, medical or surgical services shall be performed by duly qualified and licensed physicians or surgeons who may or may not be connected with the hospitals and whose services shall be freely and individually contracted by the patients.

On August 22, 2020, the majority of the Board of Directors and the vote of the shareholders owning and representing at least two-thirds of the outstanding share capital approved the amendment of Article I of the Articles of Incorporation (AOI) by changing its name from Allied Care Experts Medical Center-Bacolod Inc. to Asia-Pacific Medical Center Bacolod, Inc. On September 21, 2021, the SEC approved the amendment to the Articles of Incorporation of the Company to change its corporate name.

Its principal place of business is located at Lacson Street, Barangay Bata, Bacolod City, Negros Occidental (As amended on November 6, 2023).

The Company has fourteen (14) and twelve (12) employees as at December 31, 2024 and 2023, respectively.

The amended accompanying financial statements of the Company as of and for the years ended December 31, 2024 and 2023 were approved and authorized for issue by the Board of Directors on April 5, 2025.

2. Summary of Material Accounting Policies and Disclosures

Basis of Preparation
The accompanying financial statements of the Company have been prepared on a historical cost basis, except as otherwise stated. Historical costs refer to the amount of cash paid to acquire an asset or, in the case of exchange, the fair value of the consideration given to acquire an asset. The financial statements are presented in Philippine peso, which is the functional and presentation currency under the Philippine Financial Reporting Standards (PFRS). All values are rounded to the nearest peso except as otherwise indicated.

Statement of Compliance
The accompanying financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). The term PFRS, in general, includes all applicable PFRS, Philippine Accounting Standards (PAS) and Interpretations issued by former Standing Interpretations Committee, the Philippine Interpretations Committee and the International Financial Reporting Interpretations Committee (IFRIC), which have been approved by the Philippine Financial and Sustainability Reporting Standards Council (formerly Philippine Financial Reporting Standards Council) and adopted by the Philippine SEC.

Changes in Accounting Policies

The Company consistently adopted and applied all accounting policies under PFRS which have been issued and becomes effective except adoption of the following amendments effective beginning January 1, 2024. Adoption of these amendments to PFRS, PAS and Philippine Interpretations did not have any significant impact on the Company's financial position or performance unless otherwise indicated.

- Amendments to PAS 1, "*Noncurrent Liabilities with Covenants*"

  The amendments clarify how conditions with which an entity must comply within twelve months after the reporting date affect the classification of a liability. The amendments modify the requirements introduced by PAS 1, *"Classification of Liabilities as Current or Noncurrent"*, on how an entity classifies debt and other financial liabilities as current or noncurrent in particular circumstances. Only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or noncurrent. In addition, an entity has to disclose information in the notes that enables users of financial statements to understand the risk that noncurrent liabilities with covenants could become repayable within twelve months.

- Amendments to PAS 16, "*Lease Liability in a Sale and Leaseback*"

  The amendments specify how a seller-lessee should apply the subsequent measurement requirements in PFRS 16 to the lease liability that arises in the sale and leaseback transaction. The amendments require a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognize any amount of the gain or loss that relates to the right of use it retains. The new requirements do not prevent a seller-lessee from recognizing in profit or loss relating to the partial or full termination of a lease. The amendments also do not prescribe specific measurement requirements for lease liabilities arising from a leaseback.

- Amendments to PAS 7 and PFRS 7, "*Supplier Finance Arrangements*"

  The amendments are intended to enable users of financial statements to assess the effects of those arrangements on the entity's liabilities and cash flows and on the entity's exposure to liquidity risk.

  The amendments require an entity to disclose the following for its supplier finance arrangements:

  - the terms and conditions of the arrangements;
  - the carrying amounts and associated line items of financial liabilities in the statement of financial position that are part of a supplier finance arrangement, with breakup of the amounts for which the suppliers have already received payment from the finance providers;
  - ranges of payment due dates; and
  - liquidity risk information.

  The amendments also include explanation of characteristics of a supplier finance arrangements and provide transitional relief, mainly for disclosure of comparative information.

The adoption of the foregoing new, revised and amended PFRS and PAS will not have any significant impact on the financial statements except as otherwise stated. Additional disclosures have been included in the notes to financial statements, as applicable.

New Accounting Standards, Amendments to Existing Standards and Interpretations Effective Subsequent to December 31, 2024

The standards, amendments and interpretations which have been issued but not yet effective as at December 31, 2024 are disclosed below. Except as otherwise indicated, the Company does not expect the adoption of the applicable new and amended PFRS to have a significant impact on the financial position or performance.

Effective beginning on or after January 1, 2025

- PFRS 17, *"Insurance Contracts"**

  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *"Insurance Contracts"*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

  - A specific adoption for contracts with direct participation features (the variable fee approach)

  - A simplified approach (the premium allocation approach) mainly for short-duration contracts.

- Amendments to PFRS 17, *"Insurance Contracts"**

  The amendments, which respond to feedback from stakeholders, are designed to:

  - Reduce costs by simplifying some requirements in the Standard;

  - Make financial performance easier to explain; and

  - Ease transition by deferring the effective date of the Standard to 2023 and by providing additional relief to reduce the effort required when applying PFRS 17 for the first time.

- Amendment to PFRS 17, "*Initial Application of PFRS 17 and PFRS 9 – Comparative Information*"*

  The amendment is a transition option relating to comparative information about financial assets presented on initial application of IFRS 17. The amendment is aimed at helping entities to avoid temporary accounting mismatches between financial assets and insurance contract liabilities, and therefore improve the usefulness of comparative information for users of financial statements.

**On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of IFRS 17 by two (2) years after its effective date as decided by the IASB.*

- Amendments to PAS 21, "*Lack of Exchangeability*"

  The amendments specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

  When applying the amendments, an entity cannot restate comparative information.

Effective beginning on or after January 1, 2026

- Amendments to PFRS 9 and PFRS 7, "*Amendments to the Classification and Measurement of Financial Instruments*"

  The amendments clarify that a financial liability is derecognized on the 'settlement date' and introduce an accounting policy choice to derecognize financial liabilities settled using an electronic payment system before the settlement date.

  Additional disclosures are introduced for financial instruments with contingent features and equity instruments classified at fair value through OCI.

Effective beginning on or after January 1, 2027

- PFRS 18, "*Presentation and Disclosure in Financial Statements*"

  The objective of PFRS 18 is to set out requirements for the presentation and disclosure of information in general purpose financial statements (financial statements) to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses.

- PFRS 19, "*Subsidiaries without Public Accountability*"

  The objective of the Standard is to alleviate the reporting burden for subsidiaries without public accountability.

Deferred effectivity

- Amendments to PFRS 10 and PAS 28 *"Sale or Contribution of Assets between an Investor and its Associate or Joint Venture"*

  The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

  On January 13, 2017, the Financial Reporting Standards Council deferred the original effective date of January 1, 2017 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

- Deferment of Implementation of International Financial Reporting Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, "*Borrowing Cost*") for the Real Estate Industry

  In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue is/will be recognized over time under par. 35(c) of PFRS 15. IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under PAS 23 considering that these inventories are ready for their intended sale in their current condition.

  On February 21, 2020, the Philippine SEC issued MC No. 4, Series of 2020, providing relief to the Real Estate Industry by deferring the mandatory implementation of the above IFRIC Agenda Decision until December 31, 2020. Effective January 2021, the Real Estate Industry will adopt the IFRIC agenda decision and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. A real estate company may opt not to avail of the deferral and instead comply in full with the requirements of the IFRIC agenda decision.

No Mandatory Effective Date

- Amendments to PFRS 9, *"Financial Instruments (Hedge Accounting and Amendments to PFRS 9, PFRS 7 and PAS 39)"*

  The amendments require the inclusion of general hedge accounting model in the notes disclosure to the consolidated financial statements. The amendments allow early adoption of the requirement to present fair value changes due to own credit on liabilities designated as at fair value through profit or loss (FVPL) to be presented in the OCI.

The Company continues to assess the impact of the above new and amended accounting standards and interpretations when these become effective. Additional disclosures required by these amendments will be included in the financial statements when these amendments are adopted.

Material Accounting Policies

Current versus Noncurrent Classification
The Company presents assets and liabilities in the statements of financial position based on current or noncurrent classification. An asset is current if:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as noncurrent.

Deferred income tax assets and liabilities, if any, are classified as noncurrent assets and liabilities.

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

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

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

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

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

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

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

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

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the assets or liabilities and the level of the fair value hierarchy.

Financial Instruments
Financial instrument is any contract that gives rise to a financial asset of one entity or a financial liability or equity instrument of another entity.

Date of Recognition
The Company recognizes a financial asset or a financial liability in the statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

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

Financial Assets

Initial Recognition
Financial assets are recognized initially at fair value, which is the fair value of the consideration given. The initial measurement of financial assets, except for those designated at fair value through profit or loss (FVPL), includes transaction cost.

Classification
The Company classifies its financial assets at initial recognition under the following categories: (a) financial assets at amortized cost, (b) financial assets at fair value through other comprehensive income (FVOCI) and (c) financial assets at FVPL. The classification of a financial asset at initial recognition largely depends on the Company's business model for managing the asset and its contractual cash flow characteristics.

Financial Assets at Amortized Cost
Financial assets are measured at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

- The contractual terms of the financial assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

The Company's cash and cash equivalents are classified under this category (see Note 5).

Debt Instruments at FVOCI
For debt instruments that are not designated at FVPL under the fair value option, the financial assets are measured at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and

- The contractual terms of the financial assets give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, interest income (calculated using the effective interest rate method), foreign currency gains or losses and impairment gains or losses of debt instruments measured at FVOCI are recognized directly in profit or loss. When the financial asset is derecognized, the cumulative gains or losses previously recognized in OCI are classified from equity to profit or loss as a reclassification adjustment.

As at December 31, 2024 and 2023, the Company does not have debt instruments at FVOCI.

Equity Instruments at FVOCI
For equity instruments that are not held for trading, the Company may irrevocably designate, at initial recognition, a financial asset to be measured at FVOCI when it meets the definition of equity instrument under PAS 32, "*Financial Instruments: Presentation*". This option is available and made on an instrument by instrument basis.

Dividends from equity instruments held at FVOCI are recognized in profit or loss when the right to receive payment is established, unless the dividend clearly represents a recovery of part of the cost of the investment. All other gains or losses from equity instruments are recognized in OCI and presented in the equity section of the statements of financial position. These fair value changes are recognized in equity and are not reclassified to profit or loss in subsequent periods, instead, these are transferred directly to retained earnings.

As at December 31, 2024 and 2023, the Company does not have equity instruments at FVOCI.

Financial Assets at FVPL
Financial assets that do not meet the criteria for being measured at amortized cost or FVOCI are classified under this category. Specifically, financial assets at FVPL include financial assets that are (a) held for trading, (b) designated upon initial recognition at FVPL, or (c) mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments.

This category includes debt instruments whose cash flows, based on the assessment at initial recognition of the assets, are not "solely for payment of principal and interest", and which are not held within a business model whose objective is either to collect contractual cash flows or to both collect contractual cash flows and sell.

This category also includes equity instruments which the Company had not irrevocably elected to classify at FVOCI at initial recognition.

After initial recognition, financial assets at FVPL are subsequently measured at fair value. Gains or losses arising from the fair valuation of financial assets at FVPL are recognized in profit or loss.

As at December 31, 2024 and 2023, the Company has no financial assets at FVPL.

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

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

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

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at amortized cost, its fair value at the reclassification date becomes its new gross carrying amount.

For a financial asset reclassified out of the financial assets at FVOCI category to financial assets at amortized cost, any gain or loss previously recognized in OCI, and any difference between the new amortized cost and maturity amount, are amortized to profit or loss over the remaining life of the investment using the effective interest method. If the financial asset is subsequently impaired, any gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

In the case of a financial asset that does not have a fixed maturity, the gain or loss shall be recognized in profit or loss when the financial asset is sold or disposed. If the financial asset is subsequently impaired, any previous gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at FVOCI, its fair value at the reclassification date becomes its new gross carrying amount. Meanwhile, for a financial asset reclassified out of the financial assets at FVOCI category to financial assets at FVPL, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

Impairment of Financial Assets at Amortized Cost and FVOCI

The Company recognizes an allowance for ECL for all debt instruments not held at FVPL. ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation to the asset's original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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

The Company considers a financial asset in default when contractual payments are 30 days past due unless it is demonstrated that the nonpayment was an administrative oversight rather than resulting from financial difficulty of the borrower. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition

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

- The right to receive cash flows from the asset has expired;

- The Company retains the right to receive cash flows from the financial asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or

- The Company has transferred its right to receive cash flows from the financial asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Financial Liabilities

Initial Measurement
Financial liabilities are recognized initially at fair value, which is the fair value of the consideration received. In case of financial liabilities at amortized cost, the initial measurement is net of any directly attributable transaction costs.

Classification and Subsequent Measurement
The Company classifies its financial liabilities at initial recognition as either financial liabilities at FVPL or financial liabilities at amortized cost.

Financial liabilities at FVPL
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

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

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

After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate.

Included in this category are the Company's trade and other payables (except government payables), retention payable, loans payable and advances from shareholders.

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged, cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the statements of comprehensive income.

Fair Value Option
The Company may, at initial recognition, irrevocably designate a financial asset or liability that would otherwise have to be measured at amortized cost or fair value through other comprehensive income to be measured at fair value through profit or loss if doing so would eliminate or significantly reduce an accounting mismatch or otherwise results in more relevant information.

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

- Deliver cash or another financial asset to another entity;

- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or

- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

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

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

Input VAT
Input VAT represents value-added tax (VAT) paid to suppliers that can be claimed as credit against the Company's VAT liabilities.

Prepayments
Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to expense as they are consumed in operations, capitalized to qualifying asset or expire with the passage of time.

Deferred Input VAT
Deferred VAT input represents value-added tax (VAT) on the purchases of services billed to the Company but not yet paid. This can be claimed as credit against the Company's VAT liabilities.

Property and Equipment
Property and equipment, except land, are carried at cost less accumulated depreciation and amortization and accumulated provision for any impairment in value, if any.

The initial cost of property and equipment comprises its purchase price and other costs directly attributable in bringing the assets to its working condition and location for its intended use. Expenditures incurred after the property have been put into operation, such as repairs and maintenance, are normally charged to income in the year the costs are incurred. In situations when it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance and the cost of such item can be measured reliably, the expenditures are capitalized as an additional cost of the said property and equipment.

Land is stated at cost less impairment in value, if any.

Depreciation is computed using the straight-line method over the estimated useful life of office equipment which is 3 to 5 years.

The useful life and depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of property.

Construction in progress represents structures under constructions and is stated at cost (include cost of construction, machinery and equipment under installation and other related costs). Construction in progress is not depreciated until such time as the relevant assets are completed and ready for its intended use.

The carrying values of property and equipment are reviewed for impairment when events or changes in the circumstances indicate that the carrying values may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use and no further depreciation and amortization are recognized in profit or loss.

An item of property and equipment 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 asset) is included in profit and loss in the period the asset is derecognized.

Security Deposit
Security deposit represents deposit made on lease contracts of office, initially measured at cost less impairment loss, if any, and which are recoverable at the end of lease terms.

Impairment of Nonfinancial Assets
Property and equipment, security deposit, input VAT, advances to contractors, deferred input VAT and prepayments are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If any such indication exists and where the carrying amount of an asset exceeds its recoverable amount, the asset or cash-generating unit (CGU) is written down to its recoverable amount. The estimated recoverable amount is the higher of an asset's fair value less cost to sell and value in use. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's-length transaction less the costs of disposal while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less cost to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other fair value indicators. Impairment losses are recognized in the statements of comprehensive income.

Recovery of impairment loss recognized in prior years is recorded on nonfinancial asset when there is an indication that the impairment loss recognized for the asset no longer exists or has decreased. The recovery is recorded in the statements of comprehensive income. However, the increased carrying amount of an asset due to a recovery of an impairment loss is recognized to the extent that it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for that asset in prior years.

Equity

Share Capital
Share capital is recognized as issued when the share is paid for or subscribed under a binding subscription agreement and is measured at par value.

The share capital is classified into founders' share and common share.

Additional Paid-in Capital
Proceeds and/or fair value considerations received in excess of par value.

Deficit
Deficit includes all current and prior period results as disclosed in the statements of comprehensive income.

Revenue Recognition
Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Company performs its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

The Company also assesses its revenue arrangements to determine if it is acting as a principal or as an agent.

Interest Income
Interest income is recognized as the interest accrues taking into account the effective yield on the asset.

Cost and Expenses
Costs and expenses are recognized in the statements of comprehensive income upon utilization of the service or goods or at the date these are incurred or received.

Borrowing Costs
Borrowing costs are generally expensed as incurred. Interest and other finance costs incurred during the construction period on borrowings used to finance property development are capitalized to the appropriate asset accounts.

The capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. The capitalization of these borrowing costs ceases when substantially all activities necessary to prepare the asset for sale or its intended use are complete. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded.

Employee Benefits

Short-term Benefits
Short-term employee benefits are those benefits expected to be settled wholly before 12 months after the end of the annual reporting period during which employee services are rendered, but do not include termination benefits. Short-term benefits given by the Company to its employees include salaries and wages, social security, health insurance and housing contributions, short-term compensated absences, bonuses and other non-monetary benefits.

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

- the contract involves an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Company has the right to direct the use of the asset of either:
  a. the Company has the right to operate the asset; or
  b. the Company designed the asset in a way that predetermines how and for what purpose it will be used.

Short-term Leases and Leases of Low-Value Assets
The Company applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Related Parties
Parties were considered to be related if one party has the ability, directly or indirectly, to control the other party or exercises significant influence over the other party in making financial and operating decisions. Parties were also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

Transactions between related parties are based on terms similar to those offered to non-related parties.

Income Taxes

Current Income Tax
Current income tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting period.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the profit or loss.

Deferred Income Tax
Deferred income tax is provided using the liability method on temporary differences at the reporting period 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 except: (1) when the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carryforward benefits of unused tax credits from excess minimum corporate income tax (MCIT) over regular corporate income tax (RCIT) and unused net operating loss carry-over (NOLCO) to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward benefit of unused tax credits and unused tax losses can be utilized except: (1) when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and (2) in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting period.

Deferred income tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

Provisions

Provisions are recognized when the Company has present obligations, legal or constructive, as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income, net of any reimbursements. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to passage of time is recognized as interest expense.

Contingencies

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

Loss Per Share

Basic loss per share is calculated by dividing the net loss (less preferred dividends net of tax, if any) for the year attributable to common shareholders by the weighted average number of common shares outstanding during the year, with retroactive adjustment for any stock dividends or stock splits declared during the year.

Diluted loss per share is computed by dividing net loss by the weighted average number of common stocks outstanding during the year, after giving retroactive effect for any stock dividends, stock splits or reverse stock splits during the year, and adjusted for the effect of dilutive options.

Events After the Reporting Period
Post year-end events that provide additional information about the Company's financial position at the end of the reporting period (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to financial statements when material.

3. Material Judgments, Accounting Estimates and Assumptions

The preparation of the financial statements in conformity with PFRS requires management to make judgments and estimates that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the reporting date. The uncertainties inherent in these judgments and estimates could result in outcomes that could require a significant adjustment to the carrying amount of the assets or liabilities affected in future years.

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

Business Model Assessment
Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

Significant Increase of Credit Risk
Where the fair values of financial assets and financial liabilities recorded on the statements of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The input to these models is taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility and correlation.

Classification of Financial Instruments
The Company classifies its financial assets and financial liabilities in the following measurement categories: i) those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss) and ii) those to be measured at amortized cost. The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows. Financial liabilities are classified as those to be measured at amortized cost unless they are designated as those to be measured subsequently at fair value through profit or loss (irrevocable election at the time of recognition). For assets and liabilities measured at fair value, gains and losses are either recorded in profit or loss or other comprehensive income.

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified.

Determination Whether an Arrangement Contains a Lease
The Company uses its judgment in determining whether an arrangement contains a lease, based on the substance of the arrangement at inception date and makes assessment whether the arrangement is dependent on the use of a specific asset or assets, the arrangement conveys a right to use the asset and the arrangement transfers substantially all the risks and rewards incidental to ownership to the Company.

The details of these lease agreements are disclosed in Note 15.

Determining the Lease Term of Contracts with Renewal and Termination Options – Company as Lessee
The Company determines the lease term as the noncancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has lease contract that includes extension and termination options. The Company applies judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customization to the leased asset).

The Company did not include the renewal period as part of the lease term for lease of its temporary office space even though the Company typically exercises its option to renew this lease because the Company does not have enforceable right to extend the lease beyond the noncancellable period.

Determining the Fair Values of Financial Instruments
Where the fair values of financial assets and financial liabilities recorded on the statement of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to this model are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

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

Assessment for ECL on Other Financial Assets at Amortized Cost

The Company determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12 months unless there has been a material increase in credit risk since initial recognition in which case ECL is provided based on lifetime ECL.

The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a material risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

When determining if there has been a material increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks and companies with good credit standing and relatively low risk of defaults. Accordingly, no provision for ECL on other financial assets at amortized cost was recognized in 2024 and 2023. The carrying amounts of other financial assets at amortized cost is as follows:

	2024	2023
Cash in banks	**P13,202,344**	P21,980,493
Time deposits	**116,759**	116,170
	P13,319,103	P22,096,663

Assessment for Impairment of Nonfinancial Assets

The Company assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of the assets or group of assets may not be recoverable. The relevant factors that the Company considers in deciding whether to perform an asset impairment review include, among others, the following:

- Significant underperformance of a business in relation to expectations;
- Significant negative industry or economic trends; and
- Significant changes or planned changes in the use of the assets.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

The recoverable amount of the asset is the greater of the fair value less cost of disposal or value in use. The fair value less cost of disposal is the amount obtainable from the sale of an asset in an arm's-length transaction. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

No impairment loss on nonfinancial assets was recognized for the years ended December 31, 2024 and 2023. The carrying amounts of nonfinancial assets are as follows:

	2024	2023
Advances to contractors	**P33,101,074**	P33,213,994
Input VAT	**65,646,154**	41,720,983
Other current assets	**6,689,627**	3,094,867
Property and equipment	**1,159,005,347**	875,317,823
Security deposit	**45,466**	45,466
	P1,264,487,668	P953,393,133

Estimating Useful Life of Property and Equipment, Except Land

The estimated useful lives used as bases for depreciating the Company's property and equipment, excluding land, were determined on the basis of management's assessment of the period within which the benefits of these asset items are expected to be realized taking into account actual historical information on the use of such assets.

The carrying amount of property and equipment, except land, amounted to P1,078,802,845 and P795,115,321 as at December 31, 2024 and 2023, respectively (see Note 8).

Recognition of Deferred Tax Assets

The Company reviews the carrying amounts of deferred tax assets at each reporting date and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

The management believes that the Company will not be able to realize the NOLCO in the future. The Company provided full valuation allowance on its NOLCO, thus, no deferred tax asset was set up in 2024 and 2023.

4. Financial Risk Management Objectives and Capital Management

Financial Risk Management Objectives and Policies

The main purpose of the Company's financial instruments is to fund its operations. The Company's principal financial instruments arising from operations consist of cash and cash equivalents, advances to a related party, trade and other payables (excluding government liabilities), loans payable and advances from shareholders. The main risks from the use of financial instruments are credit and liquidity risk. The Company has minimal exposure on interest rate risk since its loans payable are short-term and bear fixed interest rate.

The Company does not have foreign currency risk because the Company has no monetary assets and liabilities denominated in foreign currency for the years ended December 31, 2024 and 2023.

The Company's Board of Directors reviews and approves the policies for managing each of these risks and these are summarized below:

Credit Risk

The Company's exposure to credit risk arises from the failure on the part of its counterparty in fulfilling its financial commitments to the Company under the prevailing contractual terms. Financial instruments that potentially subject the Company to credit risk consist primarily of other financial assets at amortized cost.

The carrying amounts of financial assets at amortized costs represent its maximum credit exposure.

Other Financial Assets at Amortized Cost

The Company's other financial assets at amortized cost are composed of cash in banks and time deposits. The Company limits its exposure to credit risk by investing its cash only with banks that have good credit standing and reputation in the local and international banking industry. These instruments are graded in the top category by an acceptable credit rating agency and, therefore, are considered to be low credit risk investments.

It is the Company's policy to measure ECL on the above instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent significant credit risk such as when non-payment arises from administrative oversight rather than resulting from financial difficulty of the borrower.

The table below presents the summary of the Company's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL. Assets that are credit-impaired are separately presented.

	December 31, 2024			
	Financial asset at amortized cost			
	12-month ECL	**Lifetime ECL – not credit impaired**	**Lifetime ECL – credit impaired**	**Total**
Cash in banks	**P13,202,344**	**P–**	**P–**	**P13,202,344**
Time deposits	**116,759**	**–**	**–**	**116,759**
	P13,319,103	**P–**	**P–**	**P13,319,103**

	December 31, 2023			
	Financial asset at amortized cost			
	12-month ECL	Lifetime ECL – not credit impaired	Lifetime ECL – credit impaired	Total
Cash in banks	P21,980,493	P–	P–	P21,980,493
Time deposits	116,170	–	–	116,170
	P22,096,663	P–	P–	P22,096,663

Liquidity Risk
In the management of liquidity, the Company monitors and maintains a level of cash deemed adequate by the management to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

To meet the Company's short-term obligations and funding for the construction of its building, the Company will call for payment of the subscription receivable from the stockholders. Also, the Company secured from Development Bank of the Philippines a credit line facility on August 11, 2021 as one of its sources in funding the construction of hospital building.

The tables below summarize the maturity profile of the Company's financial assets and liabilities as at December 31, 2024 and 2023 based on contractual and undiscounted payments.

As at December 31, 2024

	On Demand	**Within 1 year**	**1 to 5 years**	**More than 5 years**	**Total**
Financial liabilities:					
Trade and other payables*	**P–**	**P198,212,537**	**P–**	**P–**	**P198,212,537**
Retention payable	**–**	**84,526,346**	**–**	**–**	**84,526,346**
Advances from shareholders	**–**	**–**	**377,249,522**	**–**	**377,249,522**
Loans payable	**–**	**–**	**106,992,000**	**249,648,000**	**356,640,000**
	P–	**P282,738,883**	**P484,241,522**	**P249,648,000**	**P1,016,628,405**
Financial assets:					
Cash and cash equivalents	**P13,334,103**	**P–**	**P–**	**P–**	**P13,334,103**

Excluding government payables amounting to P148,040 as at December 31, 2024.

As at December 31, 2023

	On Demand	Within 1 year	1 to 5 years	More than 5 years	Total
Financial liabilities:					
Trade and other payables*	P–	P49,398,917	P–	P–	P49,398,917
Retention payable	–	56,739,982	–	–	56,739,982
Advances from shareholders	–	–	226,133,559	–	226,133,559
Loans payable	–	–	71,328,000	285,312,000	356,640,000
	P–	P106,138,899	P297,461,559	P285,312,000	P688,912,458
Financial assets:					
Cash and cash equivalents	P22,111,663	P–	P–	P–	P22,111,663

**Excluding government payables amounting to P254,624 as at December 31, 2023.*

Fair Values of Financial Instruments

The historical cost carrying amounts of the Company's financial assets and financial liabilities are all subject to normal credit terms, and are short-term in nature, and approximate their fair values. Details are as follows:

	2024	2023
Financial assets:		
Cash and cash equivalents	**P13,334,103**	P22,111,663
Financial liabilities:		
Trade and other payables*	**P198,212,537**	P49,398,917
Retention payable	**84,526,346**	56,739,982
Advances from shareholders	**377,249,522**	226,133,559
Loans payable	**356,640,000**	356,640,000
	P1,016,628,405	P688,912,458

**Excluding government payables amounting to P148,040 and P254,624 as at December 31, 2024 and 2023, respectively.*

Capital Management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business, pay existing obligations and maximize shareholder value.

The Company manages capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust capital, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended December 31, 2024 and 2023.

The following table pertains to the account balances the Company considers as its core economic capital:

	2024	2023	2022
Share capital	**P210,660,000**	P210,660,000	P189,994,866
Additional paid-in capital	**159,840,000**	159,840,000	74,360,000
Deficit	**(109,455,509)**	(84,166,606)	(58,891,280)
	P261,044,491	P286,333,394	P205,463,586

5. Cash and Cash Equivalents

This account consists of:

	2024	2023
Cash on hand	**P15,000**	P15,000
Cash in banks	**13,202,344**	21,980,493
Time deposits	**116,759**	116,170
	P13,334,103	P22,111,663

Cash in banks earn interest at the respective bank deposit rates. Interest income earned from cash in banks amounted to P12,638 and P83,876 as at December 31, 2024 and 2023, respectively.

Time deposits earn interest at the respective bank deposit rates. Interest income earned from time deposits amounted to P4,688 and P19,304 as at December 31, 2024 and 2023, respectively.

6. Advances to Contractors

Advances to contractors represent advances for each awarded project activity and is liquidated via deduction, on a pro-rate basis from the contractor's periodic progress billings.

Advances to contractors amounted P33,101,074 and P33,213,994 as at December 31, 2024 and 2023, respectively.

7. Other Current Assets

This account consists of:

	2024	2023
Deferred input VAT	**P6,418,136**	P2,842,130
Prepaid tax	**241,680**	241,680
Others	**29,811**	11,057
	P6,689,627	P3,094,867

Prepaid tax pertains to advance payment of real property tax.

Prepaid – other includes over remittance of withholding taxes amounting to P22,811 and P4,057 in 2024 and 2023, respectively.

8. Property and Equipment

This account consists of:

	2023	Additions	Disposal	**2024**
Cost:				
Land	P80,202,502	P–	P–	**P80,202,502**
Construction in progress	794,806,668	283,748,603	–	**1,078,555,271**
Office equipment	1,137,270	46,361	–	**1,183,631**
	876,146,440	283,794,964	–	**1,159,941,404**
Accumulated depreciation:				
Office equipment	828,617	107,440	–	**936,057**
Net book value	P875,317,823			**P1,159,005,347**

	2022	Additions	Disposal	2023
Cost:				
Land	P80,202,502	P–	P–	P80,202,502
Construction in progress	572,319,763	222,486,905	–	794,806,668
Office equipment	950,820	186,450	–	1,137,270
	653,473,085	222,673,355	–	876,146,440
Accumulated depreciation:				
Office equipment	662,488	166,129	–	828,617
Net book value	P652,810,597			P875,317,823

Land pertains to properties llocated at Lacson Street, Barangay Bata, Bacolod City, Negros Occidental with a total area of 10,000 square meters, where its hospital building is being constructed.

Construction in progress pertains to building under construction to be used as hospital building upon completion.

Beginning 2020, the Company entered into contracts with various contractors and suppliers for the construction of its hospital building.

The total estimated cost for the construction of the hospital building is P1.83 billion. The total estimated cost for the whole project until full operation is P2.63 billion.

As per construction manager, the estimated percentage of completion of the construction is at 43.006% as at December 31, 2024, and construction of the hospital building is estimated to be completed by the third quarter of 2026.

On August 11, 2021, the Company entered into a Mortgage Agreement with Development Bank of the Philippines (DBP) for loan and credit accommodations to finance the construction of the hospital building and acquisition of medical instruments, furniture and appliances. The Mortgage Agreement is secured by the land together with the buildings and other permanent improvements.

The terms and conditions of the Mortgage Agreement were as follows:
a) keep the mortgaged property in good condition;
b) pay on time the lawful taxes and assessments of the mortgaged property;
c) insure the mortgaged property;
d) the Company shall not transfer, lease, mortgage or encumber the property, or demolish or make any alteration without first obtaining the Mortgagee's written consent.

The carrying amount of the mortgaged property amounted to P1,158,757,773 and P875,009,170 as at December 31, 2024 and 2023, respectively.

Borrowing costs amounted to P29,295,887 and P26,252,813 as at December 31, 2024 and 2023, respectively, were capitalized and recognized as part of the construction in progress.

There were no amount of compensations received from any third parties for items of property and equipment that were impaired, lost or given up.

9. Security Deposit

This account pertains to rent security deposit amounting to P45,466 as at December 31, 2024 and 2023 (see Note 15).

10. Trade and Other Payables

This account consists of:

	2024	2023
Accounts payable	**P198,212,537**	P49,398,917
Withholding tax payable – expanded	**108,942**	223,224
SSS, PhilHealth and HDMF payable	**39,098**	31,400
	P198,360,577	P49,653,541

Accounts payable pertains to short-term, unsecured, noninterest-bearing payable to other party.

11. Retention Payable

Retention payable refers to the amount withheld by the Company from the contractor's periodic progress billings as provided for in their respective contract. The amount will be released to the contractor, net of deductions, if any, upon full completion and final acceptance by the Company.

Retention payable amounted P84,526,346 and P56,739,982 as at December 31, 2024 and 2023, respectively.

12. Loans Payable

		2024	2023
DBP	The Company availed long-term loans in tranches from DBP. First tranche was availed on June 16, 2022. The principal amount is payable quarterly beginning September 16, 2025 until June 16, 2035. The effective interest rate is 5% per annum and payable quarterly. All loans are secured by the Company's real properties (see Note 8). The loan proceeds were used to finance the construction of the hospital building.	**P356,640,000**	P356,640,000

Borrowing costs amounted to P29,295,887 and P26,252,813 as at December 31, 2024 and 2023, respectively, and were capitalized as cost of the hospital building (see Note 8). All borrowing costs were paid, hence, no outstanding interest payable as at December 31, 2024 and 2023.

13. Share Capital

This account consists of:

	2024	2023	2022
Authorized share capital			
600 founders' shares at P1,000 par value	**P600,000**	P600,000	P600,000
239,400 common shares at P1,000 par value	**239,400,000**	239,400,000	239,400,000
	P240,000,000	P240,000,000	P240,000,000

	2024	2023	2022
Subscribed			
600 founders' shares at P1,000 par value	**P600,000**	P600,000	P600,000
210,060 common shares in 2024, 208,430 common shares in 2023 and 203,400 common shares in 2022 at P1,000 par value	**210,060,000**	208,430,000	203,400,000
Current year issuance – 1,630 common shares in 2023 and 5,030 common shares in 2022	**–**	1,630,000	5,030,000
Balance at end of year – 210,060 common shares in 2024 and 2023 and 208,430 common shares in 2022	**210,060,000**	210,060,000	208,430,000
Less subscription receivable	–	–	(19,035,134)
	210,060,000	210,060,000	189,394,866
	P210,660,000	P210,660,000	P189,994,866

The founders' share has the exclusive right to vote and be voted upon in the election of directors for a limited period not to exceed five (5) years.

Below are the details of registered common shares:

Date of Registration	Number of Blocks Licensed*	Issue/Offer Price Per Block
March 28, 2022	2,400	P250,000
March 28, 2022	800	300,000
March 28, 2022	400	400,000

**10 shares per block*

14. Expenses

This account consists of:

	2024	2023	2022
Meetings and conferences (Note 16)	**P12,275,082**	P8,819,297	P13,663,544
Salaries and wages	**3,851,481**	3,010,412	1,347,589
Executive compensation (Note 16)	**3,376,000**	7,333,000	13,554,000
Communication, power and water	**2,160,945**	2,473,044	1,134,965
Professional fees	**1,890,000**	1,555,692	1,431,036
Seminars and training	**420,089**	107,566	–
Taxes and licenses	**347,494**	294,811	332,274
SSS/Philhealth/HDMF expense	**247,163**	208,934	104,993
Office supplies	**169,212**	164,256	126,267
Rentals (Note 15)	**138,022**	138,022	166,850
Depreciation (Note 8)	**107,440**	166,129	138,041
Transportation and travel	**100,066**	196,204	69,708
Repairs and maintenance	**48,360**	24,257	4,650
Marketing	**26,631**	945,240	225,597
Representation	**13,386**	45,000	–
Miscellaneous	**175,773**	180,302	196,384
	P25,347,144	P25,662,166	P32,495,898

15. Lease Agreement

In October 2021, the Company renewed its contract of lease with MC Metroplex Holdings, Inc. for a period of 1 year, commencing from October 1, 2021 to September 30, 2022 and paid the total amount of P147,684, inclusive of VAT and net of withholding tax.

In October 2022, the Company renewed its contract of lease with MC Metroplex Holdings, Inc. for a period of three (3) months, commencing from October 1, 2022 to December 31, 2022 for a monthly rent of P14,479, inclusive of VAT and net of withholding tax.

In January 2023, the Company renewed its contract of lease with MC Metroplex Holdings, Inc. for a period of 1 year, commencing from January 1 to December 31, 2023 and paid the total amount of P147,683, inclusive of VAT and net of withholding tax.

In January 2024, the Company renewed its contract of lease with MC Metroplex Holdings, Inc. for a period of one (1) year, commencing from January 1, 2024 to December 31, 2024 and paid the total amount of P147,683, inclusive of VAT and net of withholding tax.

Due to the lease agreement which is for a period of 1 year and no purchase option, the lease is accounted as short-term and of low value and lease payments are recognized as expense on a straight-line basis over the lease term.

Rent expense charged to operations amounted to P138,022 both in 2024 and 2023 and P166,850 in 2022 (see Note 14).

The Company has a refundable security deposit of P45,466 as at December 31, 2024 and 2023 (see Note 9).

At year-end, the Company has no outstanding commitments under noncancellable operating leases that will fall due.

16. Related Party Disclosure

Related party relationships exist when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities, which are under common control with the reporting enterprises and its key management personnel, directors, or its shareholders.

In considering each related party relationship, attention is directed to the substance of the relationship, and not merely the legal form. Related parties may be individuals or corporate entities.

The following are the details of related party transactions:

	Period	Classification	Terms and conditions	Amount of the Transaction	Outstanding Balance
Shareholders	**2024**	Advances from shareholders	Unsecured, noninterest-bearing, demandable, no term, payable in cash.	**P151,115,963**	**P377,249,522**
	2023			60,508,841	226,133,559
APMC - Iloilo	**2024**	Advances to a related party	Unsecured, interest-bearing, no term, collectible in cash.	–	–
	2023			(622,067)	–
APMC - Aklan	**2024**	Advances to a related party	Unsecured, interest-bearing, payable in installment	–	–
	2023			15,000,000	–
APMC - Aklan	**2024**	Interest income		–	–
	2023			265,882	–

The following are other relevant related party disclosures:

Identification	Relationship	Business Purpose of Arrangement	Commitments
Shareholders	Shareholder	Advances from shareholders in support for the Company's hospital building construction requirements.	No contract
APMC - Iloilo	Other related party	Reimbursement of expenses.	No contract
APMC - Aklan	Other related party	Loans provided to other related party for financing purposes.	Loan Agreement

Advances from shareholders are payable upon demand. However, the Company is in the status of financing the construction of its hospital building, thus, settlement of advances is not the priority of the Company.

The Company's related party transaction with APMC - Iloilo pertains to the reimbursement of expenses incurred by the latter but paid by the Company.

The Company has advances to Asia Pacific Medical Center (APMC) - Aklan Inc. (APMC - Aklan) amounting to P15,000,000 in September 2023, which is unsecured and bears an interest of five percent (5%) per annum and payable on demand. The amount was also paid in 2023.

No allowance for doubtful accounts and bad debt expense were recognized in 2024 and 2023.

Compensation of Key Management Personnel

	2024	2023	2022
Executive compensation	**P3,376,000**	P7,333,000	P13,554,000
Meetings and conferences	**11,170,000**	8,222,500	9,662,500
	P14,546,000	P15,555,500	P23,216,500

17. Income Tax

The Company is registered with the Board of Invetments (BOI) as a New Operator of General Hospital Level 2 under Corporate Recovery and Tax Incentives for Enterprises Act (R.A. 11534) and the Omnibus Investments Code of 1987 (Executive Order No. 226) on October 23, 2023.

The BOI registered project activity of the Company is entitled to the following incentives:

- six (6) years income tax holiday (ITH);
- followed by five (5) years of enhanced deductions from the actual start of commercial operation; and;
- eleven (11) years duty exemption on importations.

The Company has not yet started its commercial operation as of December 31, 2024.

The provision for income tax for 2024, 2023 and 2022 represents MCIT on its other nonoperating income.

The following are the computations of RCIT:

	2024	2023	2022
Loss before income tax	**(P25,288,068)**	(P25,271,006)	(P32,391,598)
Add (deduct) permanent differences on:			
Nondeductible representation	**13,386**	45,000	–
Interest income subjected to final tax	**(17,326)**	(103,180)	(99,383)
Taxable loss	**(P25,292,008)**	(P25,329,186)	(P32,490,981)
Tax due at 25%	**P–**	P–	P–

The following are the computations of MCIT:

	2024	2023	2022
Taxable income	**P41,750**	P287,980	P4,917
Tax due at 2% in 2024, 1.5% in 2023 and 1% in 2022	**P835**	P4,320	P49

The reconciliation of the tax computed at statutory tax rate to provision for income tax follow:

	2024	2023	2022
Tax at applicable statutory income tax rate	**(P6,322,017)**	(P6,317,752)	(P8,097,900)
Additions to (reductions in) income taxes:			
Nondeductible representation	**3,347**	11,250	–
Interest income subjected to final tax	**(4,332)**	(25,795)	(24,846)
Unrecognized deferred tax assets	**6,323,837**	6,336,617	8,122,795
	P835	P4,320	P49

As at December 31, 2024, the Company has NOLCO which can be carried forward as a deduction for the next three consecutive taxable years immediately following the year of such loss, under certain conditions, as provided under Section 34(D) of the Tax Code. Details are as follows:

Dates Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Dates
December 31, 2024	P25,292,008	P–	P25,292,008	2027
December 31, 2023	25,329,186	–	25,329,186	2026
December 31, 2022	32,490,981	–	32,490,981	2025
	P83,112,175	P–	P83,112,175	

As at December 31, 2024, the Company has NOLCO in taxable years 2021 and 2020 which can be carried forward as a deduction for the next five consecutive taxable years immediately following the year of such loss, pursuant to the Bayanihan to Recover As One Act. Details are as follows:

Dates Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Dates
December 31, 2021	P7,145,410	P–	P7,145,410	2026
December 31, 2020	11,715,453	–	11,715,453	2025
	P18,860,863	P–	P18,860,863	

Details of the Company's MCIT which can be claimed as tax credits against regular income tax are as follows:

Dates Incurred	Amount	Applied/ Expired	Remaining Balance	Expiry Dates
December 31, 2024	P835	P–	P835	2027
December 31, 2023	4,320	–	4,320	2026
December 31, 2022	49	–	49	2025
December 31, 2021	1,808	(1,808)	–	2024
	P7,012	(P1,808)	P5,204	

The management believes that the Company will not be able to realize the tax benefits from NOLCO and MCIT in the future. The Company provided full valuation allowance on its NOLCO and MCIT, thus, no deferred tax asset was set up.

18. Loss Per Share

Basic loss per share is computed as follows:

	2024	2023	2022
Net loss	**(P25,288,903)**	(P25,275,326)	(P32,391,647)
Weighted average number of shares outstanding	**210,660**	210,253	204,275
Basic loss per share	**(P120.05)**	(P120.21)	(P158.57)

There were no common stock equivalents outstanding that would require calculation of diluted loss per share.

19. Changes in Liabilities Arising from Financing Activities

The following tables summarize the changes in liabilities arising from financing activities:

	2023	Cash flows	Foreign exchange movement	**2024**
Advances from shareholders	P226,133,559	P151,115,963	P–	**P377,249,522**
Loans payable	356,640,000	–	–	**356,640,000**
	P582,773,559	P151,115,963	P–	**P733,889,522**

	2022	Cash flows	Foreign exchange movement	2023
Advances from shareholders	P165,624,718	P60,508,841	P–	P226,133,559
Loans payable	356,640,000	–	–	356,640,000
	P522,264,718	P60,508,841	P–	P582,773,559

20. Events After the End of the Reporting Period

No events occurred between the statements of financial position date and the date on which these financial statements were approved by the Company's Board of Directors that would require adjustments to or disclosure in the financial statements.

21. Supplemental Information Required Under Revenue Regulation Nos. 15-2010 and 19-2011

Revenue Regulation 15-2010

On November 25, 2010, the BIR issued Revenue Regulation (RR) 15-2010, which requires certain information on taxes, duties and license fees paid or accrued during the taxable year to be disclosed as part of the notes to financial statements. These supplemental information, which are additions to the disclosures required under PFRS, are presented as follows:

VAT Output Tax

The Company has not yet started commercial operations and has no receipts subject for output tax.

VAT Input Tax

The Company has input tax from current year's domestic purchases amounting to P23,925,171.

Taxes on Importation

In 2024, the Company has not imported goods for business use. No customs duties and tariff fees were accrued or paid during the year.

Excise Tax

The Company does not have excise tax in 2024 since it does not have any transactions which are subject to excise tax.

Withholding Taxes

The details of total withholding taxes are as follows:

Compensation and benefits	P198,060
Creditable - at source	2,399,754
	P2,597,814

Documentary Stamp Tax

The Company did not accrue or pay any documentary stamp taxes in 2024.

Taxes and Licenses

The details of taxes and licenses included in expenses are as follows:

Real property tax	P241,680
Business permit	14,325
Annual registration	500
Others	90,989
	P347,494

Deficiency Tax Assessment

The Company does not have any deficiency tax assessments with BIR or tax cases outstanding or pending in courts or bodies outside of the BIR as of December 31, 2024.

Revenue Regulation 19-2011

Revenue Regulation No. 19-2011 was issued to prescribe the new BIR forms that will be used for Income Tax filing covering and starting with December 31, 2011, and to modify Revenue Memorandum Circular No. 57-2011 dated November 25, 2011.

The following are the schedules prescribed under existing revenue issuances applicable to the Company as at December 31, 2024:

Revenue

The Company has not yet started commercial operations and did not earn any revenue.

Cost of Sales

The Company has not yet started commercial operations and did not incur any cost of sales.

Non-operating and Taxable Other Income

The Company has non-operating and taxable other income amounting to P41,750.

Itemized Deductions

Details of the Company's itemized deductions for the year are as follows:

	Exempt	RCIT
Meetings and conferences	P–	P12,275,082
Salaries and wages	–	3,851,481
Executive compensation	–	3,376,000
Communication, power and water	–	2,160,945
Professional fees	–	1,890,000
Seminars and trainings	–	420,089
Forward		

Taxes and licenses	–	347,494
SSS/Philhealth/HDMF expense	–	247,163
Office supplies	–	169,212
Rentals	–	138,022
Depreciation	–	107,440
Transportation and travel	–	100,066
Repairs and maintenance	–	48,360
Marketing	–	26,631
Miscellaneous	–	175,773
	P–	P25,333,758

Taxes, fees and charges presented as part of "Expenses" account in the Company's statements of comprehensive income include the following:

	Exempt	RCIT
Real property tax	P–	P241,680
Business permit	–	14,325
Annual registration	–	500
Others	–	90,989
	P–	P347,494

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.
SCHEDULE OF TAXES AND LICENSES
CALENDAR YEAR ENDED DECEMBER 31, 2024

Kind of Tax	Official Receipt Number	Date Paid	
Real property tax	Various	Various	P241,680
Business permit	Various	Various	14,325
Annual registration	Various	Various	500
Others	Various	Various	90,989
TOTAL *[To Schedule 4 - Item 32 of Ordinary Allowable Itemized Deductions (BIR Form 1702 - RT)]*			P347,494

BIR Form No.
2323
January 2000

Republika ng Pilipinas
Kagawaran ng Pananalapi
Kawanihan ng Rentas Internas

AN: **08-008193-001-2025**

CERTIFICATE OF ACCREDITATION AS TAX PRACTITIONER

This is to acknowledge the accreditation of RICHARD S. QUERIDO *of* 19TH/F THE SALCEDO TOWERS, 169 H.V. DELA COSTA ST., SALCEDO VILL., MAKATI CITY *with Taxpayer Identification Number* 102-094-633-000 *to act for and in behalf of taxpayers in the preparation and filing of tax returns, statements, reports, protests and other papers with, and/or to appear and transact official business before the Bureau of Internal Revenue pursuant to the provisions of Section 6 (G) of the National Internal Revenue Code of 1997.*

This certificate is valid for three (3) years from the date of issuance unless sooner revoked for cause.

Issued this 31ST *day of* JANUARY*, year 20* 25.

22465011

RENATO N. MOLINA

Chairman
Revenue National Accreditation Board (RNAB)
Revenue Regional Accreditation Board (RRAB)

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule A – Financial Assets
December 31, 2024

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amounts of Bonds and Notes	Amount Shown in the Statement of Financial Position	Value based on Market Quotations at End of Reporting Period	Income Received and Accrued
Cash and cash equivalents				
Cash in banks	Not applicable	P13,202,344	Not applicable	P12,638
Time deposits	Not applicable	116,759	Not applicable	4,688
		P13,319,103		**P17,326**

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule B – Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders

December 31, 2024

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Amounts Collected	Amounts Written Off	Current	Not Current	Balance at End of Period
			Not applicable				

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule C – Amounts Receivable from and Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements

December 31, 2024

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Amounts Collected	Amounts Written Off	Current	Not Current	Balance at End of Period
Not applicable							

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule D – Long Term Debt
December 31, 2024

Title of Issue and Type of Obligation	Amount Authorized by Indenture	Amount shown under caption "Current portion of long-term debt" in related Statement of Financial Position	Amount shown under caption "Long-Term Debt" in related Statement of Financial Position
Loan	P356,640,000	P–	P356,640,000
			(payable in 52 quarterly installments for 13 years beginning September 16, 2025 to June 16, 2035 with variable interest rate which is the floating rate that subject to a floor rate of 5%)

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule E – Indebtedness to Related Parties (Long-Term Loans from Related Companies)
December 31, 2024

Name of related party	Balance at Beginning of Period	Balance at End of Period
	Not applicable	

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule F – Guarantees of Securities and Other Issues
December 31, 2024

Name of Issuing Entity of Securities Guaranteed by the Company for which this Statement is Filed	Title of Issue of each Class of Securities Guaranteed	Total Amount Guaranteed and Outstanding	Amount Owned by Person for which Statement is Filed	Nature of Guarantee
		Not applicable		

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

Schedule G – Capital Stock
December 31, 2024

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding under related Statement of Financial Position caption	Number of Shares Reserved for Options, Warrants, Conversions, and Other Rights	Number of Shares Held By		
				Related Parties	Directors, Officers and Employees	Others
Founder	600	600	–	–	278	322
Common	239,400	210,060	–	–	105,716	104,344
	240,000	210,660	–	–	105,994	104,666

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

MAP OF THE RELATIONSHIPS BETWEEN AND AMONG THE COMPANIES IN THE GROUP, ITS ULTIMATE PARENT COMPANY AND CO-SUBSIDIARIES

DECEMBER 31, 2024

Not Applicable

EXPLANATION ON NON-APPLICABILITY OF CONGLOMERATE MAP

Asia-Pacific Medical Center Bacolod, Inc., Asia Pacific Medical Center- Iloilo, Inc., and Asia Pacific Medical Center - Aklan, Inc. are not affiliate companies nor sister companies because they do not operate under one parent company. They are related only because the Chairman of the three companies, Dr. Ferjenel G. Biron, is one and the same person and they have interlocking directors and shareholders and common officers as follows:

Name of Stockholder	Percentage of Ownership and Position in APMC Bacolod	Percentage of Ownership and Position in APMC Aklan	Percentage of Ownership and Position in APMC Iloilo
Biron, Ferjenel G.	8.22%/ Chairman	4.74 %/Chairman	19.96%/ Chairman
Biron, Bryant Paul Q.	1.61%	1.95%	8.81%
Biron, Brandt Luke Q.	1.61%	7.16%	9.12%
Biron, Braeden John Q.	1.61%	1.95%	8.81%
Comuelo, Jerusha A.	0.76%	1.58%/Independent Director	1.44%/ Independent Director
Dedoroy, Dana D.	1.61%	None	0.0042%
Depalac, Jonas A.	1.61%	None	0.0042%
Domingo, Joan B.	1.61%	None	0.0042%
Lavalle, Amado Jr. M.	2.38%	1.58%	1.55%/ President
Lavilla, Meride D.	10.09%/ Director	3.16%/ Director	2.92%/ Director
Minerva, Ike T.	2.31%	1.58%	1.42%
Ong, Mary Flor G.	0.76%	None	1.44%
Perez, Ma. Grace G.	0.76%	None	1.43%
Regozo, Danilo C.	2.85%/ Executive Vice President	1.58%/ Director	1.56%/ Executive Vice President
Villaflor, Agnes Jean M.	0.76%	1.58%	1.57%/ Director

RECONCILIATION OF RETAINED EARNINGS
AVAILABLE FOR DIVIDEND DECLARATION
As of December 31, 2024

Asia-Pacific Medical Center Bacolod, Inc.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)
Lacson Street, Barangay Bata, Bacolod City, Negros Occidental

Deficit, beginning	(P84,166,606)
Net loss during the period	(25,288,903)
DEFICIT, END	(P109,455,509)

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

Asia-Pacific Medical Center Bacolod, Inc.
(Formerly Allied Care Experts Medical Center-Bacolod Inc.)
As of December 31, 2024

Financial KPI	Definition	**December 31, 2024**	December 31, 2023
Current ratio	Current Assets / Current Liabilities	**0.18:1**	0.30:1
Acid test ratio	Current Assets – Prepayments / Current Liabilities	**0.18:1**	0.30:1
Solvency ratio	Net Income + Depreciation / Total Liabilities	**-0.02:1**	-0.04:1
Debt-to-equity ratio	Total Liabilities / Total Equity	**3.90:1**	2.41:1
Asset-to-equity ratio	Total Assets / Total Equity	**4.90:1**	3.41:1
Interest rate coverage ratio	Operating EBITDA / Net Interest	**0.86:1**	0.99:1
Return on assets	Net Income / Average Total Assets	**-2.24%**	-2.84%
Return on equity	Net Income / Average Total Equity	**-9.24%**	-10.28%
Net profit margin	Net Income / Total Revenue	**0%**	0%
Operating EBITDA margin	Operating EBITDA / Net Revenue	**0%**	0%

ASIA-PACIFIC MEDICAL CENTER BACOLOD, INC.

(Formerly Allied Care Experts Medical Center-Bacolod Inc.)

SUPPLEMENTARY SCHEDULE OF EXTERNAL AUDITOR FEE-RELATED INFORMATION

DECEMBER 31, 2024

	2024	2023
AUDIT FEES		
Audit fee year-end audit	**P125,000**	P125,000
Interim audit	**125,000**	–
	250,000	125,000
NON-AUDIT FEES	**–**	–
TOTAL AUDIT AND NON-AUDIT FEES	**P250,000**	P125,000

AUDIT AND NON-AUDIT FEES OF OTHER RELATED ENTITIES

	2024	2023
AUDIT FEES		
Audit fee year-end audit	**P360,000**	P360,000
Interim audit	**360,000**	–
	720,000	360,000
NON-AUDIT FEES	**–**	–
TOTAL AUDIT AND NON-AUDIT FEES OF OTHER RELATED ENTITIES	**P720,000**	P360,000

ANNEX B:
Summary of 2024 SEC Form 17-C Reports

Date Reported	Subject
January 24, 2024	Postponement of the 2024 Annual Stockholders' Meeting according to the By-laws
February 27, 2024	Appointment of New Independent Accountant, Querido Diel & Co., CPAs (QDC)
March 19, 2024	Postponement of the 2024 Annual Stockholders' Meeting according to the By-laws and Appointments of Chairpersons and Members of Board Risk and Oversight Committee (BROC) and Finance Committee
June 10, 2024	Election of Directors and Appointment of Officers for the year 2024-2025
December 04, 2024	Amendments to the Registration Statement of the Company as of December 31, 2024
December 23, 2024	Report on the penalty of SEC OGA due to material misstatement