

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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Business Address: No. Street City/Town/Province

Atty. Malu Sia-Bernas Contact Person																							
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811-0668/810-1814 Company/Telephone Number																							
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Month

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FORM TYPE

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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LCU

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Cashier

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BERJAYA PHILIPPINES, INC.

(Company's Full Name)

9/F Rufino Pacific Tower, 6784 Ayala Avenue corner V.A. Rufino
(formerly Herrera) Street, Makati City

(Company's Address)

811-0668 / 810-1814

(Telephone Number)

JUNE 30

any day in the month of November

(Fiscal Year Ending)
(month and day)

(Annual Meeting)

November 2024

(Term Expiring On)

SEC Form 17-Q for the quarter ended 30 September 2024

(Form Type)

N.A.

(Amendment Designation, if applicable)

(Period Ended Date)

N.A.

(Secondary License Type and File Number)

Cashier

LCU

DTU

Pre War 476
S.E.C Registration Number

Central Receiving Unit

File Number

Document I.D.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended **30 September 2024**
2. SEC Identification Number **476**
3. BIR Tax Identification No. **001-289-374**
4. Exact name of registrant as specified in its charter **BERJAYA PHILIPPINES, INC.**
5. Province, Country or other jurisdiction of incorporation or organization **Manila, Philippines**
6. Industry Classification Code: (SEC Use Only)
7. Address of Issuer's principal office
9/F Rufino Pacific Tower, 6784 Ayala Avenue, corner V.A. Rufino Street (formerly Herera Street), Makati City, M.M.
8. Issuer's telephone number, including area code
(632) 811-0540
9. Former name, former address, and former fiscal year, if changed since last report **N.A.**

Former Name:
Former Address:
Former Fiscal Year

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

Title of Each Class	Number of Shares of Stock Issued and Outstanding
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COMMON	4,427,009,132
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11. Are any or all of these securities listed on the Philippine Stock Exchange?

Yes [☒] No [☐]

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 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 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 90 days.

Yes [☒] No [☐]

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

See Interim Consolidated Statement of Financial Position as of 30 September 2024, attached hereto as Annex “A”, and Aging Schedule of Accounts Receivables as of 30 September 2024 attached hereto as Annex “B”. For the basic earnings per share, the “weighted average number of shares outstanding” is added to the face of the Interim Consolidated Statement of Comprehensive Income.

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

The Corporation’s principal activity is investment holding. Since 1998, it has one hundred percent (100%) equity ownership of Philippine Gaming Management Corporation (PGMC) whose principal activity is leasing of on-line lottery equipment and providing software support to the Philippine Charity Sweepstakes Office (PCSO) in Luzon. In July 2019, the Corporation disposed of twenty percent (20%) of its shareholdings, and subsequently did not subscribe to the issuance of additional shares from the unissued capital of PGMC. To date, the Corporation’s equity in PGMC is at thirty nine point ninety nine percent (39.99%). In June 2021, PGMC acquired a forty nine percent (49%) interest in Pinoylotto Technologies Corp. (PTC), became the provider of software support and online lottery equipment service to the PCSO for the entire Philippine territory. PTC commenced commercial operations on 01 October 2023, with PGMC’s interest in PTC accounted for as a joint operation.

In December 2009, the Corporation acquired a 232-room hotel, which operated as the Best Western Astor Hotel until 16 March 2010. The acquisition was made by the Corporation’s subsidiary, Perdana Hotel Philippines Inc. (“PHPI”) under the business name Berjaya Makati Hotel. The Corporation also subscribed to forty percent (40%) of the shares of stock of Perdana Land Philippines Inc. (“PLPI”) which owns the land leased by PHPI.

In July 2010, the Corporation invested in Berjaya Pizza Philippines Inc. (“BPPI”), a company engaged in the manufacture, sale and distribution of food and beverages, and to operate, own, franchise, license or deal in restaurant related business operations. In 2017, the Corporation’s equity interest in BPPI increased from forty one point forty three percent (41.43%) to forty eight point thirty eight percent (48.38%).

In August 2012, the Corporation invested in Bermaz Auto Philippines Inc. (“BAPI”), formerly Berjaya Auto Philippines Inc., a corporation engaged in the sale and distribution of all types of motor vehicles. On 12 September 2012, BAPI entered into a Distributorship Agreement with Mazda Motor Corporation of Japan for the distribution of vehicles bearing the Mazda brand within the territory of the Philippines. The Corporation’s equity or interest in BAPI is equivalent to twenty nine point seventy seven percent (29.77%).

In September 2012, the Corporation invested in Cosway Philippines Inc. (“CPI”), primarily to engage in the wholesale of various products. CPI has not yet started its commercial operations. The Corporation’s equity or interest in CPI is equivalent to forty percent (40%). On 16 November 2021, the SEC approved CPI’s application for dissolution by shortening its corporate existence to 31 January 2023. CPI officially obtained its closure certificate on 11 October 2023.

In 2014, the Corporation obtained control over H.R. Owen Plc (“H.R. Owen”), after a series of cash offers from HR Owen’s existing stockholders. Incorporated in England, HR Owen operates a number of vehicle franchises in the prestige and specialist car market for both sales and after sales, predominantly in the London area. In 2015, HR Owen acquired 100% ownership over Bodytechnics in order to enhance its aftersales operations. In 2017, the Corporation acquired shares from Bentley Motor Limited to increase its stake in the profitable business of H.R. Owen. In August 2018, the corporation acquired shares from minority

shareholders which the Corporation's equity interest in HR Owen is equivalent to one hundred percent (100%).

In July 2015, the Corporation invested in Ssangyong Berjaya Motor Philippines Inc. ("SBMPI"), a corporation engaged in the sale and distribution of all types of motor vehicles. At present, the Corporation's equity interest in SBMPI is equivalent to twenty one point sixty seven percent (21.67%).

In May 2016, the Corporation acquired forty one point forty six percent (41.46%) shares of Neptune Properties Inc. ("NPI"), a corporation engaged in the real estate business.

In April 2017, the Corporation incorporated a wholly owned subsidiary under the name of Berjaya Enviro Philippines Inc., a corporation engaged in the service business of protecting, cleaning, and preserving the environment. In December 2017, the Securities and Exchange Commission approved the Corporation's application to amend its name to Floridablanca Enviro Corporation.

In April 2018, the Corporation acquired twenty five percent (25%) of the equity in Chailease Berjaya Finance Corporation, a corporation engaged in the leasing and financing business.

In April 2018, the Corporation acquired 100% ownership to eDoc Holdings ("eDoc") from its subsidiary H.R. Owen with the assumption of the eDoc's outstanding liability. eDoc Holdings was incorporated on July 25, 2017 and is registered to engaged as a holding company in London.

In July 2019, BPI acquired 30% ownership interest in Berjaya Auto Asia, Inc. (BAAI). BAAI was incorporated on November 20, 2017 and is primarily engaged in the business of dealing all types of motor vehicles. In February 2022, BPI decreased its ownership in BAAI to 19.98%. In 25 May 2023, the Securities and Exchange Commission approved the Corporation's application to amend its name to Bermaz Auto Asia, Inc.

Comparable Discussion on Material Changes in Results of Operations for the Three Months' Period Ended 30 September 2024 vs. 30 September 2023

The Corporation and its subsidiaries (the Group) generated total revenues from operating sources of about ₱9.77 billion for the three months ended 30 September 2024, a decrease of ₱86.50 million (.88%) over total revenues of ₱9.86 billion during the same period in 2023. The decrease was primarily due to a lower revenue contribution from its subsidiary, H.R. Owen. The slowdown of revenue was mainly due to higher ownership / financing costs and wider economic uncertainty in the country.

The Group's total cost and operating expenses for the three months ended 30 September 2024 increased by ₱109.30 million (1.12%) to ₱9.86 billion from ₱9.76 billion for the same period in 2023. The increase is attributed to the following: (1) salaries and employee benefits increased by ₱75.28 million (13.89%), (2) marketing and selling increased by P37.80 million (17.05%), (3) depreciation and amortization increased by P26.14 (13.75%), (4) transportation and travel increased by P7.32 million (93.87%), (5) repairs and maintenance increased by P6.96 million (58.55%), (6) taxes and licenses increased by P3.96 (6.32%), (7) cost of food and beverages increased by P1.74 million (55.51%). (8) insurance expense increased by ₱.71 million (2.01%), (9) professional fees increased by P.15 million (.55%). These increases were offset by the following decreases of expenses: (1) cost of vehicles sold and body shop repairs and parts decreased by ₱39.64 million (.47%), (2) stationery and office supplies decreased by P4.90 million (13.74%), (3) miscellaneous expense decreased by P3.38 million (7.88%), (4) cleaning and maintenance decreased by P2.78 million (12.03%), and (5) communication, light and water decreased by P.048 million (.16%).

Other Charges amounted to ₱4.18 million for the three months ended 30 September 2024, a decrease of ₱16.35 million (79.64%) from ₱20.53 million in the same period in 2023, mainly

due to lower finance costs and equity share in net income from associated companies during the period.

Net loss from operations decreased by ₱178.22 million (239.15%) to ₱103.70 million for the three months ended 30 September 2024 from net income of ₱74.52 million in the same period in 2023 due to lower revenue and higher operating expenses of HR Owen, namely an increase in distribution, employment and depreciation cost for new site development.

Comparable Discussion on Material Changes in Financial Condition as of 30 September 2024 vs. 30 June 2024

Total assets of the Group decreased by P1.66 million (5.60%) to P27.93 billion as of 30 September 2024, from P29.59 billion as of 30 June 2024.

Trade and other receivables (net) increased by P756.26 million (17.90%) to P3.47 billion in 30 September 2024 compared to P4.22 billion in 30 June 2024, mainly due to decrease trade receivables and deposits.

Inventories (net) decreased by ₱649.20 million (10.56%) to ₱5.50 billion in 30 September 2024 compared to ₱6.15 billion in 30 June 2024, mainly due to the decrease in sales of vehicles.

Advances to associates increased by ₱19.07 million (.89%) to ₱2.16 billion in 30 September 2024 compared to ₱2.14 billion in 30 June 2024.

Prepayments and other current assets (net) increased by ₱565.82 million (58.35%) to ₱1.53 billion in 30 September 2024 compared to ₱969.71 million in 30 June 2024, mainly due to increase in the movement of prepaid expenses.

Financial assets at fair value through other comprehensive income increased by ₱23.21 million (2.90%) to ₱823.33 million in 30 September 2024 compared to ₱800.12 million in 30 June 2024 due to change in fair value.

Right of use asset-net decreased by ₱81.34 million (3.41%) to ₱2.30 billion in 30 September 2024 compared to ₱2.38 billion in 30 June 2024 due to amortization made during the quarter.

Property and equipment (net) increased by ₱81.24 million (1.13%) to ₱7.27 billion in 30 September 2024 compared to ₱7.19 billion in 30 June 2024 is mainly due to acquisitions made during the quarter.

Investment property decreased by P2.35 million (1.09%) to P213.56 million in 30 September 2024 compared to ₱215.91 million in 30 June 2024 due to translation adjustment during the quarter.

Investments in associates increased by ₱28.75 million (1.79%) to ₱1.63 billion in 30 September 2024 compared to ₱1.60 billion in 30 June 2024, mainly due to the share in net income recognized during the quarter.

Intangible assets increased by ₱3.25 million (.17%) to ₱1.87 billion in 30 September 2024 compared to ₱1.87 billion in 30 June 2024, primarily due to translation adjustment during the quarter.

Deferred tax assets remain unchanged at ₱104.48 million in 30 September 2024 and 30 June 2024.

Post-employment benefit asset increased by ₱2.04 million (.44%) to ₱464.70 million in 30 September 2024 compared to ₱462.65 million in 30 June 2024 due to translation adjustment during the quarter.

Meanwhile, other non-current assets remained unchanged at ₱.73 million in 30 September 2024 and 30 June 2024.

Total liabilities of the Group decreased by ₱1.60 billion (8.87%) to ₱16.47 billion as of 30 September 2024, from ₱18.08 billion as of 30 June 2024 due to decrease in trade payables, loans payable and borrowings and contract liabilities.

Current Trade and other payables decreased by ₱813.01 million (24.36%) to ₱2.52 billion in 30 September 2024 compared to ₱3.34 billion in 30 June 2024, mainly due to payments made for trade payables during the quarter.

Current loans payable and borrowings decreased by ₱520.52 million (10.36%) to ₱4.51 billion in 30 September 2024 compared to ₱5.03 billion in 30 June 2024, mainly due to repayment of loans during the quarter.

Current Lease liabilities increased by ₱.86 million (.28%) to ₱307.63 million in 30 September 2024 compared to ₱306.77 in 30 June 2024 due to lease modification.

Contract Liabilities decreased by ₱262.21 million (7.09%) to ₱3.44 billion as of 30 September 2024, from ₱3.70 billion as of 30 June 2024 due to decrease in advance payments received from customers.

Advances from re-current decreased by ₱8.00 million (1.92%) to ₱409.12 million as of 30 September 2024, from ₱417.12 as of 30 June 2024 due to repayment of advances during the quarter.

Income tax payable of ₱89.42 million as of 30 September 2024 and *nil* in 30 June 2024.

Non-Current Trade and other payables increased by ₱.23 million (.44%) to 53.06 million in 30 September 2024 compared to ₱52.82 million in 30 June 2024.

Non-Current Lease liabilities decreased by ₱73.75 million (3.29%) to ₱2.17 billion in 30 September 2024 compared to ₱2.24 billion in 30 June 2024, mainly due to reclassification of non-current into current lease liabilities.

Non-current loans payable and borrowings decreased by ₱17.28 million (.89%) to ₱1.92 billion in 30 September 2024 compared to ₱1.94 billion in 30 June 2024, mainly due to lease modification during the quarter.

Advances from related parties-non-current decreased by ₱.99 million (.18%) to ₱565.87 million as of 30 September 2024, from ₱566.87 million as of 30 June 2024 due to repayment of loans during the quarter.

Deferred tax liabilities increased by ₱2.09 million (.43%) to ₱484.18 million in 30 September 2024 compared to ₱482.09 million in 30 June 2024 due to translation adjustment during the quarter.

Post-employment benefit obligation of ₱4.37 million as of 30 September 2024 and 30 June 2024.

Total stockholders' equity of the Group decreased by ₱55.18 million (.48%) to ₱11.46 billion as of 30 September 2024, from ₱11.52 billion as of 30 June 2024 under review. The book value per share increased to ₱2.59 in 30 September 2024 from ₱2.60 in 30 June 2024.

Comparable Discussion on Material Changes in Cash Flows for the Three Months Period Ended 30 September 2024 vs. 30 September 2023

The consolidated cash and cash equivalents for 30 September 2024 decreased by P892.60 million (60.25%) to P588.77 million as of 30 September 2024 from P796.89 million for the same period last year 30 September 2023. The increase is mainly attributable to lower revenue and repayment of trade payable and borrowings during the quarter.

Key Performance Indicators

The Corporation monitors its performance and benchmarks itself to prior years' results in terms of the following indicators:

	<u>30 September 2024</u>	<u>30 June 2024</u>
Liquidity Ratio - Current ratio	1.18 : 1.00	1.17 : 1.00
Leverage Ratio - Debt to Equity	1.44 : 1.00	1.57 : 1.00
Activity Ratio - Annualized PPE	3.48 times	14.45 times

	<u>30 September 2024</u>	<u>30 September 2023</u>
Profitability Ratios		
Return on Equity	3.62%	2.72%
Return on Assets	1.48%	1.05%

The Corporation uses the following computations in obtaining key indicators:

<u>Key Performance Indicator</u>	<u>Formula</u>
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
Debt to Equity Ratio	$\frac{\text{Total Long Term Liabilities}}{\text{Stockholders' Equity}}$
PPE Turnover	$\frac{\text{Revenues}}{\text{Property, Plant \& Equipment (Net)}}$
Return on Equity	$\frac{\text{Net Income}}{\text{Equity}}$
Return on Assets	$\frac{\text{Net Income}}{\text{Total Assets}}$

Comparable Discussion on Material Changes in Results of Operations for the Three Months' Period Ended 30 September 2023 vs. 30 September 2022

The Corporation and its subsidiaries (the Group) generated total revenues from operating sources of about ₱9.86 billion for the three months ended 30 September 2023, an increase of ₱1.13 billion (12.94%) over total revenues of ₱8.73 billion during the same period in 2022. The increase was primarily due to a higher revenue contribution from its subsidiary, H.R. Owen.

The Group's total cost and operating expenses for the three months ended 30 September 2023 increased by ₱1.21 million (14.16%) to ₱9.76 billion from ₱8.55 billion for the same period in 2022. The increase is attributed to the following: (1) cost of vehicles sold and body shop repairs and parts increased by ₱589.56 million (7.84%), (2) miscellaneous expense increased by ₱437.81 million (2907.45%), (3) salaries and employee benefits increased by P78.62 million

(16.97%), (4) depreciation and amortization increased by P59.32 (45.34%), (5) taxes and licenses increased by P32.90 (110.74%), (6) stationery and office supplies increased by P15.61 million (77.76%), (7) insurance increased by P12.73 million (55.92%), (8) cleaning and maintenance increased by P11.63 million (101.13%), (9) communication, light and water increased by P10.36 million (52.82%), (10) professional fees increased by P5.20 million (24.08%) and (11) cost of food and beverages increased by P.41 million (15.04%). These increases were offset by the following decreases of expenses: (1) marketing and selling decreased by P39.45 million (15.11%), (2) repairs and maintenance decreased by P4.06 million (25.45%), and (3) transportation and travel decreased by P.66 million (7.85%).

Other Income (Charges) amounted to ₱-20.53 million for the three months ended 30 September 2023, a decrease of ₱37.95 million (217.95%) from ₱17.41 million in the same period in 2022, mainly due to finance costs during the period.

Net income from operations decreased by ₱79.49 million (51.61%) to ₱74.52 million for the three months ended 30 September 2023 from net income of ₱152.48 million in the same period in 2022 due to higher operating expenses mainly the cost of vehicle sold and distribution costs.

Comparable Discussion on Material Changes in Financial Condition as of 30 September 2023 vs. 30 June 2023

Total assets of the Group decreased by P890.56 million (3.05%) to P28.27 billion as of 30 September 2023, from P29.16 billion as of 30 June 2023.

Trade and other receivables (net) increased by P375.71 million (10.96%) to P3.80 billion in 30 September 2023 compared to P3.43 billion in 30 June 2023, mainly due to increase in deposits, other trade receivables and from related parties.

Inventories (net) decreased by ₱479.36 million (6.62%) to ₱6.76 billion in 30 September 2023 compared to ₱7.24 billion in 30 June 2023, mainly due to the increase in sales of vehicles.

Advances to associates increased by ₱19.24 million (.91%) to ₱2.13 billion in 30 September 2023 compared to ₱2.11 billion in 30 June 2023.

Prepayments and other current assets (net) decreased by ₱142.22 million (13.09%) to ₱944.53 million in 30 September 2023 compared to ₱1.09 billion in 30 June 2023, mainly due to decrease in the movement of prepaid expenses.

Financial assets at fair value through other comprehensive income increased by ₱9.92 million (1.11%) to ₱900.49 million in 30 September 2023 compared to ₱890.57 million in 30 June 2023 due to change in fair value.

Right of use asset-net decreased by ₱94.08 million (4.23%) to ₱2.13 billion in 30 September 2023 compared to ₱2.22 billion in 30 June 2023 due to adjustment made during the first quarter.

Property and equipment (net) decreased by ₱59.43 million (.86%) to ₱6.85 billion in 30 September 2023 compared to ₱6.91 billion in 30 June 2023 is mainly due to disposals made during the quarter.

Investment property decreased by P.54 million (.42%) to P128.63 million in 30 September 2023 compared to ₱129.18 million in 30 June 2023 due to translation adjustment during the quarter.

Investments in associates increased by ₱65.62 million (4.53%) to ₱1.52 billion in 30 September 2023 compared to ₱1.45 billion in 30 June 2023, mainly due to the impact of its dividends declared during the quarter.

Intangible assets decreased by ₱14.04 million (.79%) to ₱1.76 billion in 30 September 2023 compared to ₱1.77 billion in 30 June 2023, primarily due to changes in translation.

Deferred tax assets remain unchanged at ₱90.92 million in 30 September 2023 and 30 June 2023.

Post-employment benefit asset decreased by ₱1.91 million (.42%) to ₱448.07 million in 30 September 2023 compared to ₱449.98 million in 30 June 2023.

Meanwhile, other non-current assets remained unchanged at ₱1.95 million in 30 September 2023 and 30 June 2023.

Total liabilities of the Group decreased by ₱949.10 million (5.20%) to ₱13.30 billion as of 30 September 2023, from ₱18.25 billion as of 30 June 2023.

Trade and other payables current decreased by ₱409.40 million (13.54%) to ₱2.61 million in 30 September 2023 compared to ₱3.02 billion in 30 June 2023, mainly due to payments made for trade payables during the first quarter.

Current loans payable and borrowings increased by ₱37.24 million (.69%) to ₱5.44 billion in 30 September 2023 compared to ₱5.40 billion in 30 June 2023, mainly due to additional loans made during the quarter.

Lease liabilities- current decreased by ₱4.80 million (1.79%) to ₱264.16 million in 30 September 2023 compared to ₱268.96 in 30 June 2023.

Contract Liabilities (current), which is recognized as advance payments received from customers, decreased by ₱470.81 million (11.20%) to ₱3.73 billion as of 30 September 2023, from ₱4.20 billion as of 30 June 2023.

Advances from associates-current increased by ₱3.06 million (1.08%) to ₱286.05 million as of 30 September 2023, from ₱282.99 as of 30 June 2023. Increased is due to interest of advances made during the quarter.

Income tax payable of ₱.29 million as of 30 September 2023 and *nil* in 30 June 2023.

Lease liabilities- non-current decreased by ₱81.47 million (3.96%) to ₱1.97 billion in 30 September 2023 compared to ₱2.06 billion in 30 June 2023, mainly due to reclassification of non-current into current lease liabilities.

Non-current loans payable and borrowings decreased by ₱55.87 million (2.83%) to ₱1.91 billion in 30 September 2023 compared to ₱1.97 billion in 30 June 2023, mainly due to payments made for the loans during the quarter.

Advances from associates- non-current increased by ₱62.62 million (11.06%) to ₱628.98 million as of 30 September 2023, from ₱566.36 million as of 30 June 2023. Increased is due to additional advances made during the quarter.

Deferred tax liabilities decreased by ₱1.13 million (.42%) to ₱265.04 million in 30 September 2023 compared to ₱266.17 million in 30 June 2023.

Provisions decreased by ₱28.98 million (14.43%) in 30 September 2023 compared to ₱200.82 million in 30 June 2023.

Post-employment benefit obligation increased by ₱.15 million (2.89%) to ₱5.34 million in 30 September 2023 compared to ₱5.19 million in 30 June 2023.

Total stockholders' equity of the Group increased by ₱58.54 million (.54%) to ₱10.97 billion as of 30 September 2023, from ₱10.92 billion as of 30 June 2023 under review. The book value per share increased to ₱2.48 in 30 September 2023 from ₱2.47 in 30 June 2023.

Comparable Discussion on Material Changes in Cash Flows for the Three Months Period Ended 30 September 2023 vs. 30 September 2022

The consolidated cash and cash equivalents for 30 September 2023 decreased by P890.00 million (111.68%) to P796.89 million as of 30 September 2023 from P1.69 billion for the same period last year 30 September 2022. The increase is mainly attributable to higher revenue made during the period.

Key Performance Indicators

The Corporation monitors its performance and benchmarks itself to prior years' results in terms of the following indicators:

	<u>30 September 2023</u>	<u>30 June 2023</u>
Liquidity Ratio - Current ratio	1.17 : 1.00	1.16 : 1.00
Leverage Ratio - Debt to Equity	1.58 : 1.00	1.67 : 1.00
Activity Ratio - Annualized PPE	3.57 times	13.74 times

	<u>30 September 2023</u>	<u>30 September 2022</u>
Profitability Ratios		
Return on Equity	2.72%	6.14%
Return on Assets	1.05%	2.50%

The Corporation uses the following computations in obtaining key indicators:

<u>Key Performance Indicator</u>	<u>Formula</u>
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$
Debt to Equity Ratio	$\frac{\text{Total Long Term Liabilities}}{\text{Stockholders' Equity}}$
PPE Turnover	$\frac{\text{Revenues}}{\text{Property, Plant \& Equipment (Net)}}$
Return on Equity	$\frac{\text{Net Income}}{\text{Equity}}$
Return on Assets	$\frac{\text{Net Income}}{\text{Total Assets}}$

Barring any unforeseen circumstances, the Corporation's Board of Directors is confident that the operating financial performances of the Corporation and its subsidiaries are expected to be satisfactory in the coming period.

- i) There is no known trend, event or uncertainty that has or is reasonably likely to have an impact on the Corporation' short term or long-term liquidity.
- ii) The liquidity of the subsidiaries would continue to be generated from the collections of revenue from customers. There is no requirement for external funding for liquidity.
- iii) There is no known trend, event or uncertainty that has or that is reasonably expected to have a material impact on the net sales or revenues or income from continuing operations.
- v) There is no significant element of income or loss that would arise from the Group's continuing operations.
- vi) There is no cause for any material change from period to period in one or more of the line items of the Corporation's financial statements.
- vii) There were no seasonal aspects that had a material impact effect on the financial conditions or results of operations.

Separate Disclosures regarding the Financial Statements as required under SRC Rule 68.1

- 1) There are no items affecting the assets, liabilities, equity, net income or cash flows that are unusual because of their nature, size, or incidents.
- 2) There is no change in the estimates of amounts reported in prior interim periods of the current financial year or changes in estimates of amounts reported in prior financial years.
- 3) There is no issuance, repurchase or repayment of debts and equity securities.
- 4) There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.
- 5) There are no business combinations, acquisition or disposals subsidiaries and long-term investments, restructurings and discontinuing operations for the interim period.
- 6) There are no contingent liabilities or contingent assets since the last annual balance sheet date.
- 7) There are no material contingencies and any other events or transactions that are material to an understanding of the current interim period.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has caused this report to be signed on its behalf by the undersigned, being duly authorized, in the City of Makati on 14 November 2024.

Issuer: **BERJAYA PHILIPPINES, INC.**

By: 
JOSE A. BERNAS
Corporate Secretary

By: 
WINNIE R. MANANSALA
Treasurer

ANNEX "A"

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
September 30, 2024 and June 30, 2024
(Amounts in Philippine Pesos)

	<u>Note</u>	<u>September 30, 2024</u> Unaudited	<u>June 30, 2024</u> Audited
<u>ASSETS</u>			
CURRENT ASSETS			
Cash and cash equivalents	5	588,771,617	P 1,481,368,682
Trade and other receivables-net	6	3,468,238,666	4,224,498,520
Inventories - net	7	5,497,775,190	6,146,974,082
Advances to associates	13	2,162,634,529	2,143,565,187
Prepayments and other current assets - net	8	1,535,532,338	969,707,637
Total Current Assets		13,252,952,340	14,966,114,108
NON-CURRENT ASSETS			
Financial asset at fair value through other comprehensive income	9	823,332,741	800,123,766
Right of use assets - net	12	2,302,633,568	2,383,970,243
Property and equipment - net	10	7,267,497,431	7,186,254,288
Investment property	11	213,564,489	215,912,221
Investments in associates	13	1,632,511,319	1,603,760,679
Intangible assets - net	14	1,873,296,228	1,870,049,191
Deferred tax assets - net		104,479,600	104,479,600
Post-employment benefit asset		464,697,854	462,653,958
Other non-current assets	8	726,455	726,455
Total Non-Current Assets		14,682,739,685	14,627,930,401
ASSETS HELD FOR SALE		0	0
TOTAL ASSETS		P 27,935,692,025	P 29,594,044,509
<u>LIABILITIES AND EQUITY</u>			
CURRENT LIABILITIES			
Trade and other payables	15	2,524,422,907	P 3,337,436,408
Loans payable and borrowings	16	4,506,144,929	5,026,667,703
Lease liabilities - current	12	307,628,495	306,766,213
Contract liabilities		3,437,881,985	3,700,097,847
Advances from related parties		409,117,483	417,116,625
Income tax payable		89,420,892	0
Total Current Liabilities		11,274,616,691	12,788,084,796
NON-CURRENT LIABILITIES			
Trade and Other Payables		53,056,591	52,823,230
Lease liabilities - non current	12	2,170,654,375	2,244,403,343
Loans payable and borrowings	16	1,920,591,876	1,937,874,976
Advances from related parties		565,873,896	566,869,496
Deferred tax liabilities - net		484,177,294	482,088,731
Post-employment benefit obligation		4,369,380	4,369,380
Total Non-Current Liabilities		5,198,723,412	5,288,429,156
Total Liabilities		16,473,340,103	18,076,513,952
EQUITY			
Attributable to Owners of the Parent Company		11,448,476,437	11,504,949,415
Attributable to non-controlling interest		13,875,485	12,581,142
Total Equity		11,462,351,922	11,517,530,557
TOTAL LIABILITIES AND EQUITY		P 27,935,692,025	P 29,594,044,509
<i>Check with CWP</i>		4,375,013,879	

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the three months ended SEPTEMBER 30, 2024 and SEPTEMBER 30, 2023
(Amounts in Philippine Pesos)
(UNAUDITED)

	78,657,650.00			
		3 Months Ended	3 Months Ended	
		September 30, 2024	September 30, 2024	3 Months Ended
				September 30, 2023
				September 30, 2023
REVENUES				
Sales of vehicles		9,727,074,677	9,727,074,677	P 9,826,019,537
Hotel Operations		44,190,379	44,190,379	31,746,505
		<u>9,771,265,056</u>	<u>9,771,265,056</u>	<u>9,857,766,042</u>
COSTS AND OTHER OPERATING EXPENSES				
Cost of vehicles sold and bodyshop repairs and parts		8,483,965,783	8,483,965,783	8,523,604,936
Salaries and employee benefits		617,101,942	617,101,942	541,819,752
Marketing & Selling		259,463,476	259,463,476	221,666,290
Depreciation and amortization		216,268,767	216,268,767	190,131,554
Taxes and licences		66,566,964	66,566,964	62,610,964
Miscellaneous Expenses		39,543,893	39,543,893	42,926,054
Insurance		36,217,119	36,217,119	35,502,197
Stationery and Office Supplies		30,777,227	30,777,227	35,680,582
Communication, light and water		29,914,143	29,914,143	29,962,182
Professional fees		26,964,200	26,964,200	26,817,004
Cleaning and Maintenance		20,342,276	20,342,276	23,122,850
Repairs and maintenance		18,858,663	18,858,663	11,894,273
Transportation and travel		15,111,898	15,111,898	7,794,831
Cost of food and beverages		4,877,808	4,877,808	3,136,709
		<u>9,865,974,159</u>	<u>9,865,974,159</u>	<u>9,756,670,178</u>
OPERATING PROFIT		<u>(94,709,103)</u>	<u>(94,709,103)</u>	<u>101,095,864</u>
OTHER INCOME (CHARGES)				
Finance Income		65,540,553	65,540,553	61,001,305
Equity share in net income (losses)		28,750,640	28,750,640	65,622,584
Others		27,924,679	27,924,679	13,035,066
Finance Costs		(126,396,503)	(126,396,503)	(160,194,241)
		<u>(4,180,631)</u>	<u>(4,180,631)</u>	<u>(20,535,286)</u>
PROFIT BEFORE INCOME TAX		<u>(98,889,734)</u>	<u>(98,889,734)</u>	<u>80,560,578</u>
TAX EXPENSE		<u>4,808,893</u>	<u>4,808,893</u>	<u>6,036,524</u>
TOTAL NET PROFIT		<u>(103,698,627)</u>	<u>(103,698,627)</u>	<u>74,524,054</u>
<i>Check digit with CWP</i>		-	-	-
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will not be reclassified subsequently to profit or loss				
Net unrealized fair value losses on financial assets at fair value through other comprehensive income		21,730,715	21,730,715	9,924,988
		<u>21,730,715</u>	<u>21,730,715</u>	<u>9,924,988</u>
Items that will be reclassified subsequently to profit or loss				
Translation adjustment		26,789,277	26,789,277	(25,912,079)
Net unrealized fair value gains (losses) on AFS financial assets		-	-	-
		<u>26,789,277</u>	<u>26,789,277</u>	<u>(25,912,079)</u>
TOTAL COMPREHENSIVE INCOME		<u>(55,178,635)</u>	<u>(55,178,635)</u>	<u>58,536,963</u>
Net profit attributable to:				
Owners of the Parent Company		(104,992,970)	(104,992,970)	73,206,829
Non-controlling Interest		1,294,343	1,294,343	1,317,225
		<u>(103,698,627)</u>	<u>(103,698,627)</u>	<u>74,524,054</u>
Total comprehensive income attributable to:				
Owners of the Parent Company		(56,472,978)	(56,472,978)	57,219,738
Non-controlling Interest		1,294,343	1,294,343	1,317,225
		<u>(55,178,635)</u>	<u>(55,178,635)</u>	<u>58,536,963</u>
Weighted average number of shares outstanding		4,341,280,693	4,341,280,693	4,341,280,855
Basic earnings per share (annualized)		<u>(0.10)</u>	<u>(0.10)</u>	<u>P 0.07</u>

BERJAYA PHILIPPINE INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
For the three months ended SEPTEMBER 30, 2024 and SEPTEMBER 30, 2023
(Amounts in Philippine Pesos)
(UNAUDITED)

	Attributable Owners of the Parent Company										Non-controlling Interest	Total								
	Capital Stock	Treasury Shares	Revaluation Reserves	Other Reserves	Translation Adjustment	Retained Earnings		Total												
						Appropriated	Unappropriated													
Balance at July 1, 2024	P	4,427,009,132	P	(988,150,025)	P	15,525,847	P	(748,815,536)	P	541,307,394	P	2,000,000,000	P	6,258,072,603	P	11,504,949,415	P	12,581,142	P	11,517,530,557
Effect of adoption of PFRS 9																				
Capital issuance through stock dividends		-		-		-		-		-		-		-		-		-		-
Profit or loss for the year		-		-		-		-		-		(104,992,970)		(104,992,970)				1,294,343		(103,698,627)
Appropriation during the year		-		-		-		-		-		-		-		-		-		-
Reversal of appropriations during the year												-		P		-				-
Realized fair value changes on disposals of financial assets at FVOCI		-		-				-		-		-		-		-		-		-
Actuarial Gain on remeasurement of post-employment benefit obligation - net of tax		-		-				-		-		-		-		-		-		-
Net unrealized fair value gains on disposals of financial assets at FVOCI		-		-		21,730,715		-		-		-		-		21,730,715		-		21,730,715
Reduction in non-controlling interest																-				-
Effect of change in percentage ownership																			-	-
Disposal of financial asset		-		-		-		-		-		-		-		-		-		-
Disposal of subsidiary		-		-		-		-		-		-		-		-		-		-
Translation adjustment		-		-		-		-		26,789,277		-		-		26,789,277		-		26,789,276
Total equity at September 30, 2024 <i>Check digit</i>	P	4,427,009,132	P	(988,150,025)	P	37,256,562	P	(748,815,536)	P	568,096,671	P	2,000,000,000	P	6,153,079,633	P	11,448,476,437	P	13,875,485	P	11,462,351,921

	Attributable Owners of the Parent Company										Non-controlling Interest	Total
	Capital Stock	Treasury Shares	Revaluation Reserves	Other Reserves	Translation Adjustment	Retained Earnings		Total				
						Appropriated	Unappropriated					
Balance at July 1, 2023	P 4,427,009,132	P (988,150,025)	P (139,925,614)	P (748,815,536)	P (76,797,493)	P 2,000,000,000	P 6,435,745,611	P 10,909,066,075	P 7,467,020	P 10,916,533,095		
Effect of adoption of PFRS 9							-	P -		P -		
Capital issuance through stock dividends	-	-	-	-	-	-	-	-	-	-		
Profit or loss for the year	-	-	-	-	-	-	73,206,829	73,206,829	1,317,225	74,524,054		
Appropriation during the year	-	-	-	-	-	-	-	-	-	-		
Reversal of appropriations during the year							-	P -		-		
Realized fair value changes on disposals of financial assets at FVOCI	-	-		-	-	-	-	-	-	-		
Actuarial Gain on remeasurement of post-employment benefit obligation - net of tax	-	-		-	-	-	-	-	-	-		
Net unrealized fair value gains on disposals of financial assets at FVOCI	-	-	9,924,988	-	-	-	-	9,924,988	-	9,924,988		
Reduction in non-controlling interest								-		-		
Effect of change in percentage ownership									-	-		
Disposal of financial asset	-	-	-	-	-	-	-	-	-	-		
Disposal of subsidiary	-	-	-	-	-	-	-	-	-	-		
Translation adjustment	-	-	-	-	(25,912,079)	-	-	(25,912,079)	-	(25,912,080)		
Total equity at September 30, 2023	P 4,427,009,132	P (988,150,025)	P (130,000,626)	P (748,815,536)	P (102,709,572)	P 2,000,000,000	P 6,508,952,440	P 10,966,285,813	P 8,784,245	P 10,975,070,057		

	Attributable Owners of the Parent Company									
	Capital Stock	Treasury Shares	Revaluation Reserves	Other Reserves	Translation Adjustment	Retained Earnings		Total	Non-controlling Interest	Total
						Appropriated	Unappropriated			
Balance at July 1, 2023	P 4,427,009,132	P (988,150,025)	P 2,270,702	P (748,815,536)	P 166,455,824	P 2,000,000,000	P 6,050,295,978	P 10,909,066,075	P 12,581,142	P 10,921,647,217
Effect of adoption of PFRS 9							-	P -		P -
Capital issuance through stock dividends	-	-	-	-	-	-	-	-	-	-
Profit or loss for the year	-	-	-	-	-	-	219,623,440	219,623,440	-	219,623,440
Appropriation during the year	-	-	-	-	-	-	-	-	-	-
Reversal of appropriations during the year							-	P -		-
Realized fair value changes on disposals of equity securities classified as financial assets at FVOCI	-	-	11,846,815	-	-	-	(11,846,815)	-	-	-
Actuarial Gain on remeasurement of post-employment benefit obligation - net of tax	-	-	(22,867,051)	-	-	-	-	-	-	-
Share in other comprehensive income of associates - net of tax			1,264,204					1,264,204		1,264,204
Net unrealized fair value gains on financial assets at fair value through other comprehensive income (FVOCI)	-	-	23,011,177	-	-	-	-	23,011,177	-	23,011,177
Reduction in non-controlling interest								-		-
Effect of change in percentage ownership									-	-
Disposal of financial asset	-	-	-	-	-	-	-	-	-	-
Disposal of subsidiary	-	-	-	-	-	-	-	-	-	-
Translation adjustment	-	-	-	-	374,851,570	-	-	374,851,570	-	374,851,569
Total equity at June 30, 2024	P 4,427,009,132	P (988,150,025)	P 15,525,847	P (748,815,536)	P 541,307,394	P 2,000,000,000	P 6,258,072,603	P 11,504,949,415	P 12,581,142	P 11,517,530,556
Check digit										

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF CASHFLOWS
For the three months ended **SEPTEMBER 30, 2024** and **SEPTEMBER 30, 2023**
(Amounts in Philippine Pesos)
(UNAUDITED)

	3 Months Ended September 30, 2024	3 Months Ended September 30, 2024	3 Months Ended September 30, 2023	3 Months Ended September 30, 2023
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income	(98,889,734)	(98,889,734)	80,560,578	80,560,578
Adjustments for:				
Depreciation and amortization	216,268,767	216,268,767	190,131,554	190,131,554
Dividend Income	(420,345)	(420,345)	-	-
Interest Expense	126,396,503	126,396,503	160,194,241	160,194,241
Interest Income	(65,540,553)	(65,540,553)	(61,001,305)	(61,001,305)
Equity Share in net losses (income) of associates	(28,750,640)	(28,750,640)	(65,622,584)	(65,622,584)
Unrealized foreign exchange losses (gain)	15,610,067	15,610,067	2,724,508	2,724,508
Operating income before working capital changes	164,674,065	164,674,065	306,986,992	306,986,992
Decrease / (Increase) in:				
Trade and other receivables	208,453,980	208,453,980	(375,705,911)	(375,705,911)
Inventories	649,198,892	649,198,892	479,359,001	479,359,001
Post employment benefit asset	(2,043,896)	(2,043,896)	1,906,156	1,906,156
Prepaid expenses and other current assets	(565,824,701)	(565,824,701)	142,219,057	142,219,057
Increase / (Decrease) in:				
Trade and other payables	(721,347,478)	(721,347,478)	(473,578,981)	(473,578,981)
Contract liabilities	(262,215,862)	(262,215,862)	(470,809,549)	(470,809,549)
Retirement Obligations	-	-	150,000	150,000
Cash paid for income taxes	(94,229,785)	(94,229,785)	(6,329,624)	(6,329,624)
Net cash provided (used in) operating activities	(623,334,785)	(623,334,785)	(395,802,858)	(395,802,858)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of Property and equipment	(172,202,048)	(172,202,048)	(69,149,824)	(69,149,824)
Advances to (collection from) associate - net	(17,000,000)	(17,000,000)	(26,300,000)	(26,300,000)
Net cash provided (used in) by investing activities	(189,202,048)	(189,202,048)	(95,449,824)	(95,449,824)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from bank loans and borrowings	10,000,000	10,000,000	(18,622,586)	(18,622,586)
Payment of lease liabilities	(72,886,686)	(72,886,686)	(86,276,148)	(86,276,148)
Advances paid to related party	(3,495,600)	(3,495,600)	(5,683,800)	(5,683,800)
Advances received from related party	2,500,000	2,500,000	68,300,000	68,300,000
Repayment of bank loan and borrowings	(15,625,000)	(15,625,000)	(35,625,000)	(35,625,000)
Interest paid	(552,945)	(552,945)	(328,438)	(328,438)
Net cash provided (used in) by financing activities	(80,060,231)	(80,060,231)	(78,235,972)	(78,235,972)
EFFECT OF EXCHANGE RATE CHANGES TO CASH AND CASH EQUIVALENTS	-	-	-	-
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(892,597,065)	(892,597,065)	(569,488,654)	(569,488,654)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	1,481,368,682	1,481,368,682	1,366,379,758	1,366,379,758
CASH AND CASH EQUIVALENTS AT ENDING OF PERIOD	588,771,617	588,771,617	P 796,891,104	796,891,104

BERJAYA PHILIPPINES INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
As of September 30, 2024 and June 30, 2024
(Amounts in Philippine Pesos)

1. CORPORATE MATTERS

1.1 Incorporation and Operations

Berjaya Philippines Inc. (BPI or the Parent Company) was incorporated in the Philippines on October 31, 1924. The Parent Company is organized as a holding company. The Parent Company's shares of stock were listed in the Philippine Stock Exchange on November 29, 1948.

On June 2, 2010, the Parent Company's Board of Directors (BOD) approved the Parent Company's change in corporate name from Prime Gaming Philippines, Inc. to Berjaya Philippines Inc. The application for change in name was approved by the Securities and Exchange Commission (SEC) on June 11, 2010.

The Parent Company is 74.20% owned by Berjaya Lottery Management (HK) Limited of Hong Kong (BLML) as at September 30, 2024. The Parent Company's ultimate parent company is Berjaya Corporation Berhad of Malaysia, a publicly listed company in the Main Market of Bursa Malaysia Securities Berhad.

The registered office of BPI is located at 9th Floor, Rufino Pacific Tower, 6784 Ayala Avenue, Makati City. BLML's registered address is at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong and the ultimate parent company's registered office is at Lot13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1, Jalan Imbi 55100 Kuala Lumpur, Malaysia.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies used in the preparation of these interim consolidated financial statements (ICFS) are consistent with those applied in the audited consolidated financial statements (ACFS) for the three months ended September 30, 2024 and as of June 30, 2024.

2.1 Basis of Preparation of Interim Consolidated Financial Statements

These ICFS have been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with Philippine Financial Reporting Standards (PFRS), and should be read in conjunction with the Group's ACFS for the three months ended September 30, 2024 and as of June 30, 2024.

The ICFS are presented in Philippine pesos, the Company's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated. Items included in the ICFS of the Group are measured using the

Company's functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

The preparation of the Group's ICFS in accordance with PFRS requires management to make judgments and estimates that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current interim period.

The Group presents all items of income and expense in a single consolidated statement of comprehensive income.

2.2 Adoption of Amended PFRS

(a) Effective in Fiscal Year 2024 that are Relevant to the Group

The Group adopted for the first time the following pronouncements, which are mandatorily effective for annual periods beginning on or after January 1, 2023, for its annual reporting period beginning July 1, 2023:

PAS 1 and PFRS Practice	
Statement 2 (Amendments):	Presentation of Financial Statements – Disclosure of Accounting Policies
PAS 37 (Amendments)	: Definition of Accounting Estimates
PFRS 9 (Amendments)	: Deferred Tax Related to Assets and Liabilities from a Single Transaction

Discussed below and in the succeeding page are the relevant information about these pronouncements.

- (i) PAS 1 and PFRS Practice Statement 2 (Amendments), *Presentation of Financial Statements – Disclosure of Accounting Policies*. The amendments replaced the requirement for entities to disclose their significant accounting policies with the requirement to disclose their material accounting policy information. The amendments also include guidance to help entities apply the definition of material in making decisions about accounting policy disclosures.

The amendments clarify that accounting policy information may be material because of its nature, even if the related amounts are immaterial, that accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements and if an entity discloses immaterial accounting policy information, such information shall not obscure material accounting policy information. The application of these amendments is reflected in the Group's consolidated financial statements under Notes 2 and 3.

- (ii) PAS 8 (Amendments), *Definition of Accounting Estimates*. The amendments introduced a new definition of accounting estimate which is a monetary amount in the financial statements that are subject to measurement uncertainty. It also clarifies that a change in accounting estimate that results from new information or new developments is not a correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. The application of these amendments had no impact on the Group's consolidated financial statements.
- (iii) PAS 12 (Amendments), *Deferred Tax Related to Assets and Liabilities from a Single Transaction*. The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense). Management assessed that the application of such amendments had no impact on the Group's consolidated financial statements.

(b) Effective in Fiscal Year 2024 that are not Relevant to the Group

Among the amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2023, the amendments to PAS 12, *International Tax Reform – Pillar Two Model Rules*, is not relevant to the Group's consolidated financial statements.

(c) Effective Subsequent to Fiscal Year 2024 but not Adopted Early

There are pronouncements effective for annual periods subsequent to fiscal year 2024, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have impact on the Group's consolidated financial statements:

- (i) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2024)
- (ii) PAS 1 and PFRS Practice Statement 2 (Amendments), *Presentation of Financial Statements – Disclosure of Accounting Policies* (effective from January 1, 2024)

- (iii) PAS 7 (Amendments), *Cash Flow Statements*, and PFRS 7 (Amendments), *Financial Instruments: Disclosures – Supplier Finance Arrangements* (effective from January 1, 2024)
- (iv) PFRS 16 (Amendments), *Leases – Lease Liability in a Sale and Leaseback* (effective from January 1, 2024)
- (v) PAS 21 (Amendments), *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability* (effective from January 1, 2025)

Management is currently assessing the impact of these amendments on the Group's consolidated financial statements and it will conduct a comprehensive study of the potential impact of these pronouncements prior to their mandatory adoption date to assess the impact of all changes.

3. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Group's risk management is carried out in close cooperation with the BOD, and focuses on actively securing the Group's short to medium term cash flows by minimizing the exposure to financial markets. Long-term financial investments are managed to generate lasting returns.

The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most relevant financial risks to which the Group is exposed to are described below and in the succeeding pages.

3.1 Market Risk

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from both its operating, investing and financing activities.

(a) Interest Rate Risk

The Group's policy is to minimize interest rate cash flow risk exposures on cash and cash equivalents. As at September 30, 2024 and June 30, 2024, the Group is exposed to changes in market interest rates through short-term placements included as part of Cash and Cash Equivalents account and stocking loans of H.R. Owen presented as Loans Payable and Borrowings, which are subject to variable interest rates, in the consolidated statements of financial position.

The Group keeps placements with fluctuating interest at a minimum while H.R. Owen's stocking loans are secured at any time by fixed and floating charges on stocks of new and demonstrator cars and commercial vehicles held. As such, management believes that its exposure to interest rate risk is immaterial.

(b) Foreign Currency Risk

Except for H.R. Owen and eDoc Holdings whose functional currency is GBP, most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from the Group's overseas purchases,

which are primarily denominated in United States Dollars (USD). The Group also holds USD, GBP, Malaysian Ringgit (MYR) and European Union Euro (EUR) denominated cash and cash equivalents and receivables. Further, the Group has AFS financial assets denominated in MYR and GBP. There were no foreign currency denominated financial liabilities as at September 30, 2024 and June 30, 2024.

To mitigate the Group's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

Foreign currency denominated financial assets, translated into Philippine pesos at the closing rate are as follows:

	<u>September 30, 2024</u>	<u>June 30, 2024</u>
Php – GBP	P 566,732,750	P 1,421,542,938
Php – USD	4,167,326	(348,052,533)
Php – MYR	-	262,949
Php - EUR	-	-

The following table illustrates the sensitivity of the Group's profit before tax with respect to changes in Philippine peso against USD, MYR, GBP and EUR exchange rates. These percentages have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months, estimated at 95.00% level of confidence. The sensitivity analysis is based on the Group's foreign currency financial instruments held at the end of each reporting period with effect estimated from the beginning of the year.

	<u>September 30, 2024</u>		<u>June 30, 2024</u>	
	<u>Reasonably possible change in rate</u>	<u>Effect in profit before tax</u>	<u>Reasonably possible change in rate</u>	<u>Effect in profit before tax</u>
PhP - GBP	7.37%	P 298,432,502	27.54%	P 391,492,925
PhP - USD	1883.85%	1,490,061,826	12.03%	(41,870,720)
PhP - MYR	7.82%	-	12.75%	33,526
		<u>P 1,788,494,328</u>		<u>P 349,655,731</u>

Exposures to foreign exchange rates vary during the year depending on the volume of foreign currency transactions. Nonetheless, the analysis above is considered to be representative of the Group's currency risk.

(c) Other Price Risk

The Group's market price risk arises from its investments carried at fair value (financial assets classified as AFS financial assets). The Group manages exposure to price risk by monitoring the changes in the market price of the investments and at some extent, diversifying the investment portfolio in accordance with the limit set by management.

The sensitivity of equity with regard to the volatility of the Group's AFS financial assets assumes a +/-7.29% and a +/-1883.85% volatility in the market value of the investment for the three months ended September 30, 2024. The expected change was based on the annual rate of return computed using the monthly closing market value of the investment in 2024.

3.2 Credit Risk

Credit risk is the risk that counterparty may fail to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments arising from granting loans and selling goods and services to customers; granting advances to associates; and, placing deposits with banks, lessors and utility companies.

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties. In addition, for a significant proportion of sales, advance payments are received to mitigate credit risk.

Generally, the maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown in the consolidated statements of financial position or in the detailed analysis provided in the notes to the consolidated financial statements, as summarized below.

	<u>Notes</u>	<u>September 30, 2024</u>	<u>June 30, 2024</u>
Cash and cash equivalents	5	P 588,771,617	P 1,481,368,682
Trade and other receivables – net	6	3,743,300,167	4,007,667,128
Advances to associates	13	2,162,634,529	2,143,565,187
Refundable deposits	8	<u>4,827,112</u>	<u>4,810,672</u>
		<u>P 6,499,533,425</u>	<u>P 7,637,411,669</u>

None of the Group's financial assets are secured by collateral or other credit enhancements, except for cash and cash equivalents as described below.

(a) Cash and Cash Equivalents

The credit risk for cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Included in the cash and cash equivalents are cash in banks and short-term placements, which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P500,000 for every depositor per banking institution.

(b) Trade and Other Receivables – net and Advances to Associates

The Group's trade receivables as at September 30, 2024 and June 30, 2024 are due mainly from customers of H.R. Owen. The Group maintains policies that require appropriate credit checks to be completed on potential customers prior to delivery of goods and services. On-going credit checks are periodically performed on the Group's existing customers to ensure that the credit limits remain at appropriate levels. The Group applies the simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables.

ECL for advances to associates are measured and recognized using the net asset approach. The Group does not consider any risks in the amounts due from associates as it has enough net assets to cover the amount due. Moreover, based on historical information on payments of associates, management considers the credit quality of receivables that are not past due or impaired to be good.

In respect to trade receivables from the customers of H.R. Owen and other receivables and advances to associates, the Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. The trade receivables of H.R. Owen are mostly related to servicing and bodyshop operations as the sale of vehicles is on a cash basis. The credit risk from servicing and bodyshop operations of H.R. Owen is minimal as H.R. Owen will not release the car without full payment. The Group's receivables are actively monitored to avoid significant concentrations of credit risk.

(c) Other Non-current Assets

The refundable deposits of the Group under Other Non-Current Assets account in the consolidated statements of financial position pertain to security deposits made to various lessors and utility companies which the Group is not exposed to significant credit risk.

3.3 Liquidity Risk

The ability of the Group to finance increases in assets and meet obligations as they become due is extremely important to the Group's operations. The Group's policy is to maintain liquidity at all times. This policy aims to honor all cash requirements on an on-going basis to avoid raising funds above market rates or through forced sale of assets.

Liquidity risk is also managed by borrowing with a spread of maturity periods. The Group has significant fluctuations in short-term borrowings due to industry specific factors. The Group mitigates any potential liquidity risk through maintaining substantial unutilized banking and used vehicle stocking loan facilities.

As at September 30, 2024 and June 30, 2024, the Group's financial liabilities pertain to Trade and Other Payables, except those tax-related liabilities, and Loans Payable and Borrowings inclusive of future interest. Trade and other payables and loans payable and borrowings are considered to be current which are expected to be settled within 12 months from the end of each reporting period.

4. SEGMENT REPORTING

4.1 Business Segments

The Group is organized into different business units based on its products and services for purposes of management assessment of each unit. In identifying its operating segments, the management generally follows the Group's four service lines. The Group is engaged in the business of Leasing, Services, Investments and Motor Vehicle Dealership. Presented below is the basis of the Group in reporting to its strategic steering committee for its strategic decision-making activities.

- (a)* The Leasing segment mainly pertains to the lease of on-line lottery equipment by the Group to PCSO.
- (b)* The Services segment mainly pertains to the hotel operations of PHPI.
- (c)* Investments segment relates to investing activities.

- (d) The Motor Vehicle Dealership segment mainly pertains to the luxury motor vehicle retailers and provision of aftersales services of H.R. Owen.

4.2 Segment Assets and Liabilities

Segment assets are allocated based on their physical location and use or direct association with a specific segment. Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, advances, inventories and property and equipment, net of allowances and provisions. Similar to segment assets, segment liabilities are also allocated based on their use or direct association with a specific segment. Segment liabilities include all operating liabilities and consist principally of accounts, taxes currently payable and accrued liabilities.

4.3 Intersegment Transactions

Segment revenues, expenses and performance include sales and purchases between business segments. Such sales and purchases are eliminated in consolidation.

The Group's operating business are organized and managed separately according to the nature of segment accounting policies.

4.4 Analysis of Segment Information

The tables in the succeeding pages present revenue and profit information regarding business segments for the three months ended September 30, 2024, September 30, 2023 and for the year ended June 30, 2024, and certain assets and liabilities information regarding industry segments as at September 30, 2024, September 30, 2023 and June 30, 2024.

	<u>September 30, 2024</u>			
	<u>Investments</u>	<u>Services</u>	<u>Motor Vehicle Dealership</u>	<u>Total</u>
Revenues and income:				
Revenue from external Customers	-	44,190,381	9,727,074,677	9,771,265,058
Interest Income	21,724,382	4,967	43,811,203	65,540,552
Other Income	420,345	579,078	11,315,188	12,314,611
Equity share in net income from associates	-	5,263,269	33,503,914	38,767,183
Inter-segment income	=	=	=	=
Total revenues and income	<u>22,144,727</u>	<u>50,037,695</u>	<u>9,815,704,982</u>	<u>9,887,887,404</u>
Expenses:				
Costs and operating expenses before depreciation	664,973	47,519,460	9,601,520,960	9,649,705,393
Depreciation and amortization	6,000	6,950,973	209,311,794	216,268,767
Interest expense	(13,363,597)	2,191,235	121,958,798	110,786,435
Equity share in net loss from associates	-	7,142,550	2,873,993	10,016,543
Other income (loss) from other sources	-	-	-	-
Inter-segment cost and expenses	=	=	=	=
Total Expenses	<u>(12,692,625)</u>	<u>63,804,218</u>	<u>9,935,665,546</u>	<u>9,986,777,138</u>

Segment profit (loss) before tax	<u>34,837,351</u>	<u>(13,766,522)</u>	<u>(119,960,563)</u>	<u>(98,889,734)</u>
Net profit (loss)	<u>30,029,206</u>	<u>(13,767,270)</u>	<u>(119,960,562)</u>	<u>(103,698,626)</u>
Segment Assets	<u>9,309,730,319</u>	<u>1,663,105,549</u>	<u>20,251,802,532</u>	<u>31,224,638,400</u>
Segment Liabilities	<u>1,329,548,885</u>	<u>1,521,603,240</u>	<u>15,344,596,698</u>	<u>18,195,748,823</u>
Capital expenditures	P 7,135,363	=====	P 985,692,679	P 992,828,042

September 30, 2023

	<u>Investments</u>	<u>Services</u>	<u>Motor Vehicle Dealership</u>	<u>Total</u>
Revenues and income:				
Revenue from externals				
Customers	-	31,746,505	9,826,019,537	9,857,766,042
Interest Income	22,434,026	8,497	38,558,782	61,001,305
Other Income	-	1,293,052	14,466,522	15,759,574
Equity share in net income from associates	-	22,884,569	42,738,015	65,622,584
Inter-segment income	=	=	=	=
Total revenues and income	<u>22,434,026</u>	<u>55,932,623</u>	<u>9,921,782,856</u>	<u>10,000,149,505</u>
Expenses:				
Costs and operating expenses before depreciation	869,903	31,940,755	9,526,941,254	9,559,751,912
Depreciation and amortization	6,000	5,526,496	191,385,771	196,918,267
Interest expense	5,815,336	2,005,679	155,097,734	162,918,750
Loss on disposal of PPE	-	-	-	-
Other income (loss) from other sources	-	-	-	-
Inter-segment cost and expenses	=	=	=	=
Total Expenses	<u>6,691,240</u>	<u>39,472,930</u>	<u>9,873,424,759</u>	<u>9,919,588,929</u>
Segment profit (loss) before tax	<u>15,742,786</u>	<u>16,459,693</u>	<u>48,358,097</u>	<u>80,560,576</u>
Net profit (loss)	<u>11,121,929</u>	<u>16,458,724</u>	<u>46,943,401</u>	<u>74,524,054</u>
Segment Assets	<u>9,214,899,435</u>	<u>1,552,728,670</u>	<u>20,743,754,765</u>	<u>31,511,382,870</u>
Segment Liabilities	<u>1,300,170,683</u>	<u>1,373,001,247</u>	<u>16,090,218,781</u>	<u>18,763,390,710</u>
Capital expenditures	P 7,135,363	=====	P 1,613,845,815	P 1,620,981,178

June 30, 2024

	<u>Services</u>	<u>Investments</u>	<u>Motor Vehicle Dealership</u>	<u>Total</u>
Revenues and income:				
Revenue from externals				
Customers	P 141,923,288	P -	P 39,785,071,587	P 39,926,994,875
Interest income	29,858	89,615,211	185,816,570	275,461,639
Other income	4,974,063	11,063,042	73,010,136	89,047,241
Equity share in net income from associates	3,717,569	-	156,639,847	160,357,416
Inter-segment	-	8,000,000	-	8,000,000

Total revenues and income	<u>P 150,644,778</u>	<u>P 108,678,253</u>	<u>P40,200,538,140</u>	<u>P40,459,861,171</u>
Expenses:				
Costs and operating expenses before depreciation	P 155,095,326	P 20,857,495	P 38,484,486,353	P 38,660,439,174
Depreciation and amortization	23,937,854	24,000	791,130,108	815,091,962
Interest expense	8,676,193	4,189,854	604,051,527	616,917,574
Other expenses (income)	-	50,613,840	-	50,613,840
Inter-segment	-	-	-	-
Total expenses	<u>P 187,709,373</u>	<u>P 75,685,189</u>	<u>P 39,879,667,988</u>	<u>P 40,143,062,550</u>
Profit (loss) before tax	<u>(P 37,064,595)</u>	<u>P 32,993,064</u>	<u>P 320,870,152</u>	<u>P 316,798,621</u>
Net profit (loss)	<u>(P 30,122,055)</u>	<u>P 26,705,947</u>	<u>P 236,153,671</u>	<u>P 232,737,563</u>
Segment Assets	<u>P1,643,347,804</u>	<u>P 9,280,145,341</u>	<u>P 21,972,098,393</u>	<u>P32,895,591,537</u>
Segment Liabilities	<u>P1,489,957,508</u>	<u>P 1,350,781,017</u>	<u>P 16,936,508,894</u>	<u>P19,777,247,419</u>
Capital expenditures	<u>P 7,135,363</u>	<u>=</u>	<u>P 985,692,679</u>	<u>P 992,828,042</u>

Currently, the Group's operation has two geographical segments: London, England for the motor dealership segment and all other segments are in the Philippines.

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Cash on hand and in banks	P 588,771,617	P 1,481,368,682
Short-term placement	-	-
	<u>P 588,771,617</u>	<u>P 1,481,368,682</u>

Cash in banks generally earn interest based on daily bank deposit rates.

6. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Deposits	P 2,788,383,880	P 2,936,201,937
Trade receivables	425,340,765	897,097,637
Manufacturer's bonuses	116,026,147	167,216,999
Payments for future acquisition of investments	782,609	343,152
Advances to officers and employees	186,109	230,183
Due from related party	12,289,821	24,209,996

Other receivables	<u>143,845,570</u>	<u>216,258,057</u>
	3,486,854,901	4,241,557,961
Allowance for impairment	<u>(18,616,235)</u>	<u>(17,059,441)</u>
	<u>P 3,468,238,666</u>	<u>P 4,224,498,520</u>

Trade receivables are usually due within 30 to 60 days and do not bear any interest. Deposits represent amounts provided to a foreign asset management firm engaged in the business of general trading and financing services.

Payments for future acquisition of investments represent deposits made to foreign parties for future acquisition of investment securities. These include deposits made to Inter-Pacific Securities Sdn Berhad (IPSSB), a related party under common ownership who acts as stockbroker of the Parent Company.

Other receivables include outstanding warranty claims, finance commissions and interest income.

7. INVENTORIES

The compositions of this account are shown below.

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
At cost:		
Vehicles	P 3,291,935,503	P 3,823,837,427
Parts and components	345,629,492	313,915,915
Hotel supplies	<u>4,364,589</u>	<u>4,236,637</u>
	<u>3,641,929,584</u>	<u>4,141,989,979</u>
At net realizable value:		
Vehicles	2,102,666,030	2,289,360,756
Parts and components	<u>62,569,906</u>	<u>64,134,448</u>
	2,165,235,936	2,353,495,204
Allowance for inventory write down	<u>(309,390,330)</u>	<u>(348,511,101)</u>
	<u>1,855,845,606</u>	<u>2,004,984,103</u>
	<u>P 5,497,775,190</u>	<u>P 6,146,974,082</u>

Certain vehicles are carried at net realizable value which is lower than their cost. An analysis of the movements in allowance for inventory write down is presented below.

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Balance at beginning of year	P 348,511,101	P 246,854,344
Write-off during the year	(154,381,723)	(455,368,785)
Additional provision during the year	113,678,233	519,394,658
Translation adjustment	<u>1,582,719</u>	<u>37,630,884</u>
Balance at end of year	<u>P 309,390,330</u>	<u>P 348,511,101</u>

8. PREPAYMENTS AND OTHER CURRENT ASSETS

The details of this account are as follows:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Current:		
Prepaid expenses	818,207,080	210,080,021
Prepaid taxes	558,997,473	316,261,056
Input VAT	107,631,340	104,399,047
Advances to suppliers	37,527,664	20,299,282
Creditable withholding tax	9,068,124	8,320,639
Refundable deposits	4,100,657	4,084,217
Vat Recoverable	-	303,754,601
Deferred input VAT	-	2,508,774
Other current assets	-	-
	<u>P 1,535,532,338</u>	<u>P 969,707,637</u>
Non-current:		
Refundable deposits	726,455	726,455
Deferred input VAT	-	-
	<u>726,455</u>	<u>726,455</u>
	<u>P 1,536,258,793</u>	<u>P 970,434,092</u>

VAT recoverable pertains to the excess of input tax over output tax on sale of vehicles which the Group can reclaim under the tax laws in the United Kingdom (UK).

Prepaid expenses include subscriptions, refurbishment costs, maintenance expenses, license and support arrangements, insurance, and advertising which are expected to be realized in the next reporting period.

Advances to suppliers pertain to advances for supplies on the hotel and service vehicle operations, which are expected to be realized in the next reporting period.

The advance payment for the land acquisition pertains to disbursements made to a third party agent for the acquisition of land for the development of multi-franchise site and head office in United Kingdom. As of September 30, 2024 and June 30, 2024, the Group and the third party agent have executed a contract conditional on planning permission.

9. INVESTMENT SECURITIES

This account consists of the following financial assets:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Equity securities:		
Quoted	P 438,804,461	P 418,775,305
Unquoted	<u>384,528,280</u>	<u>381,348,461</u>
	<u>P 823,332,741</u>	<u>P 800,123,766</u>

The quoted and unquoted equity securities consist of listed foreign shares of stock and investments in shares of stock of foreign privately-held companies, respectively. The fair values of the quoted financial assets have been determined by reference to published prices in an active market. The fair values of unquoted securities have been determined using the discounted cash flow valuation.

10. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of reporting periods September 30, 2024 and June 30, 2024 are shown below.

	Computers and On-line Lottery Equipment	Building	Building-Others	Transportation Equipment	Workshop Equipment	Office Furniture, Fixtures and Equipment	Hotel and Kitchen Equipment and Utensils/Linens	Leasehold Improvements	Construction in Progress	Land	TOTAL
Sep 30, 2024											
Cost	120,000	720,276,859	3,155,081,659	69,663,189	2,463,826,497	14,183,597	20,487,670	1,137,893,680	777,907,695	745,622,370	9,105,063,215
Accumulated depreciation and amortization	(68,000)	(205,336,416)	(81,376,326)	(23,299,090)	(694,932,134)	(12,146,245)	(14,671,012)	(805,736,447)	-	-	(1,837,565,671)
Net carrying amount	<u>52,000</u>	<u>514,940,443</u>	<u>3,073,705,333</u>	<u>46,364,098</u>	<u>1,768,894,363</u>	<u>2,037,351</u>	<u>5,816,657</u>	<u>332,157,233</u>	<u>777,907,695</u>	<u>745,622,370</u>	<u>7,267,497,544</u>

	Buildings	Transportation Equipment	Workshop Equipment	Office Furniture, Fixtures and Equipment	Hotel and Kitchen Equipment and Utensils	Leasehold Improvements	Land	Sanitary Landfill Cell Area	Construction in Progress	Total
June 30, 2024										
Cost	P 3,715,830,780	P 49,185,445	P 2,450,831,005	P 14,223,837	P 20,374,633	P 1,033,606,529	P 742,342,855	P 96,159,261	P 775,519,880	P 8,898,074,825
Accumulated depreciation and amortization	(271,801,976)	(19,049,698)	(621,302,569)	(12,69,189)	(14,312,622)	(772,319,772)	-	(974,711)	-	(1,711,820,537)
Net carrying amount	<u>P 3,444,028,804</u>	<u>P 30,135,747</u>	<u>P 1,829,528,036</u>	<u>P 2,164,648</u>	<u>P 6,062,011</u>	<u>P 261,286,757</u>	<u>P 742,342,855</u>	<u>P 95,184,550</u>	<u>P 775,519,880</u>	<u>P 7,186,254,288</u>

11. INVESTMENT PROPERTY

In 2017, the Group acquired certain residential property amounting to 2,218,235 GBP (about P132,720,106), which is classified by the Group as investment property.

In 2018, the Group ceased to occupy and leased out a property with a carrying amount of 3,581,690 GBP (about P256,346,568) that have been previously classified as Buildings under Property and Equipment account in the consolidated statements of financial position (see Note 10). The property was revalued to fair value of 4,125,000GBP (about P295,232,025) at the date of transfer and the Group recognized gain, net of related deferred tax, amounting to 450,948 GBP (about P32,274,979) which is presented under Other Comprehensive Income (Loss) in the April 30, 2018 consolidated statement of comprehensive income. In 2020, the Group sold the said reclassified property at a sales price of 5,800,000 GBP (around P366,007,260). The Group recognized gain amounting to 1,675,000 GBP (around P108,442,683), which is presented as Gain on Sale of Investment Property in the 2020 consolidated statement of comprehensive income. The revaluation reserve resulting from the reclassification of the property in 2018 from Property and Equipment account to Investment Property account was subsequently transferred to Retained Earnings.

The translated amount of investment property as at September 30, 2024 and June 30, 2024 amounted to P213,564,489 and P215,912,221, respectively.

12. LEASES

The Group has a lease for a certain land and building. The lease is reflected separately on the consolidated statement of financial position as Right-of-use Asset and Lease Liability. The depreciation expense relating to right-of-use assets is presented as part of Depreciation and amortization under costs and operating expenses in the 2024 consolidated statement of comprehensive income.

The table below describes the nature of the Group's leasing activities by type of right-of-use assets recognized in the consolidated statement of financial position.

	Number of right-of-use assets leased	Range of remaining term	Average remaining lease term	Number of leases with extension options	Number of leases with termination options
Land	1	39 years	40 years	1	-
Building	21	1 to 20 years	7 years	-	6

The carrying amounts of the Group's right-of-use assets and the movements during the period September 30, 2024 and June 30, 2024 are shown below.

		<u>Land</u>		<u>Building</u>		<u>Total</u>
Balance at July 1, 2024	P	84,520,245	P	2,299,449,998	P	2,383,970,243
Effect of PFRS 16 adoption		-		-		-
Additions		-		-		-
Translation adjustment		-		10,123,372		10,123,372

Amortization	(<u>589,676</u>)	(<u>90,870,371</u>)	(<u>91,460,047</u>)
Balance at September 30, 2024	<u>P 83,930,569</u>	<u>P 2,218,702,999</u>	<u>P 2,302,633,568</u>

June 30, 2024

	<u>Land</u>	<u>Building</u>	<u>Total</u>
Balance at July 1, 2023	P 86,878,950	P 2,137,190,250	P 2,224,069,200
Remeasurement	-	402,313,919	402,313,919
Amortization	(2,358,704)	(355,719,246)	(358,077,952)
Additions	-	136,004,483	136,004,483
Translation adjustment	-	126,111,250	126,111,250
Reclassification	-	(78,222,716)	(78,222,716)
Termination	<u>-</u>	<u>(68,227,941)</u>	<u>(68,227,941)</u>
Net carrying amount	<u>P 84,520,244</u>	<u>P 2,299,449,999</u>	<u>P 2,383,970,243</u>

Lease liabilities are presented in the consolidated statement of financial position as at September 30, 2024 and June 30, 2024 as follows:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Current	<u>P 307,628,495</u>	P 306,766,213
Non-current	<u>2,170,654,375</u>	<u>2,244,403,343</u>
	<u>P2,478,282,870</u>	<u>P 2,551,169,556</u>

13. INVESTMENTS IN AND ADVANCES TO ASSOCIATES AND NON-CONTROLLING INTEREST

These investments are accounted for under the equity method in the consolidated financial statements of the Group:

Sept. 30, 2024	PLPI		BPPI		BAPI		CPI		SBMPI		NPI		CBFC		PGMC		VideoDoc		BAAI		Total	
Investment:																						
Acquisition costs:																						
Beginning balance	P	40,000	P	180,400	P	203,896	P	400	P	43,335	P	82,283	P	162,500	P	454,880	P	120,373	P	37,890	P	1,325,958
Reclassification		-		-		-		-		-		-		-		-		-	P	-		-
Additional investment		-		-		-		-		-		-		-		-		-		-		-
Impairment		-		-		-		-		-		-		-		-		-		-		-
Translation adjustment		-		-		-		-		-		-		-		-		-		-		-
		<u>40,000</u>		<u>180,400</u>		<u>203,896</u>		<u>400</u>		<u>43,335</u>		<u>82,283</u>		<u>162,500</u>		<u>454,880</u>		<u>120,373</u>		<u>37,890</u>		<u>1,325,958</u>
Deduction of interest in associate —																						
Loss on deemed disposal		-		-		(149,988)		-		-		-		-		-		-		-		(149,988)
Dividend received in prior years		-		-		-		-		-		-		-		(8,000)		-		-		(8,000)
Dividend received in prior years		-		-		(70,700)		-		-		-		-		(164,000)		-		-		(234,700)
Accumulated equity share in net profit (losses):																						
Share in net profit		157,127	(	180,400)		686,249	(	400)	(	37,751)		(63,085)		(43,046)	P	283,928		(58,058)		(6,173)		738,390
(losses) in prior years																						
Share in net profit		(818)		-		33,504		-		-	(	5,024)	(	1,301)		5,263		-	(	2,874)		28,751
(losses) during the year																						
Share in other comprehensive income during the year		-		-		-		-		-		-		-		-		-		-		-
Translation adjustment		-		-		-		-		-		-		-		-		-		-		-
		<u>156,310</u>		<u>(180,400)</u>		<u>719,753</u>		<u>(400)</u>		<u>(37,751)</u>		<u>(68,109)</u>		<u>(44,348)</u>	P	<u>289,191</u>		<u>(58,058)</u>		<u>(9,047)</u>		<u>767,141</u>
Total investments in associates		196,310		-		702,961		-		5,584		14,175		118,152		572,071		62,315		28,843		1,700,411
Less: Impairment of Investment		-		-		-		-		(5,584)		-		-		-		(62,315)		-		(67,899)
		<u>196,310</u>		<u>-</u>		<u>702,961</u>		<u>-</u>		<u>(0)</u>		<u>14,175</u>		<u>118,152</u>		<u>572,071</u>		<u>-</u>		<u>28,843</u>		<u>1,632,511</u>
Less: Impairment of Investment		-		(137,887)		-		-		-		-		-		-		(81,892)		-		(219,780)
		<u>484,027</u>		<u>429,415</u>		<u>-</u>		<u>-</u>		<u>-</u>		<u>1,249,193</u>		<u>-</u>		<u>-</u>		<u>-</u>		<u>-</u>		<u>2,162,635</u>
Advances from associates		-		-		-		-		-		-		-		-		-		-		-
	P	<u>680,336</u>	P	<u>429,415</u>	P	<u>702,961</u>		<u>(0)</u>	P	<u>1,263,368</u>	P	<u>118,152</u>	P	<u>572,071</u>		<u>-</u>		<u>-</u>	P	<u>28,843</u>	P	<u>3,795,146</u>

	Note	PLPI	BPPI	BAPI	PGMC	CPI	SBMPI	NPI	BAAI	CBFC	VideoDoc	Total
June 30, 2024												
Investment:												
Acquisition costs:												
Beginning balance		P 40,000	P 180,400	P 203,896	P 454,880	P 400	P 43,335	P 82,283	P 37,890	P 162,500	P 120,373	P 1,325,957
Deduction of interest in associate in prior years		-	-	(149,987)	-	-	-	-	-	-	-	(149,987)
Dividends:												
Dividends received in current year		-	-	-	(8,000)	-	-	-	-	-	-	(8,000)
Dividends received in prior years		-	-	(70,700)	(164,000)	-	-	-	-	-	-	(234,700)
		-	-	(70,700)	(172,000)	-	-	-	-	-	-	(242,700)
Accumulated equity share in comprehensive income (loss):												
Share in comprehensive income (losses) in prior years		146,666	(180,400)	527,366	279,236	(400)	(37,751)	(53,715)	(4,046)	(42,130)	(58,058)	576,769
Share in net profit (losses) during the year		10,461	-	158,760	4,019	-	-	(9,847)	(2,120)	(916)	-	160,357
Share in other comprehensive losses during the year		-	-	122	672	-	-	477	(6)	-	-	1,265
		157,127	(180,400)	686,248	283,927	(400)	(37,751)	(63,085)	(6,172)	(43,046)	(58,058)	738,391
Total investments in associates		197,127	-	669,457	566,807	-	5,584	19,198	31,718	119,454	62,315	1,671,661
Allowance for impairment		-	-	-	-	-	(5,584)	-	-	-	(62,315)	(67,899)
Total investments in associates - net		197,127	-	669,457	566,807	-	-	19,198	31,718	119,454	-	1,603,762
Advances	24.1	479,138	563,141	-	-	-	-	1,239,174	-	-	-	2,281,453
Allowance for impairment	24.1	-	(137,887)	-	-	-	-	-	-	-	-	(137,887)
Advances - net	24.1	479,138	425,254	-	-	-	-	1,239,174	-	-	-	2,143,566
		P 676,265	P 425,254	P 669,457	P 566,807	P -	P -	P 1,258,372	P 31,718	P 119,454	P -	P 3,747,328

14. INTANGIBLE ASSETS

The compositions of this account are shown below.

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Goodwill	P 970,757,666	P 966,487,964
Dealership rights	773,528,936	770,126,699
Customer relationship	<u>129,009,626</u>	<u>133,434,528</u>
	<u>P 1,873,296,228</u>	<u>P 1,870,049,19</u>

15. TRADE AND OTHER PAYABLES, AND PROVISIONS

This account consists of the following:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Current:		
Trade Payables	P 1,324,923,761	P 2,069,094,531
Accrued expenses	679,968,945	799,850,343
Deferred Output VAT	77,417,394	77,470,965
Due to a related party	10,929,384	9,956,621
Withholding taxes payable	473,025	89,705,727
Deferred consideration	-	50,646,247
Other payables	<u>430,710,398</u>	<u>240,711,974</u>
	<u>P 2,524,422,907</u>	<u>P 3,337,436,408</u>
Non-Current:		
Trade and Other Payables	<u>53,056,591</u>	<u>52,823,230</u>
	<u>P 53,056,591</u>	<u>P 52,823,230</u>

16. LOANS PAYABLE AND BORROWINGS

This account consists of the following:

	<u>September 30, 2024</u> (Unaudited)	<u>June 30, 2024</u> (Audited)
Current		
Vehicle stocking loans	P 4,435,339,218	P 4,813,218,444
Bank loans	70,405,711	213,049,259
Others	<u>400,000</u>	<u>400,000</u>
	<u>P 4,506,144,929</u>	<u>P5,026,667,703</u>
Non-current		
Bank loans	1,918,991,876	1,936,274,976
Others	<u>1,600,000</u>	<u>1,600,000</u>
	<u>P 6,426,736,805</u>	<u>P 6,964,542,679</u>

17. CARRYING AMOUNTS AND FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The carrying amounts and fair values of the categories of assets and liabilities presented in the consolidated statements of financial position are shown below.

		September 30, 2024 (Unaudited)		June 30, 2024 (Audited)	
		Carrying Values	Fair Values	Carrying Values	Fair Values
Financial Assets					
Loans and receivables:					
Cash and cash equivalents	5	P 588,771,617	P 588,771,617	P 1,481,368,682	P 1,481,368,682
Trade and other receivables - net	6	3,743,300,167	3,743,300,167	4,007,667,128	4,007,667,128
Advances to associates - net	13	2,162,634,529	2,162,634,529	2,143,565,187	2,143,565,187
Refundable deposits- current	8	<u>4,827,112</u>	<u>4,827,112</u>	<u>4,810,672</u>	<u>4,810,672</u>
		<u>P6,499,533,425</u>	<u>P6,499,533,425</u>	<u>P 7,637,411,669</u>	<u>P7,637,411,669</u>
Financial assets at FVTPL	9	<u>P -</u>	<u>P -</u>	<u>P -</u>	<u>P -</u>
Financial assets at FVOCI	9	<u>P 823,332,741</u>	<u>P 823,332,741</u>	<u>P 800,123,766</u>	<u>P 800,123,766</u>
Financial Liabilities					
Financial liabilities at amortized cost:					
Loans payable and borrowings	16	P 6,426,736,805	P6,426,736,805	P6,964,542,679	P6,815,635,569
Trade and other payables	15	1,833,051,552	1,833,051,552	2,369,286,900	2,369,286,900
Advances from related party	12	<u>974,991,379</u>	<u>974,991,379</u>	<u>983,986,121</u>	<u>935,830,909</u>
		<u>P 9,234,779,736</u>	<u>P 9,234,779,736</u>	<u>P10,317,815,700</u>	<u>P10,120,753,378</u>

ANNEX "B"

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
(Formerly Prime Gaming Philippines, Inc. and Subsidiaries)
[A Subsidiary of Berjaya Lottery Management (HK) Limited]

1 Aging of Accounts Receivables as of 30 September 2024

Type of Accounts Receivables	Neither Past Due nor Impaired	Past Due not Impaired			Past Due Accts & Items in Litigation	Total
		61-90 days	91-120 days	Over 180 days		
	(Peso)		(Peso)	(Peso)	(Peso)	(Peso)
a Trade Receivables						
1) PCSO	-	-	-	-	-	-
2) Guest/City Ledger	7,404,437	647,888	462,777	740,444	-	9,255,546
3) Vehicle Debtor	449,560,876	81,738,341	122,607,512	163,476,682	-	817,383,410
3) Others	-	-	-	-	-	-
Subtotal	456,965,313	82,386,229	123,070,289	164,217,126	-	826,638,957
Less: Allow. For Doubtful Acct.	-	-	-	18,616,235	-	18,616,235
Net Trade receivable	456,965,313	82,386,229	123,070,289	145,600,890	-	808,022,721
b Non - Trade Receivables						
1) Deposits	2,788,383,881	-	-	-	-	2,788,383,881
2) Payment for future acquisition of inv	782,609	-	-	-	-	782,609
3) Other Receivables	(128,950,545)	-	-	-	-	(128,950,545)
	-	-	-	-	-	-
Subtotal	2,660,215,945	-	-	-	-	2,660,215,945
Less: Allow. For Doubtful Acct.	-	-	-	-	-	-
Net Non - trade receivable	2,660,215,945	-	-	-	-	2,660,215,945
Net Receivables (a + b)	3,117,181,258	82,386,229	123,070,289	145,600,890	-	3,468,238,666

(0)

Notes:

OK

If the Company's collection period does not match with the above schedule, a revision is necessary to make the schedule not misleading.
The proposed collection period in this schedule may be changed to appropriately reflect the Company's actual collection period.

2 Accounts Receivable Description

Type of Receivables	Nature/Description	Collection/Liquidation Period
Trade Receivables		
1) PCSO	gross receipt from lottery ticket sales	30-60 days
2) Guest/City Ledger	rooms revenue and sale of food and beverages	30-60 days
3) Vehicle Debtor	sale of vehicles, parts and accessories and servicing and body shop sales	30-60 days
Notes:		
To indicate a brief description of the nature and collection period of each receivable accounts with major balances or separate receivable captions, both the trade and non - trade accounts.		

3 Normal Operating Cycle:

365 days

BERJAYA PHILIPPINES INC. AND SUBSIDIARIES
9th Floor, Rufino Pacific Tower
6784 Ayala Avenue, Makati City

Financial Indicators
September 30, 2024

Financial Indicators	Computation		Ratios		Computation	Ratios
	September 2024	September 2023	September 2024	September 2023	June 2024	June 2024
Quick ratio						
Cash and cash equivalents +	588,771,617	796,891,104			4,257,488,323	
Financial asset at fair value through profit or loss	-	-			-	
Trade and other receivables - net +	3,468,238,666	3,804,984,534			1,424,834,111	
Advances to associates	2,162,634,529	2,134,076,920	0.55	0.55	2,143,565,189	0.61
Total Current Liabilities	11,274,616,691	12,336,912,986			12,788,084,796	
Current/liquidity ratio						
Total Current Assets	13,252,952,340	14,444,591,294	1.18	1.17	14,966,114,109	1.17
Total Current Liabilities	11,274,616,691	12,336,912,986			12,788,084,796	
Debt-to-equity ratio						
Total Liabilities	16,473,340,103	17,298,329,937	1.44	1.58	18,076,513,952	1.57
Total Equity	11,462,351,922	10,975,070,058			11,517,530,557	
Debt-to-assets ratio						
Total Liabilities	16,473,340,103	17,298,329,937	0.59	0.61	18,076,513,952	0.61
Total Assets	27,935,692,025	28,273,399,995			29,594,044,510	
Equity-to-assets ratio						
Total Equity	11,462,351,922	10,975,070,058	0.41	0.39	11,517,530,557	0.39
Total Assets	27,935,692,025	28,273,399,995			29,594,044,510	
Annualized PPE Turnover						
Net Revenue	9,771,265,056	9,857,766,042	3.48	3.57	39,926,994,875	14.45
PPE	7,267,497,431	6,853,786,408			7,186,254,288	
Annualized Return on assets						
Net Profit	(103,698,627)	74,524,054	-0.96%	0.65%	224,737,562	1.98%
Total Assets	27,935,692,025	28,273,399,995			29,594,044,510	
Annualized Return on equity						
Net Profit	(103,698,627)	74,524,054	-2.34%	1.68%	224,737,562	5.08%
Total Equity	11,462,351,922	10,975,070,058			11,517,530,557	
Annualized	2.59	2.48			2.60	
Earnings per share						
Net Profit Attributable to Owners of the Parent Company	(104,992,970)	73,206,829	-0.02	0.02	219,623,440	0.05
Weighted Average Number of Outstanding Common Shares	4,341,280,693	4,341,280,693			4,341,280,693	