

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 2025

(Term Expiring On)

SEC Form 17-Q for the quarter ended 31 December 2025

(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.

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

See Interim Consolidated Statement of Financial Position as of 31 December 2025, attached hereto as Annex “A”, and Aging Schedule of Accounts Receivables as of 31 December 2025 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 venture partner in equity and operations.

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 2025, the franchisor agreement expired and was not renewed.

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%). SBMPI continues to provide after-sales services and warranty services to existing SsangYong customers.

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 May 2025, the Company disposed of its 100% equity interest in Sanpiro Realty Development Corporation (SRDC) through a sale to a third party.

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. FEC commenced soft launch operations in February 2023.

In April 2018, the Corporation acquired twenty five percent (25%) of the equity in Chailease Berjaya Finance Corporation (CBFC), 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 31 December 2025 vs. 31 December 2024

The Corporation and its subsidiaries (the Group) generated total revenues from operating sources of about ₱20.14 billion for the six months ended 31 December 2025, an increase of ₱1.14 billion (5.99%) over total revenues of ₱19.01 billion during the same period in 2024. The increase was mainly driven by improved revenue contributions from its subsidiary, H.R. Owen, supported by higher sales volumes in the used car segment, along with contributions from the hotel and landfill operations.

The Group's total cost and operating expenses for the six months ended 31 December 2025 increased by ₱1.19 billion (6.19%) to ₱20.34 billion from ₱19.15 billion for the same period in 2024. The increase is attributed to the following: (1) cost of vehicles sold increased by ₱813.73 million (5.24%), (2) salaries and employee benefits increased by ₱155.38 million (12.80%), (3) body shop repairs and parts increased by ₱60.18 million (6.83%), (4) depreciation and amortization increased by ₱18.54 million (4.36%), (5) taxes and licenses increased by ₱29.46 million (23.71%), (6) communication, light and water increased by ₱8.41 million (13.58%), (7) professional fees increased by ₱1.62 million (2.72%), (8) transportation and travel increased by ₱12.64 million (133.49%), (9) food and beverages increased by ₱3.31 million (54.58%), (10) representation and entertainment increased by ₱7.16 million (524.11%) and (11) other expenses increased by ₱99.46 million (35.11%). These increases were offset by the following decreases of expenses: (1) marketing and selling decreased by ₱16.03 million (3.08%), and (2) rental decreased by ₱7.29 million (23.19%).

Other Charges amounted to ₱60.80 million for the six months ended 31 December 2025, consisting of a decrease of ₱12.33 million (25.43%) from ₱48.48 million in the same period in 2025, mainly due to higher finance costs and lower equity share in net income of associates.

Net Loss increased by ₱54.03 million (26.39%) to ₱258.72 million for the six months ended 31 December 2025 from ₱204.69 million in the same period in 2025 due to higher operating expenses of HR Owen, namely an increase in cost of vehicles sold, bodyshop repairs and parts, salaries and employee benefits and depreciation cost for new site development.

Comparable Discussion on Material Changes in Financial Condition as of 31 December 2025 vs. 30 June 2025

Total assets of the Group increased by P1.17 billion (3.71%) to P32.70 billion as of 31 December 2025, from P31.54 billion as of 30 June 2025.

Trade and other receivables (net) decreased by P151.64 million (2.70%) to P5.46 billion in 31 December 2025 compared to P5.61 billion in 30 June 2025, mainly due to decrease deposits, manufacturer's bonuses and other receivables.

Inventories (net) increased by ₱1.84 billion (25.57%) to ₱9.02 billion in 31 December 2025 compared to ₱7.18 billion in 30 June 2025, mainly due to the increase in vehicle stockings.

Advances to associates increased by ₱9.76 million (1.96%) to ₱507.95 million in 31 December 2025 compared to ₱498.19 million in 30 June 2025 due to interest on loans.

Prepayments and other current assets (net) increased by ₱199.31 million (22.45%) to ₱1.09 billion in 31 December 2025 compared to ₱887.71 million in 30 June 2025, mainly due to increase in the movement of prepaid expenses.

Financial assets at fair value through other comprehensive income increased by ₱68.73 million (8.18%) to ₱909.12 million in 31 December 2025 compared to ₱840.39 million in 30 June 2025 due to change in fair value.

Right of use asset-net decreased by ₱122.06 million (4.43%) to ₱2.63 billion in 31 December 2025 compared to ₱2.75 billion in 30 June 2025 due to amortization during the period.

Property and equipment (net) increased by ₱75.56 million (.96%) to ₱7.92 billion in 31 December 2025 compared to ₱7.84 billion in 30 June 2025 is mainly due to additions during the period.

Investment property decreased by P2.30 million (1.09%) to P209.33 million in 31 December 2025 compared to ₱211.63 million in 30 June 2025 due to translation adjustment during the period.

Investments in associates increased by P36.95 million (2.10%) to ₱1.80 billion in 31 December 2025 compared to ₱1.76 in 30 June 2025 due to results on share in net earnings of associates.

Intangible assets increased by ₱32.75 million (1.70%) to ₱1.96 billion in 31 December 2025 compared to ₱1.93 billion in 30 June 2025, primarily due to translation adjustment during the period.

Deferred tax assets remain unchanged at ₱106.07 million in 31 December 2025 and 30 June 2025.

Post-employment benefit asset increased by ₱12.45 million (2.23%) to ₱571.62 million in 31 December 2025 compared to ₱559.17 million in 30 June 2025 due to translation adjustment during the period.

Meanwhile, other non-current assets increased by ₱.33 million (14.68%) to ₱ 2.54 million in 31 December 2025 compared to ₱ 2.21 million in 30 June 2025.

Total liabilities of the Group increased by ₱1.22 billion (6.19%) to ₱20.90 billion as of 31 December 2025, from ₱19.68 billion as of 30 June 2025 due to increase in loans payable and borrowings.

Current Trade and other payables decreased by ₱540.12 million (13.76%) to ₱3.39 billion in 31 December 2025 compared to ₱3.93 billion in 30 June 2025, mainly due to payments made for trade payables during the period.

Current loans payable and borrowings increased by P1.88 billion (29.18%) to P8.31 billion in 31 December 2025 compared to P6.44 billion in 30 June 2025, mainly due to additional loans during the period.

Current Lease liabilities decreased by ₱26.63 million (8.75%) to ₱277.54 million in 31 December 2025 compared to ₱304.17 in 30 June 2025 due to lease payments during the period.

Contract Liabilities increased by ₱119.06 million (3.79%) to ₱3.26 million in 31 December 2025, compared to ₱3.14 billion as of 30 June 2025 due to increase in advance payments received from customers.

Advances from related parties increased by ₱64.00 million (18.52%) to ₱409.54 million in 31 December 2025 compared to ₱345.54 million in 30 June 2025.

Non-Current Lease liabilities decreased by ₱109.30 million (4.49%) to ₱2.33 billion in 31 December 2025 compared to ₱2.44 billion in 30 June 2025, mainly due to lease payments during the period.

Non-current loans payable and borrowings decreased by P56.07 million (2.70%) to P2.02 billion in 31 December 2025 compared to P2.07 billion in 30 June 2025, mainly due to repayment of loans during the period.

Non-current Advances from related parties decreased by P122.19 million (23.37%) to P400.62 million as of 31 December 2025, from P522.81 million as of 30 June 2025 due to repayment of loans during the period.

Deferred tax liabilities increased by ₱11.00 million (2.23%) to ₱504.66 million in 31 December 2025 compared to ₱493.66 million in 30 June 2025 due to translation adjustment during the period.

Post-employment benefit obligation decreased by ₱.18 million to ₱4.38 million in 31 December 2025 compared to ₱ 4.56 million in 30 June 2025 due to provision during the period.

Total stockholders' equity of the Group decreased by ₱49.01 million (.41%) to ₱11.80 billion as of 31 December 2025, from ₱11.85 billion as of 30 June 2025 under review. The book value per share decreased to ₱2.67 in 31 December 2025 from ₱2.68 in 30 June 2025.

Comparable Discussion on Material Changes in Cash Flows for the Three Months Period Ended 31 December 2025 vs. 31 December 2024

The consolidated cash and cash equivalents for 31 December 2025 decreased by P525.12 million (.84%) to P3.38 billion as of 31 December 2024. The increase is mainly attributable to due to increase in inventory stockings and repayment of trade payables.

Key Performance Indicators

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

Financial Indicators	Ratios	Ratios
	December 2025	June 2025
Current/liquidity ratio		
$\frac{\text{Total Current Assets}}{\text{Total Current Liabilities}}$	1.06	1.10
Debt-to-equity ratio		
$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	1.77	1.66
Annualized PPE Turnover		
$\frac{\text{Net Revenue}}{\text{PPE}}$	6.78	13.63
Annualized Return on assets		
$\frac{\text{Net Profit}}{\text{Total Assets}}$	-2.11%	1.91%
Annualized Return on equity		
$\frac{\text{Net Profit}}{\text{Total Equity}}$	-5.84%	5.08%

The Corporation uses the following computations in obtaining key indicators:

Key Performance Indicator	Formula
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 Six Months' Period Ended 31 December 2024 vs. 31 December 2023

The Corporation and its subsidiaries (the Group) generated total revenues from operating sources of about ₱19.01 billion for the six months ended 31 December 2024, an increase of ₱1.48 billion (8.44%) over total revenues of ₱17.53 billion during the same period in 2023. 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 six months ended 31 December 2024 increased by ₱1.61 billion (9.21%) to ₱19.15 billion from ₱17.54 billion for the same period in 2023. The increase is attributed to the following: (1) cost of vehicles sold and body shop repairs and parts increased by ₱1.30 billion (8.58%) (2) salaries and employee benefits increased by ₱163.48 million (15.56%), (3) marketing and selling increased by ₱98.79 million (23.42%), (4) depreciation and amortization increased by ₱39.76 (10.32%), (5) repairs and maintenance increased by ₱37.44 million, (6) professional fees increased by ₱16.71 million (38.95%) (7) transportation and travel increased by ₱15.13 million (92.50%), (8) taxes and licenses increased by ₱4.63 (3.87%), (9) cost of food and beverages increased by ₱2.20 million (30.27%). (10) insurance expense increased by ₱1.25 million (1.77%) and (11) communication, light and water decreased by ₱801 million (1.31%). These increases were offset by the following decreases of expenses: (1) miscellaneous expense decreased by ₱52.73 million (40.09%) (2) stationery and office supplies decreased by ₱9.37 million (13.43%) and (3) cleaning and maintenance decreased by ₱78 million (1.82%)

Other Income (Charges) amounted to ₱(48.47) million for the six months ended 31 December 2024, a decrease of ₱15.12 million (23.78%) from ₱63.60 million in the same period in 2023, mainly due to increase in finance costs and decrease in equity share in net income from associated companies during the period.

Net loss from operations increased by ₱119.37 million (139.90%) to ₱204.69 million for the six months ended 31 December 2024 from net loss of ₱85.33 million in the same period in 2023 due to higher operating expenses mainly the cost of vehicle sold and distribution costs.

Comparable Discussion on Material Changes in Financial Condition as of 31 December 2024 vs. 30 June 2024

Total assets of the Group increased by ₱1.33 million (4.50%) to ₱30.93 billion as of 31 December 2024, from ₱29.59 billion as of 30 June 2024.

Trade and other receivables (net) decreased by ₱693.3 million (16.41%) to ₱3.51 billion in 31 December 2024 compared to ₱4.22 billion in 30 June 2024, mainly due to decrease in deposits, trade receivables, manufacturers bonuses and other receivables.

Inventories (net) increased by ₱2.29 billion (37.20%) to ₱8.43 billion in 31 December 2024 compared to ₱6.15 billion in 30 June 2024, mainly due to the increase in sales of vehicles.

Advances to associates increased by ₱26.65 million (1.24%) to ₱2.17 billion in 31 December 2024 compared to ₱2.14 billion in 30 June 2024.

Prepayments and other current assets (net) increased by ₱657.66 million (67.82%) to ₱1.63 billion in 31 December 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 decreased by ₱3.79 million (0.47%) to ₱796.33 million in 31 December 2024 compared to ₱800.12 million in 30 June 2024 due to change in fair value.

Right of use asset-net increased by ₱35.81 million (1.50%) to ₱2.42 billion in 31 December 2024 compared to ₱2.38 billion in 30 June 2024 due to lease modification during the year.

Property and equipment (net) decreased by ₱140.33 million (1.95%) to ₱7.04 billion in 31 December 2024 compared to ₱7.19 billion in 30 June 2024 is mainly due to translation adjustment during the year.

Investment property decreased by ₱11.49 million (5.32%) to ₱204.42 million in 31 December 2024 compared to ₱215.91 million in 30 June 2024 due to translation adjustment during the year.

Investments in associates increased by ₱50.29 million (3.14%) to ₱1.65 billion in 31 December 2024 compared to ₱1.60 billion in 30 June 2024, mainly due to the decrease in equity share in associated companies during the year.

Intangible assets decreased by ₱53.64 million (2.87%) to ₱1.82 billion in 31 December 2024 compared to ₱1.87 billion in 30 June 2024, primarily due to translation adjustment.

Deferred tax assets remain unchanged at ₱104.48 million in 31 December 2024 and 30 June 2024.

Post-employment benefit asset decreased by ₱10.86 million (2.35%) to ₱451.79 million in 31 December 2024 compared to ₱462.65 million in 30 June 2024.

Meanwhile, other non-current assets remained unchanged at ₱.73 million in 31 December 2024 and 30 June 2024.

Total liabilities of the Group increased by ₱1.68 billion (9.29%) to ₱19.75 billion as of 31 December 2024, from ₱18.08 billion as of 30 June 2024.

Trade and other payables current increased by ₱144.76 million (4.34%) to ₱3.48 billion in 31 December 2024 compared to ₱3.34 billion in 30 June 2024, mainly due to increase in trade and other payables during the year.

Current loans payable and borrowings increased by P1.82 billion (36.15%) to P6.84 billion in 31 December 2024 compared to P5.03 billion in 30 June 2024, mainly due to additional loans made during the year.

Lease liabilities- current decreased by ₱61.36 million (20.00%) to ₱245.40 million in 31 December 2024 compared to ₱306.77 in 30 June 2024.

Contract Liabilities (current) decreased by ₱353.86 million (9.56%) to ₱3.35 billion as of 31 December 2024, from ₱3.70 billion as of 30 June 2024 decrease in advance payments received from customers during the year.

Advances from associates-current increased by ₱6.23 million (1.49%) to ₱423.35 million as of 31 December 2024, from ₱417.12 as of 30 June 2024 due to interest of advances made during the year.

Income tax payable of ₱86.94 million as of 31 December 2024 and *nil* in 30 June 2024.

Lease liabilities- non-current increased by ₱79.76 million (3.55%) to ₱2.32 billion in 31 December 2024 compared to ₱2.24 billion in 30 June 2024, mainly due to lease modification during the year.

Non-current loans payable and borrowings decreased by P47.20 million (2.44%) to P1.89 billion in 31 December 2024 compared to P1.94 billion in 30 June 2024, mainly due to payments made for the loans during the year.

Advances from associates- non-current increased by P3.32 million (.59%) to P570.19 million as of 31 December 2024, from P566.87 million as of 30 June 2024 due to additional advances made during the year.

Deferred tax liabilities decreased by ₱11.35 million (2.36%) to ₱470.73 million in 31 December 2024 compared to ₱482.09 million in 30 June 2024.

Provisions increased by ₱14.77 million (27.96%) to 67.59 million in 31 December 2024 compared to ₱52.82 million in 30 June 2024.

Post-employment benefit obligation of ₱4.53 million as of 31 December 2024 compared to ₱4.37 million in 30 June 2024.

Total stockholders' equity of the Group decreased by ₱346.36 million (3.01%) to ₱11.17 billion as of 31 December 2024, from ₱11.52 billion as of 30 June 2024 under review. The book value per share increased to ₱2.52 in 31 December 2024 from ₱2.60 in 30 June 2024.

Comparable Discussion on Material Changes in Cash Flows for the Six Months Period Ended 31 December 2024 vs. 31 December 2023

The consolidated cash and cash equivalents for 31 December 2024 increased by P369.37 million (122.62%) to P670.6 million as of 31 December 2024 from P310.23 million for the same period last year 31 December 2023. The increase is mainly attributable to higher revenue and additional loan received 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>31 December 2024</u>	<u>30 June 2024</u>
Liquidity Ratio - Current ratio	1.14 : 1.00	1.17 : 1.00
Leverage Ratio - Debt to Equity	1.77 : 1.00	1.57 : 1.00
Activity Ratio - Annualized PPE	6.81 times	14.45 times

	<u>31 December 2024</u>	<u>31 December 2023</u>
Profitability Ratios		
Return on Equity	4.62%	1.93%
Return on Assets	1.67%	0.75%

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.

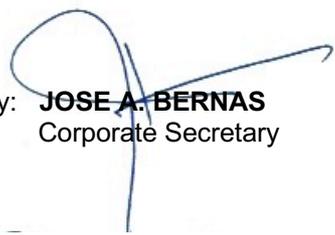
Separate Disclosures regarding the Financial Statements as required under SRC Rule 68.1

- 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 February 2026.

Issuer: **BERJAYA PHILIPPINES, INC.**

By:  **JOSE A. BERNAS**
Corporate Secretary

By:  **WINNIE R. MANANSALA**
Treasurer

BERJAYA PHILIPPINES INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2025 AND JUNE 30, 2025
(Amounts in Philippine Pesos)

"ANNEX A"

<u>A S S E T S</u>	<u>Notes</u>	<u>Dec 31 2025</u>	<u>Jun 30 2025</u>
CURRENT ASSETS			
Cash and cash equivalents	5	P 525,116,135	P 1,353,170,536
Trade and other receivables - net	6	5,457,843,513	5,609,483,183
Inventories - net	7	9,019,741,939	7,182,882,606
Advances to associates - net	13	507,953,669	498,190,618
Prepayments and other current assets	8	1,087,012,558	887,707,480
Total Current Assets		<u>16,597,667,815</u>	<u>15,531,434,423</u>
NON-CURRENT ASSETS			
Financial asset at fair value through other compreh	9	909,119,574	840,391,651
Right of use assets - net	12	2,632,842,954	2,754,906,431
Property and equipment - net	10	7,915,509,239	7,839,948,500
Investment property	11	209,325,948	211,626,800
Investments in associates - net	13	1,795,662,305	1,758,716,534
Intangible assets - net	14	1,963,697,411	1,930,948,236
Deferred tax assets - net		106,067,170	106,067,170
Post-employment benefit asset		571,622,736	559,168,159
Other non-current assets	8	2,539,683	2,214,668
Total Non-current Assets		<u>16,106,387,020</u>	<u>16,003,988,149</u>
TOTAL ASSETS		<u>P 32,704,054,834</u>	<u>P 31,535,422,572</u>
<u>LIABILITIES AND EQUITY</u>			
CURRENT LIABILITIES			
Trade and other payables	15	P 3,386,241,346	P 3,926,360,348
Loans payable and borrowings	16	8,313,646,832	6,435,563,624
Lease liabilities	12	277,541,935	304,168,666
Contract liabilities		3,261,520,501	3,142,463,463
Advances from related parties		409,540,000	345,540,000
Total Current Liabilities		<u>15,648,490,614</u>	<u>14,154,096,101</u>
NON-CURRENT LIABILITIES			
Lease liabilities	12	2,326,232,423	2,435,528,810
Loans payable and borrowings	16	2,018,237,633	2,074,308,536
Advances from related parties		400,617,525	522,810,571
Deferred tax liabilities - net		504,656,586	493,661,075
Post-employment benefit obligation - net		4,372,684	4,557,044
Total Non-current Liabilities		<u>5,254,116,851</u>	<u>5,530,866,036</u>
Total Liabilities		<u>P 20,902,607,465</u>	<u>P 19,684,962,137</u>
EQUITY			
Attributable to owners of the Parent Company			
Capital stock		4,427,009,132	4,427,009,132
Treasury shares - at cost		(988,150,025)	(988,150,025)
Revaluation reserves		159,100,843	90,372,920
Translation adjustment		950,742,619	809,762,418
Other reserves		(748,815,536)	(748,815,536)
Retained earnings		7,982,533,466	8,243,434,393
Total Equity		<u>11,782,420,499</u>	<u>11,833,613,302</u>
Attributable to non-controlling interest		<u>19,026,866</u>	<u>16,847,133</u>
Total Equity		<u>11,801,447,365</u>	<u>11,850,460,435</u>
TOTAL LIABILITIES AND EQUITY		<u>P 32,704,054,830</u>	<u>P 31,535,422,572</u>

See Notes to Consolidated Financial Statements.

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the six months ended DECEMBER 31, 2025 and DECEMBER 31, 2024
(Amounts in Philippine Pesos)
(UNAUDITED)

	<u>3 months</u>	<u>YTD</u>	<u>3 months</u>	<u>YTD</u>
	Dec 31, 2025	Dec 31, 2025	Dec 31, 2024	Dec 31, 2024
REVENUES				
Sale of vehicles	P 9,113,347,839	P 17,802,171,517	P 8,198,723,697	P 16,905,658,316
Servicing and bodyshop	499,594,968	2,130,995,201	988,932,559	2,009,072,617
Hotel operations	40,573,051	73,354,488	37,238,274	68,578,969
Tipping fee	72,504,127	138,241,377	10,289,533	23,139,217
	<u>9,726,019,985</u>	<u>20,144,762,583</u>	<u>9,235,184,063</u>	<u>19,006,449,119</u>
COSTS AND OPERATING EXPENSES				
Cost of vehicles sold	8,411,812,132	16,349,396,511	7,482,017,390	15,535,668,974
Salaries and employee benefits	679,835,335	1,369,638,378	597,155,089	1,214,257,031
Bodyshop repairs and parts	(83,146,985)	941,445,186	450,952,852	881,267,051
Advertising and promotions	244,165,064	504,513,852	261,081,876	520,545,352
Depreciation and amortization	225,713,157	443,459,450	208,649,988	424,918,755
Taxes and licenses	75,719,388	153,702,463	57,677,798	124,244,762
Communication, light and water	34,400,258	70,362,365	32,037,213	61,951,356
Professional fees	31,009,752	61,228,752	32,645,572	59,609,772
Rental	21,260,073	24,179,126	28,832,591	31,477,616
Transportation and travel	7,262,989	22,118,236	(5,638,945)	9,472,953
Food and beverages	5,172,949	9,387,543	1,195,236	6,073,044
Representation and entertainment	6,667,999	8,531,861	901,626	1,367,040
Other Expenses	184,568,233	382,747,825	140,656,370	283,285,109
	<u>9,844,440,344</u>	<u>20,340,711,548</u>	<u>9,288,164,656</u>	<u>19,154,138,815</u>
OPERATING PROFIT (LOSS)	(<u>118,420,359</u>)	(<u>195,948,965</u>)	(<u>52,980,593</u>)	(<u>147,689,696</u>)
OTHER INCOME (CHARGES)				
Impairment loss				
Finance costs and other charges	(164,883,480)	(316,589,991)	(165,553,375)	(276,339,811)
Finance income	79,839,737	176,246,839	106,747,143	172,708,041
Equity share in net income of associates	16,810,468	36,945,771	21,536,551	50,287,191
Other Income (Charges)	5,673,324	42,594,046	(7,025,206)	4,869,061
	(<u>62,559,951</u>)	(<u>60,803,335</u>)	(<u>44,294,887</u>)	(<u>48,475,518</u>)
PROFIT BEFORE TAX	(<u>180,980,310</u>)	(<u>256,752,300</u>)	(<u>97,275,480</u>)	(<u>196,165,214</u>)
TAX EXPENSE	<u>1,488,135</u>	<u>1,968,939</u>	<u>3,719,150</u>	<u>8,528,043</u>
NET PROFIT (LOSS)	(<u>182,468,445</u>)	(<u>258,721,239</u>)	(<u>100,994,630</u>)	(<u>204,693,257</u>)
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss				
Net unrealized fair value gains on financial assets at fair value through other comprehensive income - net of tax	<u>68,076,937</u>	<u>68,727,923</u>	(<u>27,003,128</u>)	(<u>5,272,413</u>)
<i>Balance carried forward</i>	P <u>68,076,937</u>	P <u>68,727,923</u>	(P <u>27,003,128</u>)	(P <u>5,272,413</u>)
Item that will be reclassified subsequently to profit or loss				
Translation adjustment	<u>117,367,190</u>	<u>140,980,201</u>	(<u>163,182,725</u>)	(<u>136,393,448</u>)
	<u>117,367,190</u>	<u>140,980,201</u>	(<u>163,182,725</u>)	(<u>136,393,448</u>)
TOTAL COMPREHENSIVE INCOME	P <u>2,975,682</u>	(P <u>49,013,115</u>)	(P <u>291,180,483</u>)	(P <u>346,359,118</u>)
Net profit (loss) attributable to:				
Parent Company's shareholders	(P <u>183,156,821</u>)	(P <u>260,900,972</u>)	(P <u>101,632,663</u>)	(P <u>206,625,633</u>)
Non-controlling interest	<u>688,376</u>	<u>2,179,733</u>	<u>638,033</u>	<u>1,932,376</u>
	(P <u>182,468,445</u>)	(P <u>258,721,239</u>)	(P <u>100,994,630</u>)	(P <u>204,693,257</u>)
Total comprehensive income attributable to:				
Parent Company's shareholders	P <u>2,287,306</u>	(P <u>51,192,848</u>)	(P <u>291,818,516</u>)	(P <u>291,818,516</u>)
Non-controlling interest	<u>688,376</u>	<u>2,179,733</u>	<u>638,033</u>	<u>1,932,376</u>
	P <u>2,975,682</u>	(P <u>49,013,115</u>)	(P <u>291,180,483</u>)	(P <u>346,359,118</u>)
Earnings (Loss) Per Share - Basic and Diluted	(P <u>0.042</u>)	(P <u>0.060</u>)	(P <u>0.023</u>)	(P <u>0.048</u>)

FOR THE YEARS ENDED DECEMBER 31, 2025, AND DECEMBER 31, 2024
(Amounts in Philippine Pesos)

	Attributable to Owners of the Parent Company										
	Capital Stock	Treasury Stock - at Cost	Revaluation Reserves	Other Reserves	Translation Adjustment	Retained Earnings		Total	Total Attributable to Parent Company	Non-controlling Interests	Total Equity
						Appropriated	Unappropriated				
Balance at July 1, 2025	P 4,427,009,132	(P 988,150,025)	P 90,372,920	(P 748,815,536)	P 809,762,418	P 2,000,000,000	P 6,243,434,438	P 8,243,434,438	P 11,853,613,347	P 16,847,133	P 11,850,460,480
Total comprehensive income											
Net loss for the year	-	-	-	-	-	-	(260,900,972)	(260,900,972)	(260,900,972)	2,179,733	(258,721,239)
Net unrealized fair value gains on financial assets at fair value through other comprehensive income (FVOCI)	-	-	68,727,923	-	-	-	-	-	68,727,923	-	68,727,923
Translation adjustment	-	-	-	-	140,980,201	-	-	-	140,980,201	-	140,980,201
Realized fair value changes on disposals of equity securities classified as financial assets at FVOCI	-	-	68,727,923	-	140,980,201	-	(260,900,972)	(260,900,972)	(51,192,848)	2,179,733	(49,013,115)
	-	-	-	-	-	-	-	-	-	-	-
Balance at December 31, 2025	<u>P 4,427,009,132</u>	<u>(P 988,150,025)</u>	<u>P 159,100,843</u>	<u>(P 748,815,536)</u>	<u>P 950,742,619</u>	<u>P 2,000,000,000</u>	<u>P 5,982,533,466</u>	<u>P 7,982,533,466</u>	<u>P 11,782,420,499</u>	<u>P 19,026,866</u>	<u>P 11,801,447,365</u>

	Attributable Owners of the Parent Company										
	Capital Stock	Treasury Stock - at Cost	Revaluation Reserves	Other Reserves	Translation Adjustment	Retained Earnings		Total	Total Attributable to Parent Company	Non-controlling Interests	Total Equity
						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	-	-	-	-	-	-	(206,625,633)	(206,625,633)		1,932,376	(204,693,257)
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 financial assets at FVOCI	-	-	(5,272,413)	-	-	-	-	(5,272,413)		-	(5,272,413)
Reduction in non-controlling interest	-	-	-	-	-	-	-	-		-	-
Effect of change in percentage ownership	-	-	-	-	-	-	-	-		-	-
Disposal of financial asset	-	-	-	-	-	-	-	-		-	-
Disposal of subsidiary	-	-	-	-	-	-	-	-		-	-
Translation adjustment	-	-	-	-	(136,393,448)	-	-	(136,393,448)		-	(136,393,448)
Total equity at December, 2024	<u>P 4,427,009,132</u>	<u>(P 988,150,025)</u>	<u>P 10,253,434</u>	<u>(P 748,815,536)</u>	<u>P 404,913,946</u>	<u>P 2,000,000,000</u>	<u>P 6,051,446,970</u>	<u>P 11,156,657,921</u>		<u>P 14,513,518</u>	<u>P 11,171,171,439</u>

See Notes to Consolidated Financial Statements.

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
INTERIM CONSOLIDATED STATEMENTS OF CASHFLOWS
For the six months ended DECEMBER 31, 2025 and DECEMBER 31, 2024
(Amounts in Philippine Pesos)
(UNAUDITED)

	3 Months Ended <u>Dec 31, 2025</u>	6 Months Ended <u>Dec 31, 2025</u>	3 Months Ended <u>Dec 31, 2024</u>	6 Months Ended <u>Dec 31, 2024</u>
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income	(180,980,310)	(256,752,300)	(97,275,480)	(196,165,214)
Adjustments for:				
Depreciation and amortization	225,713,157	443,459,450	208,649,988	424,918,755
Dividend Income	(234,602)	(2,334,310)	(2,288,064)	(2,288,064)
Interest Expense	164,883,480	316,589,991	149,943,308	276,339,811
Interest Income	(65,291,304)	(139,111,610)	(107,167,488)	(65,540,553)
Equity Share in net losses (income) of associates	(16,810,468)	(36,945,771)	(21,536,551)	(50,287,191)
Unrealized foreign exchange losses (gain)	(14,313,831)	(34,800,919)	(21,217,604)	(5,607,537)
Operating income before working capital changes	<u>112,966,122</u>	<u>290,104,531</u>	<u>109,108,109</u>	<u>381,370,007</u>
Decrease / (Increase) in:				
Trade and other receivables	(282,675,903)	151,639,670	484,846,830	693,300,810
Inventories	(1,247,129,971)	(1,836,859,333)	(2,935,749,865)	(2,286,550,973)
Post employment benefit asset	(10,341,862)	(12,454,577)	12,903,025	10,859,129
Prepaid expenses and other current assets	(26,364,258)	(199,305,078)	(91,835,094)	(657,659,795)
Other non-current assets	(228,592)	(325,015)	-	-
Increase / (Decrease) in:				
Trade and other payables	(438,455,758)	(540,119,002)	48,179,808	(5,768,382)
Contract liabilities	(34,548,017)	119,057,038	(91,645,945)	(353,861,807)
Retirement Obligation	(309,360)	(184,360)	165,000	165,000
Cash paid for income taxes	<u>-</u>	<u>-</u>	<u>(1,236,246)</u>	<u>(95,466,031)</u>
Net cash provided (used in) operating activities	<u>(1,927,087,599)</u>	<u>(2,028,446,126)</u>	<u>(2,465,264,378)</u>	<u>(2,313,612,042)</u>
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of Property and equipment	(209,368,698)	(209,368,698)	(172,202,048)	(226,794,153)
Advances to (collection from) associate - net	<u>(4,881,526)</u>	<u>(9,763,051)</u>	<u>(6,700,000)</u>	<u>(23,700,000)</u>
Net cash provided (used in) by investing activities	<u>(214,250,224)</u>	<u>(219,131,749)</u>	<u>(178,902,048)</u>	<u>(250,494,153)</u>
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from bank loans and borrowings	1,456,518,762	1,821,313,894	1,759,766,594	1,769,766,594
Payment of lease liabilities	(111,030,028)	(237,930,708)	91,285,405	18,398,719
Advances paid to related party	(38,925,684)	(122,193,046)	(12,480,900)	(15,976,500)
Advances received from related party	-	-	21,600,000	24,100,000
Repayment of bank loan and borrowings	6,720,371	(41,666,667)	(26,405,711)	(42,030,711)
Interest paid	<u>-</u>	<u>-</u>	<u>(366,627)</u>	<u>(919,572)</u>
Net cash provided (used in) by financing activities	<u>1,313,283,422</u>	<u>1,419,523,474</u>	<u>1,833,398,761</u>	<u>1,753,338,530</u>
EFFECT OF EXCHANGE RATE CHANGES TO CASH AND CASH EQUIVALENTS				
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(828,054,401)	(828,054,401)	(810,767,665)	(810,767,665)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	<u>1,353,170,536</u>	<u>1,353,170,536</u>	<u>1,481,368,682</u>	<u>1,481,368,682</u>
CASH AND CASH EQUIVALENTS AT ENDING OF PERIOD	<u>525,116,135</u>	<u>525,116,135</u>	<u>670,601,017</u>	<u>670,601,017</u>

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BERJAYA PHILIPPINES INC. AND SUBSIDIARIES
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS
As of December 31, 2025 and June 30, 2025
(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 December 31, 2025. 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 six months ended December 31, 2025 and as of June 30, 2025.

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 six months ended December 31, 2025 and as of June 30, 2025.

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 2025 that are Relevant to the Group

The Group adopted for the first time the following amendments to PFRS Accounting Standards, which are mandatorily effective for annual periods beginning on or after January 1, 2024, for its annual reporting period beginning July 1, 2024:

PAS 1 (Amendments)	:	Presentation of Financial Statements – Classification of Liabilities as Current or Non-current, and Non-current Liabilities with Covenants
PAS 7 and PFRS 7 (Amendments)	:	Statement of Cash Flows, and Financial Instruments: Disclosures – Supplier Finance Arrangements

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

- (i) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current*. The amendments provide guidance on whether a liability should be classified as either current or non-current. The amendments clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and that the classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability. The application of these amendments had no impact on the Group's financial statements.
- (ii) PAS 1 (Amendments), *Presentation of Financial Statements – Non-current Liabilities with Covenants*. The amendments specify that if the right to defer settlement for at least 12 months is subject to an entity complying with conditions after the reporting period, then those conditions would not affect whether the right to defer settlement exists at the end of the reporting period for the purposes of classifying a liability as current or non-current. For non-current liabilities subject to conditions, an entity is required to disclose information about the conditions, whether the entity would comply with the conditions based on its circumstances at the

reporting date and whether and how the entity expects to comply with the conditions by the date on which they are contractually required to be tested. The application of these amendments had no impact on the Group's financial statements.

- (iii) PAS 7 and PFRS 7 (Amendments), *Statement of Cash Flows, Financial Instruments: Disclosures – Supplier Finance Arrangements*. The amendments add a disclosure objective to PAS 7 stating that an entity is required to disclose information about its supplier finance arrangements that enables users of financial statements to assess the effects of those arrangements on the entity's liabilities and cash flows. In addition, PFRS 7 is amended to add supplier finance arrangements as an example within the requirements to disclose information about an entity's exposure to concentration of liquidity risk. The application of these amendments had no impact on the Group's financial statements.

(b) *Effective in Fiscal Year 2025 that are not Relevant to the Group*

Among the amendments to leases, PFRS Accounting Standards, which are mandatorily effective for annual periods beginning on or after January 1, 2024, amendments to PFRS 16 – *Lease Liability in a Sale and Leaseback*, is not relevant to the Group's financial statements.

(c) *Effective Subsequent to Fiscal Year 2025 but not Adopted Early*

There are pronouncements effective for annual periods subsequent to fiscal year 2025, 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 21 (Amendments), *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability* (effective from January 1, 2025)
- (ii) PFRS 9 and PFRS 7 (Amendments), *Financial Instruments, and Financial Instruments: Disclosures – Amendments to the Classification and Measurement of Financial Instruments* (effective from January 1, 2026)
- (iv) PFRS 18, *Presentation and Disclosure in Financial Statements* (effective from January 1, 2027). The new standard impacts the classification of profit or loss items (i.e., into operating, investing and financing categories) and the presentation of subtotals in the statement of profit or loss (i.e., operating profit and profit before financing and income taxes). The new standard also changes the aggregation and disaggregation of information presented in the primary financial statements and in the notes. It also introduces required disclosures about management-defined performance measures. The new standard, however, does not affect how an entity recognizes and measures its financial condition, financial performance and cash flows.
- (v) PFRS 10 and PAS 28 (Amendments), *Consolidated Financial Statements and Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (effective date deferred indefinitely)

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 December 31, 2025 and June 30, 2025, 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 December 31, 2025 and June 30, 2025.

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>Dec 31, 2025</u>	<u>June 30, 2025</u>
	(Unaudited)	(Audited)
Php - GBP	479,333,872	1,535,704,048
Php - MYR	812,050	3,130,127
Php - USD	146,985	743,360

(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.

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.

	Notes	<u>Dec 31, 2025</u>		<u>June 30, 2025</u>
		(Unaudited)		(Audited)
Cash and cash equivalents	5	P 525,116,135	P	1,353,170,536
Trade and other receivables - net	6	5,457,491,379		5,636,347,874
Advances to associates	13	507,953,669		498,190,618
Refundable deposits	8	4,660,842		8,215,232
		P 6,495,222,025	P	7,495,924,260

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 December 31, 2025 and June 30, 2025 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 December 31, 2025 and June 30, 2025, 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, management generally follows the Group's three service lines. The Group is engaged in the business of Services, Investments and Motor Vehicle Dealership. Presented in the succeeding page is the basis of the Group in reporting its strategic decision-making activities.

- (a) The Services segment mainly pertains to the hotel operations of PHPI and landfill operations of FEC.
- (b) The Investments segment relates to investing activities particularly holding financial assets at FVTPL and FVOCI, and investments in subsidiaries and associates.
- (c) The Motor Vehicle Dealership segment mainly pertains to the luxury motor vehicle retailers and provision of aftersales services of H.R. Owen.

The segment results also include the equity share in net income and losses of associates operating in the same industry.

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, right-of-use assets 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, lease, 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 businesses 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 and certain assets and liabilities information regarding industry segments as at Dec 31, 2025, Dec 31, 2024 and June 30, 2025.

	Dec 31, 2025			
FOR SEGMENT REPORTING	Services	Investment	Motor Vehicle	Total
Income				
Revenue from external sources	211,595,865	-	19,933,166,719	20,144,762,584
Interest income from external sources	106,454	44,840,172	128,965,904	173,912,530
Other income from external sources	287,810	2,334,310	42,306,235	44,928,355
Share in net income of associates	14,487,801	-	22,457,970	36,945,771
Inter-segment income	-	-	-	-
Total income	226,477,930	47,174,482	20,126,896,828	20,400,549,240
Expenses				
Costs and operating expenses before depreciation,	141,015,843	6,289,270	19,746,515,875	19,893,820,989
Depreciation and amortization	42,380,228	12,000	401,067,222	443,459,450
Interest expense	7,130,035	9,466,083	299,993,873	316,589,991
Share in net loss of associates	-	-	-	-
Other expenses	-	-	3,431,111	3,431,111
Loss on deemed disposal	-	-	-	-
Intersegment costs and expenses	-	-	-	-
Total expenses	190,526,106	15,767,353	20,451,008,081	20,657,301,541
Segment profit before taxes	35,951,824	31,407,129	(324,111,254)	(256,752,301)
Net profit (loss)	34,780,900	30,609,114	(324,111,254)	(258,721,240)
Segment Assets	1,893,128,076	8,696,889,198	25,124,163,523	35,714,180,797
Segment Liabilities	1,725,369,425	1,280,863,099	19,989,435,634	22,995,668,158
Capital expenditures	22,201,492	-	62,768,308	84,969,800

	Dec 31, 2024			
FOR SEGMENT REPORTING	Services	Investment	Motor Vehicle Dealership	Total
Income				
Revenue from external sources	91,718,186	-	18,914,730,933	19,006,449,119
Interest income from external sources	6,805	43,259,625	127,153,547	170,419,977
Other income from external sources	1,377,659	2,288,060	15,677,888	19,343,607
Share in net income of associates	10,632,506	-	55,362,179	65,994,685
Inter-segment income	-	-	-	-
Total income	103,735,156	45,547,685	19,112,924,547	19,262,207,388
Expenses				
Costs and operating expenses before depreciatio	95,859,272	6,790,313	18,626,570,475	18,729,220,060
Depreciation and amortization	14,247,261	12,000	410,659,494	424,918,755
Interest expense	4,312,780	10,254,244	267,380,324	281,947,348
Share in net loss of associates	13,418,765	-	2,288,729	15,707,494
Other expenses	-	-	-	-
Loss on deemed disposal	-	-	-	-
Intersegment costs and expenses	-	-	-	-
Total expenses	127,838,078	17,056,557	19,306,899,022	19,451,793,657
Segment profit before taxes	(24,102,922)	28,491,128	(193,974,475)	(189,586,269)
Net profit (loss)	(24,103,883)	19,964,050	193,974,474	189,834,641
Segment Assets	1,668,677,869	9,281,879,163	23,285,481,094	34,236,038,126
Segment Liabilities	1,536,605,194	1,332,814,089	18,615,565,537	21,484,984,820
Capital expenditures	7,135,363	-	985,692,679	992,828,042

FOR SEGMENT REPORTING	June 30 2025			
	Services	Investment	Motor Vehicle Dealership	Total
Income				
Revenue from external sources	233,397,257	-	43,034,662,709	43,268,059,966
Interest income from external sources	(80,096)	115,758,455	292,621,485	408,299,844
Other income from external sources	2,402,232	8,320,693	62,827,935	73,550,860
Share in net income of associates	184,854,981	-	91,406,610	276,261,591
Inter-segment income	-	121,460,000	-	121,460,000
Total income	<u>420,574,374</u>	<u>245,539,148</u>	<u>43,481,518,739</u>	<u>44,147,632,261</u>
Expenses				
Costs and operating expenses before depreciation, amortization and taxes	187,566,670	14,317,121	41,813,038,228	42,014,922,020
Depreciation and amortization	42,946,128	24,000	836,119,618	879,089,746
Interest expense	18,043,209	16,331,601	569,115,669	603,490,479
Other expenses	-	828,430,375	18,761,338	847,191,713
Total expenses	<u>248,556,007</u>	<u>859,103,097</u>	<u>43,237,034,853</u>	<u>44,344,693,958</u>
Segment profit before taxes	<u>172,018,367</u>	<u>(613,563,949)</u>	<u>244,483,886</u>	<u>84,620,556</u>
Net profit (loss)	<u>178,524,835</u>	<u>(633,598,707)</u>	<u>163,019,401</u>	<u>(292,054,472)</u>
Segment Assets	<u>1,869,531,925</u>	<u>8,700,508,361</u>	<u>24,035,618,960</u>	<u>34,605,659,246</u>
Segment Liabilities	<u>1,722,066,421</u>	<u>1,378,858,075</u>	<u>18,666,227,184</u>	<u>21,767,151,680</u>
Capital expenditures	<u>105,953,122</u>		<u>796,843,086</u>	<u>902,796,208</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>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Cash on Hand and in Banks	P 525,116,135	P 1,252,108,036
Short-term placement	-	101,062,500
	<u>P 525,116,135</u>	<u>P 1,353,170,536</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>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Deposits	P 3,146,624,199	P 3,332,564,224
Trade Receivables	907,311,305	653,414,979
Due from related party	605,214,133	583,035,019
Payments for future acquisition of investments	450,897,623	453,213,835
Manufacturer's Bonuses	215,325,074	330,645,579
Advances to officers and employees	352,134	386,576
Other Receivables	150,814,814	283,474,238
	5,476,539,282	5,636,734,450
Allowance for Impairment	(18,695,769)	(27,251,267)
	P 5,457,843,513	P 5,609,483,183

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. In 2025, the Parent Company made a deposit to a domestic counterparty in relation to the planned acquisition of high-value, high-dividend-yielding equity instruments. The transaction is intended to be a short-term investment, primarily undertaken to enhance liquidity and optimize returns on surplus cash.

Manufacturer's bonuses mainly pertain to incentives received by H.R. Owen from its car manufacturer for the sale of vehicles and related parts including meeting certain volume requirements.

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

7. INVENTORIES

The compositions of this account are shown below.

	<u>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
At cost:		
Vehicles	P 7,169,710,528	P 5,061,384,110
Parts and components	346,963,914	413,987,365
Hotel supplies	5,957,561	3,806,438
	7,522,632,003	5,479,177,913
At net realizable value:		
Vehicles	1,676,514,521	1,961,560,289
Parts and components	84,858,878	51,901,436
	1,761,373,399	2,013,461,725
Allowance for inventory write down	(264,263,463)	(309,757,032)
	1,497,109,936	1,703,704,693
	P 9,019,741,939	P 7,182,882,606

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>Dec 31, 2025</u>		<u>June 30, 2025</u>
	(Unaudited)		(Audited)
Balance at beginning of year	P 309,757,032	P	348,511,101
Write-off during the year	(296,770,728)		(476,387,632)
Additional provision during the year	245,515,005		424,559,279
Translation adjustment	5,762,154		13,074,284
	<u>P 264,263,463</u>	P	<u>309,757,032</u>

8. PREPAYMENTS AND OTHER CURRENT ASSETS

The details of this account are as follows:

	<u>Dec 31, 2025</u>		<u>June 30, 2025</u>
	(Unaudited)		(Audited)
Current:			
Vat Recoverable	P 503,300,472	P	274,049,178
Advances for inventories	272,721,908		249,756,669
Prepaid Expenses	210,368,998		269,441,815
Input VAT	67,209,388		72,968,025
Advances to suppliers	18,888,450		5,288,708
Creditable withholding tax	10,677,116		9,093,949
Refundable deposits	2,121,159		6,000,564
Prepaid taxes	1,328,987		615,452
Deferred input VAT	396,081		493,120
	<u>P 1,087,012,558</u>	P	<u>887,707,480</u>
Non-current:			
Refundable deposits	2,539,683		2,214,668
	<u>P 1,089,552,241</u>	P	<u>889,922,148</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 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.

In 2025, the Group made non-refundable deposits for the purchase of new vehicle units and customized vehicles for special orders. These non-refundable deposits are presented as Advances for inventories under Prepayments Other Current Assets in the 2025 consolidated statement of financial position. There were no similar transaction in 2024.

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.

9. INVESTMENT SECURITIES

This account consists of the following financial assets:

	<u>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Equity securities:		
Quoted	P 495,549,292	P 435,832,281
Unquoted	<u>413,570,282</u>	<u>404,559,370</u>
	<u>P 909,119,574</u>	<u>P 840,391,651</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 December 31, 2025 and June 30, 2025 are shown below.

	Buildings	Transportation Equipment	Workshop Equipment	Office Furniture, Fixtures and Equipment	Hotel and Kitchen Equipment and Utensils	Leasehold improvements	Sanitary Landfill Cell Area	Land	Construction in Progress	Total
December 31, 2025										
Cost	4,155,799,684	145,843,035	2,598,593,000	19,206,521	24,520,049	1,111,792,753	882,591,807	1,221,795,361	125,059,656	10,285,201,866
Accumulated depreciation and amortization	(369,628,831)	(43,694,280)	(1,016,549,321)	(13,256,123)	(17,003,825)	(875,131,145)	(34,429,101)	-	-	(2,369,692,626)
Net carrying amount	3,786,170,809	102,148,754	1,582,043,679	5,950,398	7,516,224	236,661,608	848,162,706	1,221,795,361	125,059,656	7,915,509,239
	Buildings (Hotel)	Buildings	Transportation Equipment	Plant & Machinery	Office Furniture, Fixtures and Equipment	Hotel and Kitchen Equipment and Utensils	Leasehold improvements	Construction in Progress	Land	Total
June 30, 2025										
Cost	720,291,386	3,291,428,949	144,812,590	3,240,453,735	15,850,045	22,437,658	1,018,890,286	339,309,123.76	1,195,174,755	9,988,648,529
Accumulated depreciation and amortization	(216,212,634)	(119,374,269)	(49,356,473)	(905,392,452)	(12,696,852)	(16,026,536)	(829,640,813)	-	-	(2,148,700,029)
Net carrying amount	504,078,752	3,172,054,681	95,456,116	2,335,061,283	3,153,194	6,411,122	189,249,473	339,309,124	1,195,174,755	7,839,948,500

11. INVESTMENT PROPERTY

In 2017, the Group acquired certain residential property amounting to P132,720,106 (2,218,235GBP), which is classified by the Group as investment property. The fair value of investment property as of June 30, 2025 and 2024 amounted to P144,251,160 and P143,708,185, respectively, which is both equivalent to 1,850,000GBP. The fair value of investment property was assessed with reference to the current market conditions with the most recent valuation carried out by external independent qualified valuers as of August 29, 2023. In 2025 and 2024, there was no significant change noted in the fair value of investment property. The only movement in investment property pertains to translation adjustment in 2025 and 2024; hence, no separate reconciliation was presented for the carrying amount.

The translated amount of investment property as at December 31, 2025 and June 30, 2025 amounted to 209,325,948 and P211, 626,800, respectively.

12. LEASES

The Group has a lease for a certain land and building. The lease is reflected separately on the consolidated statements of financial position as Right-of-use Asset and Lease Liability. The amortization expense relating to right-of-use assets is presented as part of Depreciation and amortization under Costs and Operating Expenses section in the consolidated statements of comprehensive income.

The carrying amounts of the Group's right-of-use assets and the movements during the period December 31, 2025 and June 30, 2025 are shown below.

<i>(Amounts in PHP)</i>	Land	Building	Total
Balance at July 1, 2025	188,859,643	2,566,046,788	2,754,906,431
Additions	-	-	-
Amortization	(3,304,913)	(171,179,158)	(174,484,071)
Translation adjustment	-	53,344,869	53,344,350
Remeasurement	-	(923,756)	(923,756)
Balance at December 31, 2025	185,554,730	2,447,288,743	2,632,842,954
	Land	Building	Total
Balance at July 1, 2024	84,520,243	2,299,449,999	2,383,970,242
Additions	104,124,088	591,061,356	695,185,444
Amortization	(8,612,213)	(380,549,699)	(389,161,912)
Translation adjustment	-	84,654,241	84,654,241
Remeasurement	8,827,525	(28,569,109)	(19,741,584)
Balance at June 30, 2025	188,859,643	2,566,046,788	2,754,906,431

Lease liabilities are presented in the consolidated statement of financial position as at December 31, 2025 and June 30, 2025 as follows:

	<u>Dec 31, 2025</u>	<u>June 30, 2025</u>
	(Unaudited)	(Audited)
Current	P 277,541,935	P 304,168,666
Non-current	2,326,232,423	2,435,528,810
	<u>P 2,603,774,358</u>	<u>P 2,739,697,476</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:

Notes	PLPI	BPPI	BAPI	PGMC	CPI	SBMPI	NPI	BAAI	CBFC	Total
December 31, 2025										
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 1,205,584
Additional investment	-	-	-	-	-	-	-	-	-	-
Translation adjustment	-	-	-	-	-	-	-	-	-	-
	<u>40,000</u>	<u>180,400</u>	<u>203,896</u>	<u>454,880</u>	<u>400</u>	<u>43,335</u>	<u>82,283</u>	<u>37,890</u>	<u>162,500</u>	<u>1,205,584</u>
Deduction of interest in associate in prior years	-	-	(149,987)	-	-	-	-	-	-	(149,987)
Dividends:										
Dividends received in current year	-	-	-	-	-	-	-	-	-	-
Dividends received in prior years	-	-	(70,700)	(252,000)	-	-	(41,460)	-	-	(364,160)
	-	-	(70,700)	(252,000)	-	-	(41,460)	-	-	(364,160)
Accumulated equity share in comprehensive income (loss):										
Share in comprehensive income (losses) in prior years	154,783	(180,400)	786,543	298,399	(400)	(37,751)	114,827	(15,317)	(47,820)	1,072,864
Share in net profit (losses) during the year	(1,918)	-	23,092	16,353	-	-	(634)	(3,412)	3,465	36,946
Share in other comprehensive losses during the year	-	-	-	-	-	-	-	-	-	-
Dilution gain on disposal of BAAI	-	-	-	-	-	-	-	-	-	-
Translation adjustment	-	-	-	-	-	-	-	-	-	-
	<u>152,865</u>	<u>(180,400)</u>	<u>809,635</u>	<u>314,752</u>	<u>(400)</u>	<u>(37,751)</u>	<u>114,193</u>	<u>(18,729)</u>	<u>(44,355)</u>	<u>1,109,810</u>
Total investments in associates	<u>192,865</u>	<u>-</u>	<u>792,844</u>	<u>517,632</u>	<u>-</u>	<u>5,584</u>	<u>155,016</u>	<u>19,161</u>	<u>118,145</u>	<u>1,801,247</u>
Allowance for impairment	-	-	-	-	-	(5,584)	-	-	-	(5,584)
Total investments in associates - net	<u>192,865</u>	<u>-</u>	<u>792,844</u>	<u>517,632</u>	<u>-</u>	<u>-</u>	<u>155,016</u>	<u>19,161</u>	<u>118,145</u>	<u>1,795,663</u>
Advances	<u>507,954</u>	<u>563,176</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,071,129</u>
Allowance for impairment	-	(563,176)	-	-	-	-	-	-	-	(563,176)
Advances - net	<u>507,954</u>	<u>(0)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>507,953</u>
	P 700,819	(P 0)	P 792,844		P -	P -	P 155,016	P 19,161	P 118,145	P 2,303,616
	PLPI	BPPI	BAPI	PGMC	CPI	SBMPI	NPI	BAAI	CBFC	Total
June 30, 2025										
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 1,205,584
Additional investment	-	-	-	-	-	-	-	-	-	-
Translation adjustment	-	-	-	-	-	-	-	-	-	-
	<u>40,000</u>	<u>180,400</u>	<u>203,896</u>	<u>454,880</u>	<u>400</u>	<u>43,335</u>	<u>82,283</u>	<u>37,890</u>	<u>162,500</u>	<u>1,205,584</u>
Deduction of interest in associate in prior years	-	-	(149,987)	-	-	-	-	-	-	(149,987)
Dividends:										
Dividends received in current year	-	-	-	(80,000)	-	-	(41,460)	-	-	(121,460)
Dividends received in prior years	-	-	(70,700)	(172,000)	-	-	-	-	-	(242,700)
	-	-	(70,700)	(252,000)	-	-	(41,460)	-	-	(364,160)
Accumulated equity share in comprehensive income (loss):										
Share in comprehensive income (losses) in prior years	157,127	(180,400)	686,249	283,928	(400)	(37,751)	(63,085)	(6,173)	(43,046)	796,449
Share in net profit (losses) during the year	(2,344)	-	100,509	14,061	-	-	177,912	(9,103)	(4,774)	276,261
Share in other comprehensive losses during the year	-	-	(215)	410	-	-	-	(41)	-	154
	<u>154,783</u>	<u>(180,400)</u>	<u>786,543</u>	<u>298,399</u>	<u>(400)</u>	<u>(37,751)</u>	<u>114,827</u>	<u>(15,317)</u>	<u>(47,820)</u>	<u>1,072,864</u>
Total investments in associates	<u>194,783</u>	<u>-</u>	<u>769,752</u>	<u>501,279</u>	<u>-</u>	<u>5,584</u>	<u>155,630</u>	<u>22,573</u>	<u>114,680</u>	<u>1,764,301</u>
Allowance for impairment	-	-	-	-	-	(5,584)	-	-	-	(5,584)
Total investments in associates - net	<u>194,783</u>	<u>-</u>	<u>769,752</u>	<u>501,279</u>	<u>-</u>	<u>-</u>	<u>155,630</u>	<u>22,573</u>	<u>114,680</u>	<u>1,758,717</u>
Advances	<u>498,191</u>	<u>563,176</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,061,367</u>
Allowance for impairment	-	(563,176)	-	-	-	-	-	-	-	(563,176)
Advances - net	<u>498,191</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>498,191</u>
	P 692,974	-	P 769,752		P -	P -	P 155,630	P 22,573	P 114,680	P 2,256,908

14. INTANGIBLE ASSETS

The compositions of this account are shown below.

	<u>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Goodwill	P 1,031,201,157	P 1,008,733,275
Delearship rights	110,803,099	803,790,018
Customer relationship	<u>821,693,155</u>	<u>118,424,943</u>
	P 1,963,697,411	P 1,930,948,236

15. TRADE AND OTHER PAYABLES, AND PROVISIONS

This account consists of the following:

	<u>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Current:		
Trade Payables	P 2,144,222,301	P 2,265,514,960
Accrued expenses	657,002,531	585,838,438
Provision	57,537,735	50,899,963
Deferred consideration	56,932,023	55,691,582
Deferred Output VAT	35,105,919	30,546,794
Due to a related party	18,224,259	14,120,648
Withholding taxes payable	861,735	459,750,071
Income Tax Payable	556,398	699,665
Other payables	<u>415,798,446</u>	<u>463,298,227</u>
	P 3,386,241,346	P 3,926,360,348

16. LOANS PAYABLE AND BORROWINGS

This account consists of the following:

	<u>Dec 31, 2025</u> (Unaudited)	<u>June 30, 2025</u> (Audited)
Current		
Vehicle stocking loans	P 7,721,741,713	P 5,855,812,227
Bank Loans	445,712,028	436,743,576
Manufacturer's Loans	146,193,091	143,007,821
Others	-	-
	P 8,313,646,832	P 6,435,563,624
Non-current		
Bank Loans	162,500,000	187,500,000
Manufacturer's Loans	1,855,737,633	1,886,808,536
Others	-	-
	P 2,018,237,633	P 2,074,308,536
	P 10,331,884,465	P 8,509,872,160

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.

	Dec 31, 2025		June 30, 2025	
	Carrying Amounts	Fair Values	Carrying Amounts	Fair Values
<i>(Amounts in PHP)</i>				
<i>Ehni mbli k@rdsr</i>				
At amortized cost:				
Cash and cash equivalents	525,116,135	525,116,135	1,353,170,536	1,353,170,536
Trade and other receivables - net	5,457,491,379	5,457,491,379	5,609,096,662	5,609,096,662
Advances to associates - net	508,045,548	508,045,548	498,190,618	498,190,618
Refundable deposits	4,660,842	4,660,842	8,215,232	8,215,232
	6,495,313,904	6,495,313,904	7,468,673,048	7,468,673,048
Financial Assets at FVOCI	909,119,574	909,119,574	840,391,651	840,391,651
<i>Ehni mbli kKli aKshlr</i>				
At amortized cost:				
Trade and other payables	3,726,047,134	3,726,047,134	3,789,684,342	3,789,684,342
Lease liability	277,541,935	277,541,935	281,389,254	281,389,254
Loans payable and borrowings	8,857,702,879	8,857,702,879	8,509,872,160	8,509,872,160
Advances from related parties	810,157,525	810,157,525	868,350,571	868,350,571
	13,671,449,472	13,671,449,472	13,449,296,327	13,449,296,327

BERJAYA PHILIPPINES, INC. AND SUBSIDIARIES
(Formerly Prime Gaming Philippines, Inc. and Subsidiaries)
[A Subsidiary of Berjaya Lottery Management (HK) Limited]
Schedule of Trade and Other Receivables
As of December 31, 2025

"ANNEX B"

	Amount (Peso)
a) Trade and Non Trade Receivables	
Trade Receivables	907,311,303
Deposits	3,146,624,200
	<u>4,053,935,503</u>
b) Other Receivables	
Payment for future acquisition of investments	450,897,623
Advances to related parties	605,214,133
Manufacturers bonus	215,325,074
Advances to employees	352,135
Other Receivables	150,814,815
	<u>1,422,603,780</u>
Total Trade and Other Receivables	5,476,539,283
Less: Allowance for Impairment	(18,695,769)
Total Trade and Other Receivables (net)	<u>5,457,843,513</u>

2 Accounts Receivable Description

Type of Receivables	Nature/Description
Trade Receivables	This is usually due within 30 to 60 days and do not bear any interest.
Deposits	This represent amounts provided to a foreign asset management firm engaged in the business of general trading and financing services, inclusive of accrued interest.
Payment for future investment acquisition	This represent deposits made to domestic counterparty in relation to the planned acquisition of high-value, high-dividend-yielding equity instruments.
Advances ro Related parties	Advances granted to related party
Manufacturer's bonuses	This is mainly pertain to incentives received by H.R. Owen from its car manufacturer for the sale of vehicles and related parts including meeting certain volume requirements.
Other Receivables	This include outstanding warranty claims, finance commissions and interest income.

3 Normal Operating Cycle:

365 days

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

Financial Indicators
December 31, 2025

Financial Indicators	Computation		Ratios		Computation	Ratios
	Dec 2025	Dec 2024	Dec 2025	Dec 2024	June 2025	June 2025
Quick ratio						
Cash and cash equivalents +	525,116,135	3,381,561,287			1,353,170,536	
Financial asset at fair value through profit or loss	-	-			-	
Trade and other receivables - net +	5,457,843,513	820,237,440			5,609,483,183	
Advances to associates	507,953,669	2,170,212,782	0.41	0.57	498,190,618	0.53
Total Current Liabilities	15,648,490,614	11,274,616,691			14,154,096,101	
Current/liquidity ratio						
Total Current Assets	16,597,667,815	16,432,903,996	1.06	1.14	15,531,434,423	1.10
Total Current Liabilities	15,648,490,614	14,427,761,361			14,154,096,101	
Debt-to-equity ratio						
Total Liabilities	20,902,607,465	19,755,651,896	1.77	1.77	19,684,962,137	1.66
Total Equity	11,801,447,365	11,171,171,439			11,850,460,435	
Debt-to-assets ratio						
Total Liabilities	20,902,607,465	19,755,651,896	0.64	0.64	19,684,962,137	0.62
Total Assets	32,704,054,834	30,926,823,334			31,535,422,572	
Equity-to-assets ratio						
Total Equity	11,801,447,365	11,171,171,439	0.36	0.36	11,850,460,435	0.38
Total Assets	32,704,054,834	30,926,823,334			31,535,422,572	
Annualized PPE Turnover						
Net Revenue	9,726,019,985	19,006,449,119	3.28	6.81	39,926,994,875	13.63
PPE	7,915,509,239	7,045,925,910			7,839,948,500	
Annualized Return on assets						
Net Profit	(258,721,239)	(204,693,257)	-2.11%	-1.67%	224,737,562	1.91%
Total Assets	32,704,054,834	30,926,823,334			31,535,422,572	
Annualized Return on equity						
Net Profit	(258,721,239)	(204,693,257)	-5.84%	-4.62%	224,737,562	5.08%
Total Equity	11,801,447,365	11,171,171,439			11,850,460,435	
Annualized						
	2.67	2.52			2.68	
Earnings per share						
Net Profit Attributable to Owners of the Parent Company	(260,900,972)	(206,625,633)	-0.06	-0.05	219,623,440	0.05
Weighted Average Number of Outstanding Common Shares	4,341,280,693	4,341,280,693			4,341,280,693	