

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

F	O	R	A		R	O	T	U	N	D	A		T	A	G	A	Y	T	A	Y	,		E	M	I	L	I	O		
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(Business Address; No. Street City / Town / Province)

c/o Atty. Katrina O. Clemente-Lua
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Contact Person

7918-8188
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Company Telephone Number

Definitive Information Statement

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	D	I	S														
Fiscal Year			Annual Meeting														
		<table border="1"><tr><td></td></tr></table> Secondary License Type; If Applicable															
<table border="1"><tr><td>M</td><td>S</td><td>R</td><td>D</td></tr></table> Dept. Requiring this Doc.		M	S	R	D	<table border="1"><tr><td></td></tr></table> Amended Articles Number / Section											
M	S	R	D														
<table border="1"><tr><td></td></tr></table> Total No. of Stockholders		<table border="1"><tr><td></td></tr></table> Domestic		<table border="1"><tr><td></td></tr></table> Foreign													

To be accomplished by SEC Personnel concerned

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**FORA SERVICES, INC.**  
**doing business as Quest Hotel Tagaytay**

**TO ALL STOCKHOLDERS:**

Notice is hereby given that the Annual Meeting of the Stockholders of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay ("FOSI")** will be held on **Friday, 24 October 2025**, at **9:00 A. M.**, *via* remote communication (Microsoft Teams) in accordance with the Securities and Exchange Commission Memorandum Circular ("SEC MC") No. 6, Series of 2020.

The Agenda of the Meeting shall be as follows:

- I. Call to Order
- II. Certification of Quorum
- III. Approval of the Minutes of the last Annual Stockholders' Meeting held on 25 October 2024
- IV. President's Report
- V. Ratification of the 2024 Audited Financial Statements
- VI. Ratification of all Acts, Resolutions and Proceedings of the Board of Directors, Board Committees, and Management, from the date of the last Annual Stockholders' Meeting up to 24 October 2025
- VII. Election of Directors
- VIII. Appointment of External Auditor
- IX. Other Matters
- X. Adjournment

In compliance with SEC MC No. 6, Series of 2020, FOSI shall conduct its Annual Stockholders' Meeting online and the stockholders may attend and participate in the meeting by remote communication, voting *in absentia* and/or appointing the Chairman of the meeting as their proxy. The procedure and requirements for remote communication and voting *in absentia* will be explained in the Information Statement.



Only Stockholders of Record as of 5:00 PM of 29 August 2025 shall be entitled to vote at this meeting. Stockholders who wish to vote by proxy shall submit the same on or before 13 October 2025 to the Office of the Corporate Secretary, located at Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City 1550, Metro Manila. A proxy submitted by a corporation should be accompanied by a Corporate Secretary's Certificate quoting the board resolution designating a corporate officer to execute the proxy.

PLEASE NOTE THAT THE CORPORATION IS NOT SOLICITING PROXIES.

The Corporation's Information Statement, Management Report, and 2024 Audited Financial Statements will be made available and sent to its stockholders no later than 03 October 2025. Pursuant to SEC MC No. 6, Series of 2020, please be informed that there will be a visual and audio recording of the meeting.

Please be guided accordingly.

A handwritten signature in blue ink, appearing to read "Katrina O. Clemente-Lua".

**KATRINA O. CLEMENTE-LUA**  
Corporate Secretary

## PROXY

The undersigned stockholder of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay** (the “Company”) hereby appoints \_\_\_\_\_, or in his/her absence, the Chairman of the meeting, as his/her/its attorney-in-fact and proxy, to represent and vote all shares registered in his/her/its name at the annual meeting of stockholders of the Company on October 24, 2025, and at any of the adjournments thereof for the purpose of acting on the following matters:

- |   |   |
|---|---|
| 1. Approval of minutes of previous meeting<br><input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain  | 5. Appointment of SyCip Gorres Velayo & Co. as External Auditor<br><input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain                                 |
| 2. Ratification of the 2024 Audited Financial Statements<br><input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain  | 6. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting<br><input type="checkbox"/> Yes <input type="checkbox"/> No |
| 3. Ratification of the acts and resolutions of the Board of Directors, board committees, and management<br><input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain |   |

4. Election of Directors
- ☐ Distribute all my votes equally among the five (5) nominees
- ☐ Abstain
- ☐ Allocate my votes for each nominee as follows:

Nominee	Number of Votes
Francis Nathaniel C. Gotianun	_____
Francis V. Ceballos	_____
Ana Venus A. Mejia	_____
<i>Independent Directors:</i>	
William Michael V. Valtos, Jr.	_____
Nicasio C. Cabaneiro	_____

\_\_\_\_\_  
PRINTED NAME OF STOCKHOLDER

\_\_\_\_\_  
SIGNATURE OF STOCKHOLDER/  
AUTHORIZED SIGNATORY

\_\_\_\_\_  
DATE

A scanned copy of this proxy should be received by the Corporate Secretary on or before October 13, 2025, the deadline for submission of proxies. For corporate stockholders, please attach to this proxy form the Secretary’s Certificate on the authority of the signatory to appoint the proxy and sign this form.

This proxy, when properly executed, will be voted in the manner as directed herein by the stockholder(s). If no direction is made, this proxy will be voted “Yes” for the approval of the matters stated above and for such other matters as may properly come before the meeting in the manner described in the information statement and/or as recommended by Management or the Board of Directors of the Company. A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the stockholder registers on the voting in absentia system.

Stockholders participating by remote communication will not be able to vote unless they authorize the Chairman to vote as proxy, on or before October 13, 2025.

**SECURITIES AND EXCHANGE COMMISSION**

**SEC FORM 20-IS**

**INFORMATION STATEMENT PURSUANT TO SECTION 20  
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:

☐ Preliminary Information Statement

☒ Definitive Information Statement

2. Name of Registrant as specified in its charter: **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay**

3. Province, country or other jurisdiction of incorporation or organization: **Philippines**

4. SEC Identification Number: **CS201818339**

5. BIR Tax Identification Code: **010-114-986**

6. Address of principal office: **Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway, Silang Junction, Barangay Silang Crossing East, Tagaytay, Cavite**

Postal Code: **4120**

7. Registrant's telephone number, including area code: **+632 8846-0278**

8. Date, time and place of the meeting of security holders:

Date: **24 October 2025**

Time: **9:00 a.m.**

Place: **No physical meeting**

The annual stockholders' meeting shall be held remotely *via* Microsoft Teams.

9. Approximate date on which the Information Statement is first to be sent or given to security holders:

**On or before 03 October 2025**

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Class	Number of Certificates per Class	Offer Price per Certificate	Aggregate Offer Price per Class
Studio 23	63	Php187,700	Php11,825,100
Studio 27	61	Php220,400	Php13,444,400
Studio 29	18	Php236,700	Php4,260,600

Suite 44	18	Php359,100	Php6,463,800
Suite 54	4	Php440,700	Php1,762,800
<b>TOTAL</b>	<b>164</b>		<b>Php37,756,700</b>

11. Are any or all of registrant's securities listed in a Stock Exchange? **No.**

Name of such Stock Exchange and the class of securities listed therein: **N/A**

**WE ARE NOT ASKING FOR A PROXY AND YOU ARE NOT BEING REQUESTED  
TO SEND US A PROXY**

## PART I INFORMATION REQUIRED IN INFORMATION STATEMENT

### A. GENERAL INFORMATION

#### **Item 1. Date, Time and Place of the Annual Meeting of Stockholders**

- (a) The annual stockholders' meeting of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay** (the “Company” or “FOSI”) for the year 2025 is scheduled on **24 October 2025, 9:00 a.m.** through a virtual meeting held *via* Microsoft Teams. The presiding officer shall call and preside over the stockholders’ meeting at the principal office of the Corporation or, if not practicable, in the city or municipality where the principal office of the Corporation is located.

The complete mailing address of FOSI is at Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway, Silang Junction, Barangay Silang Crossing East, Tagaytay, 4120 Cavite.

- (b) The information statement shall be made available to the stockholders no later than **03 October 2025**.

#### **Item 2. Dissenter’s Right of Appraisal**

A stockholder of the Company has the right to dissent and demand payment of the fair value of his shares in the following instances: (a) in case an amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares or any shares of any class, or of extending or shortening the term of corporate existence; (b) in case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code of the Philippines (“Revised Corporation Code”); (c) in case of investment of corporate funds in any other corporation or business or for any purpose other than the Company’s primary purpose; and (d) in case of merger or consolidation.

The stockholder concerned must have voted against the proposed corporate action in order to avail himself of the appraisal right. As provided in the Revised Corporation Code, the procedure in the exercise of the appraisal right is as follows:

- a. The dissenting stockholder files a written demand within thirty (30) days after the date on which the vote was taken in which he registered a negative vote. Failure to file the demand within the 30-day period constitutes a waiver of the right. Within ten (10) days from demand, the dissenting stockholder shall submit the stock certificates to the corporation for notation that such shares are dissenting shares. From the time of the demand until either the abandonment of the corporate action in question or the purchase of the shares by the corporation, all rights accruing to the shares shall be suspended, except the stockholder’s right to receive payment of the fair value thereof.
- b. If the corporate action is implemented, the corporation shall pay the stockholder the fair value of his shares upon surrender of the corresponding certificate/s of stock. Fair value

is determined by the value of the shares of the corporation on the day prior to the date on which vote is taken on the corporate action, excluding any appreciation or depreciation in value in anticipation of the vote on the corporate action.

- c. If the fair value is not determined within sixty (60) days from the date of the vote, it will be determined by three (3) disinterested persons (one chosen by the corporation, another chosen by the stockholder, and the third one chosen jointly by the two thus chosen). The findings of the majority of the appraisers will be final, and their award will be paid by the corporation within (30) days following such award. Upon such payment, the stockholder shall forthwith transfer his shares to the corporation. No payment shall be made to the dissenting stockholder unless the corporation has unrestricted retained earnings sufficient to cover such payment.
- d. If the stockholder is not paid within thirty (30) days from such award, his voting and dividend rights shall be immediately restored.

There is no matter to be taken up at the annual meeting on **24 October 2025** which would entitle a dissenting stockholder to exercise the right of appraisal.

**Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

- (a) No director or executive officer of FOSI or nominee for election as such director or officer has any substantial interest, direct or indirect, in any matter to be acted upon at the annual stockholders' meeting, other than election to office (in the case of directors).
- (b) Likewise, none of the directors has informed FOSI of his opposition to any matter to be taken up at the meeting.

**B. CONTROL AND COMPENSATION INFORMATION**

**Item 4. Voting Securities and Principal Holders Thereof**

- (a) As of **29 August 2025**, the total number of shares outstanding and entitled to vote in the annual meeting is **4,000** common shares. Each share is entitled to one vote.
- (b) The record date for purposes of determining the stockholders entitled to notice of and to vote at the annual stockholders' meeting is **29 August 2025**. Stockholders of record as of 29 August 2025 may participate in the meeting by remote communications or appointing the Chairman of the meeting as their proxy.
- (c) A stockholder may vote such number of shares for as many persons as there are directors to be elected. He may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit: *Provided*, That the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the whole number of directors to be



elected. The stockholder must be a stockholder of record as of **29 August 2025** to be able to exercise cumulative voting rights. There are no conditions precedent to the exercise of the stockholder's cumulative voting right.

(d) Security Ownership of Certain Record and Beneficial Owners and Management

The names, addresses, citizenship, number of shares held, and percentage to total of persons owning more than five percent (5%) of the outstanding voting shares of FOSI as of **29 August 2025** are as follows:

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

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

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

As of **29 August 2025**, there is no voting share of FOSI which is owned by foreigners.

The names, citizenship, number of shares held and percentage to total of persons forming part of the Board of Directors and Management of the Company as of **29 August 2025** are as follows:

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

Total ownership of all directors and officers as a group as of **29 August 2025** is 0.125% of the total issued and outstanding common shares of stock.

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

Except as otherwise disclosed herein, there are no arrangements which may result in a change in control of FOSI. There has been no change in control of FOSI since the beginning of the last fiscal year. On 16 September 2024, FOSI received information on the approval of the respective Board of Directors of FHC and Filinvest Land, Inc. ("FLI") of the intended sale by FHC and acquisition of FLI, respectively, of Three Thousand Nine Hundred Ninety-Eight (3,998) common shares with a par value of One Hundred Pesos (Php100.00) in the Company. As of date, FOSI has not received any documentation to facilitate the transfer of the shareholdings in its stock and transfer book from FHC in favor of FLI.

### **Item 5. Directors and Executive Officers**

The members of the Board serve for a term of one (1) year and until their successors shall have been duly elected and qualified. The business experience of the directors and officers of FOSI named below covers at least the past five (5) years.

The record of attendance of the directors at the meetings of the Board of Directors held in 2024 is as follows:

<b>Directors</b>	<b>No. of Board Meetings Held</b>	<b>No. of Board Meetings Attended</b>	<b>Percent Present</b>
Francis Nathaniel C. Gotianun	5	4	80%
Francis V. Ceballos	5	5	100%
Ana Venus A. Mejia	5	5	100%
Nicasio C. Cabaneiro (Independent Director)	5	5	100%
William Michael V. Valtos, Jr. (Independent Director)	5	5	100%

The following are the current directors and corporate officers of FOSI:

<b>Francis Nathaniel C. Gotianun</b> <i>Chairman of the Board</i>	Mr. Gotianun, Filipino, 42, was appointed as the Company's Chairman of the Board on 11 November 2022. He was previously appointed as the Company's Vice President on 01 March 2019. He serves as a Director of Filinvest Development Corporation ("FDC"), a publicly-listed company. He also serves as Director and First Senior Vice President of Filinvest Hospitality Corporation, Director of Filinvest Mimosa, Inc., and Director, President and Chief Executive Officer ("CEO") of The Palms Country Club, Inc. He also serves as a Director of Filinvest Land, Inc. ("FLI"), a publicly-listed company. He obtained his Bachelor of Science (Major in Commerce – International Business
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	and Marketing) from McIntire School of Commerce, University of Virginia. Charlottesville, VA in 2005 and his Master's Degree from IESE, Barcelona, Spain in 2010.
<b>Francis V. Ceballos</b> <i>Director, President and CEO</i>	Mr. Ceballos, 59, Filipino, was elected as the Company's Director, President and CEO on 11 November 2022. He is currently the Senior Vice President – Head of Industrial, Warehousing and Logistics Business of FLI, and a Director of Filinvest BCDA Clark, Inc., Timberland Sports and Nature Club, Inc., and FCGC Corporation. He was previously connected with Landco Pacific Corporation as Executive Vice President and Chief Operating Officer, Metro Drug, Inc. as a Management Trainee, and a faculty member at Sacred Heart School for Boys – Cebu. He obtained his Bachelor of Science in Management Engineering Degree in the Ateneo De Manila University and his Master's in Business Management Degree in Asian Institute of Management.
<b>Ana Venus A. Mejia</b> <i>Director</i>	Ms. Mejia, 59, Filipino, was elected as the Company's Director on 11 November 2022. She is currently the Executive Vice-President, Treasurer/Chief Finance Officer ("CFO") and Chief Operating Officer of FLI. She is likewise the CFO of other Filinvest entities. She obtained her Bachelor of Science in Business Administration Major in Accounting Degree in Pamantasan ng Lungsod ng Maynila and her Master's in Business Administration Degree from Northwestern University and The Hong Kong University of Science and Technology.
<b>William Michael V. Valtos, Jr.</b> <i>Independent Director</i>	Mr. Valtos, 64, Filipino, was elected as the Company's Independent Director on 21 December 2022. He is concurrently an Independent Director in FREIT Fund Managers, Inc., as well as a director in Phizzle Inc., Transwealth Fleet Management Corp./Transwealth Parking Services Corp., and Philweb Corporation. He obtained his Bachelor of Arts in Economics and Political Science Degree from the University of Illinois, and his Master's in Business Administration Degree from Northwestern University Kellogg School of Management.
<b>Nicasio C. Cabaneiro</b> <i>Independent Director</i>	Atty. Cabaneiro, 78, Filipino, was elected as the Company's Independent Director on 21 December 2022. He is concurrently an independent director of FREIT Fund Managers, Inc., as well as a professor and pre-bar reviewer in San Beda University. He also

	served as a professor and pre-bar reviewer in Arellano Law Foundation from 1974 to 2019. He obtained his Bachelor of Science in Commerce, Major in Accounting and Auditing Degree and his Bachelor of Laws Degree from San Beda College (now, San Beda University).
<b>Nancy R. Rivera</b> <i>Treasurer and CFO</i>	Ms. Rivera, 62, Filipino, was appointed as the Company's Treasurer and CFO on 21 December 2022. She is also the Senior Assistant Vice President – Financial Controller of Filinvest Hospitality Corporation, as well as Financial Controller of various subsidiaries of FDC. She was previously connected with Goodyear Philippines, Inc. as Financial Controller, Cargill Philippines, Inc. as Tax and Accounting Manager, Manila Mandarin Hotel as Assistant Financial Controller, Texas Instruments Philippines, Inc. as Internal Auditor, and Price Waterhouse Coopers Philippines as Senior Audit Manager. She obtained her Bachelor of Science in Business Administration Major in Accounting Degree from University of the East, Manila.
<b>Katrina O. Clemente-Lua</b> <i>Corporate Secretary</i>	Atty. Clemente-Lua, 42, Filipino, was appointed as the Company's Corporate Secretary on 21 December 2022. She was previously appointed as FOSI's Assistant Corporate Secretary on 23 March 2022. She is also the current Corporate Secretary of FLI and Filinvest REIT Corp. ("FILRT"). She joined the Corporate and Tax Advisory Division of the Legal Department of FLI in October 2018. Prior to joining FLI, she served as the Legal Counsel of Philippine Stratbase Consultancy, Inc. and Executive Director of Stratbase ADR Institute. She was previously an Associate of Carag Jamora Somera & Villareal Law Offices as well as Senior Corporate Affairs Officer of Anchor Land Holdings, Inc.. She obtained her Bachelor of Arts Degree in Legal Management from De La Salle University and her Juris Doctor Degree from Ateneo de Manila University.
<b>Jennifer C. Lee</b> <i>Assistant Corporate Secretary</i>	Atty. Lee, 40, Filipino, was appointed as the Company's Assistant Corporate Secretary on 21 December 2022. She is also the Assistant Corporate Secretary of FLI and FILRT. She joined the Corporate, Tax, and Compliance Division of the Legal Department of FLI in July 2021. Prior to joining FLI, she was an associate in Quasha Law and Migallos & Luna Offices. She obtained her Juris Doctor Degree from the University of the Philippines – Diliman and her

	Bachelor of Science in Commerce, Major in Legal Management from De La Salle University – Manila.
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A Certification that none of the above-named directors and officers work in the government is attached herein as **Annex “A”**.

There is no director who has resigned or declined to stand for re-election to the board of directors since the date of the last annual meeting of security holders because of a disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

In order to measure the performance of the Board of Directors, on an annual basis, the Board and all Board Committees of the Company shall accomplish the Self-Assessment Sheet. The results shall be consolidated and presented by the Compliance Officer to the Board or through the Corporate Governance Committee.

The members of the board committees, pursuant to appointments made during the organizational meeting of the Board of Directors of the Company held on 25 October 2024, are as follows:

Executive Committee	Chairman: Francis Nathaniel C. Gotianun Members: Francis V. Ceballos Ana Venus A. Mejia
Audit & Risk Management Oversight Committee	Chairman: Nicasio C. Cabaneiro (Independent Director) Members: Ana Venus A. Mejia William Michael V. Valtos, Jr. (Independent Director)
Corporate Governance Committee	Chairman: William Michael V. Valtos, Jr. (Independent Director) Members: Francis Nathaniel C. Gotianun Francis V. Ceballos Nicasio C. Cabaneiro (Independent Director)
Related-Party Transaction Committee	Chairman: William Michael V. Valtos, Jr. (Independent Director) Members: Ana Venus A. Mejia (Non-executive Director) Nicasio C. Cabaneiro (Independent Director)

## Nomination and Selection of Directors

The directors of FOSI are elected at the annual stockholders’ meeting to hold office for one (1) year and until their respective successors have been duly appointed or elected and qualified. Officers and committee members are appointed or elected by the Board of Directors typically at its first meeting following the annual stockholders’ meeting, each to hold office until their successors shall have been duly elected or appointed and qualified.

There will be an election of the members of the Board during the annual stockholders’ meeting. The stockholders of the Company may nominate individuals to be members of the Board of

Directors, including the Independent Directors. The deadline for submission of nominees was on 05 September 2025.

The Corporate Governance Committee, acting as the Nominations Committee, endorses the nominees of FOSI to the Board of Directors for reelection/election at the upcoming annual stockholders' meeting, in accordance with the qualifications and disqualifications set forth in the Company's Manual of Corporate Governance, as follows:

#### *Qualifications*

1. Holder of at least one (1) share of stock of the Company;
2. At least a college graduate or have sufficient experience in managing the business to substitute for such formal education;
3. At least twenty-one (21) years old;
4. Proven to possess integrity and probity; and
5. Assiduous.

#### *Permanent Disqualifications*

The following shall be permanently disqualified for election as director:

1. Any person convicted by final judgment or order by a court or competent administrative body of an offense pun involving moral turpitude, fraud, embezzlement, theft, estafa, counterfeiting, misappropriation, forgery, bribery, false affirmation, perjury or other fraudulent acts;
2. Any person finally found by the Securities and Exchange Commission ("SEC" or "Commission") or a court or other administrative body to have willfully violated, or willfully aided, abetted, counseled, induced or procured the violation of, any provision of the Securities Regulation Code, the Corporation Code, or any other law administered by the Commission or the Bangko Sentral ng Pilipinas ("BSP"), or any rule, regulation or order of the Commission or the BSP;
3. Any person judicially declared to be insolvent;
4. Any person finally found guilty by a foreign court or equivalent financial regulatory authority of acts, violations or misconduct similar to any of the acts, violations or misconduct listed in the foregoing paragraphs;
5. Conviction by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the Corporation Code, committed within five (5) years prior to the date of his election or appointment;
6. Any person finally convicted judicially or order by an administrative body of any crime that (a) involves the purchase or sale of securities, as defined in the Securities Regulation Code; (b) arises out of the person's conduct as an underwriter, broker, dealer, investment adviser, principal, distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker, or (c) arises out of his fiduciary relationship with a bank, quasi-bank, trust company, investment house or as an affiliated person of any of them;
7. Any person, who, by reason of misconduct, is permanently enjoined by final judgment or order of the Commission or any court or administrative body of competent jurisdiction from: (a) acting as underwriter, broker, dealer, investment adviser, principal, distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker, (b) acting as director or officer of a bank, quasi-bank,

trust company, investment house, or investment company; (c) engaging in or continuing any conduct or practice in any of the capacities mentioned in sub- paragraphs (a) and (b) above, or willfully violating the laws that govern securities and banking activities. The disqualification shall also apply if such person is currently the subject of an order of the Commission or any court or administrative body denying, revoking or suspending any registration, license or permit issued to him under the Corporation Code, Securities Regulation Code or any other law administered by the Commission or BSP, or has otherwise been restrained to engage in any activity involving securities and banking, or such person is currently the subject of an effective order of a self- regulatory organization suspending or expelling him from membership participation or association with a member or participant of the organization;

8. All other grounds for disqualification under the Articles of Incorporation and By-Laws of the Corporation; and
9. Other grounds as the SEC may provide.

### *Temporary Disqualifications*

The following shall be grounds for the temporary disqualification of a director:

1. Refusal to fully disclose the extent of his business interests as required under the Securities Regulation Code and its Implementing Rules and Regulations. This disqualification shall be in effect as long as his refusal persists;
2. Absence or non-participation for whatever reason/s in more than fifty percent (50%) of all meetings, both regular and special, of the Board of Directors during his incumbency, or any twelve (12)-month period during said incumbency. This disqualification applies for purposes of the succeeding election;
3. Dismissal/termination from directorship in another publicly-listed corporation, public company, registered issuer of securities and holder of a secondary license from the SEC, for cause. This disqualification shall be in effect until he has cleared himself of any involvement in the alleged irregularity that gave rise to his dismissal or termination;
4. Being under preventive suspension by the Company;
5. If the independent director becomes an officer or employee of the Company, he shall be automatically disqualified from being an independent director; and
6. Conviction that has not yet become final referred to in the grounds for the disqualification of directors; and
7. If the beneficial equity ownership of an independent director in the Corporation or its subsidiaries and affiliates exceeds two percent (2%) of its subscribed capital stock. The disqualification from being elected as an independent director is lifted if the limit is later complied with.

### **Nominated Directors for 2025-2026**

The Corporate Governance Committee, which convened as the Nominations Committee, has determined that the following individuals possess all the qualifications and none of the disqualifications for directorship set out in the Company's Manual on Corporate Governance and SEC Memorandum Circular No. 09, Series of 2011, as amended by SEC Memorandum Circular No. 04, Series of 2017. The list of the nominees for directors as determined by the Corporate Governance Committee shall be final and no other nominations shall be entertained or allowed after the final list of nominees is prepared.

Below is the final list of candidates prepared by the Corporate Governance Committee and the following individuals have been nominated for re-election as directors, including independent directors at the Annual Stockholders' Meeting to be held on 24 October 2025:

1. Mr. Francis Nathaniel C. Gotianun
2. Mr. Francis V. Ceballos
3. Ms. Ana Venus A. Mejia
4. Mr. William Michael V. Valtos, Jr. (Independent Director)
5. Atty. Nicasio C. Cabaneiro (Independent Director)

The qualifications of the above nominees for the Board of Directors are discussed in pages 6 to 8 of this Information Statement.

### Independent Directors

In accordance with the guidelines provided under the Company's Manual on Corporate Governance, the Corporate Governance Committee, acting as the Nominations Committee, named Mr. William Michael V. Valtos Jr. and Atty. Nicasio C. Cabaneiro as nominees for election as independent directors for this year's annual stockholders' meeting, as nominated by Mr. Francis Nathaniel C. Gotianun. Mr. Francis Nathaniel C. Gotianun is not related, whether by affinity or consanguinity, to any of these nominees.

Copies of the Certifications on the Qualifications of the Nominees for Independent Directors are attached hereto as **Annexes "B" and "B-1"**.

Before the annual stockholders' meeting, a stockholder of the Company may nominate individuals to be independent directors, taking into account the following guidelines set forth in the Company's Manual on Corporate Governance:

*"Independent director"* means a person who, apart from his fees and shareholdings, is independent of management and free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director in any corporation that meets the requirements of Section 17.2 of the Securities Regulation Code and includes, among others, any person who:

1. Is not, or has not been a senior officer of the Company unless there has been a change in the controlling ownership of the Company;
2. Is not, and has not been in the two (2) years immediately preceding the election, a director of the Company; a director, officer, employee of the Corporation's subsidiaries, associates, affiliates or related companies; or a director, officer, employee of the Company's substantial shareholders and its related companies (except when the same shall be an independent director of any of the foregoing);
3. Has not been appointed in the Company, its subsidiaries, associates, affiliates or related companies as Chairperson "Emeritus," "Ex-Officio" Directors/Officers or Members of any Advisory Board, or otherwise appointed in a capacity to assist the Board in the performance of its duties and responsibilities within two (2) years immediately receding his election;
4. Is not an owner of more than two percent (2%) of the outstanding shares of the Corporation, its subsidiaries, associates, affiliates or related companies;



5. Is not a relative of any director, officer or substantial shareholder of the Company, any of its related companies or any of its substantial shareholders. For this purpose, relatives include spouse, parent, child, brother, sister, and the spouse of such child, brother or sister;
6. Is not acting as a nominee or representative of a substantial shareholder of the Company, any of its related companies;
7. Is not a securities broker-dealer of listed companies and registered issuers of securities. "Securities broker-dealer" refers to any person holding any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal shareholder, nominee of the firm to the Exchange, an associated person or salesman, and an authorized clerk of the broker or dealer;
8. Is not retained, either in his personal capacity or through a firm, as a professional adviser, auditor, consultant, agent or counsel of FOSI, any of its related companies or substantial shareholder, or is otherwise independent of Management and free from any business or other relationship within the last two (2) years immediately preceding the date of his election;
9. Does not engage or has not engaged, whether by himself or with other persons or through a firm of which he is a partner, director or substantial shareholder, in any transaction with FOSI or any of its related companies or substantial shareholders, other than such transactions that are conducted at arms-length and could not materially interfere with or influence the exercise of his independent judgment within the two (2) years immediately preceding the date of his election;
10. Is not affiliated with any non-profit organization that received significant funding from the Company or any of its related companies or substantial shareholders; and
11. Is not employed as an executive officer of another Corporation where any of the Company's executives serve as directors.

When used in relation to FOSI subject to the requirements above:

*"Related company"* means another company which is: (a) its holding company, (b) its subsidiary, or (c) a subsidiary of its holding company; and

*"Substantial shareholder"* means any person who is directly or indirectly the beneficial owner of more than ten percent (10%) of any class of its equity security.

An Independent Director of the Company shall have the following qualifications:

1. He shall have at least one (1) share of stock of the Company;
2. He shall be at least a college graduate or he shall have been engaged in or exposed to the business of the Company for at least five (5) years;
3. He shall possess integrity/probity; and
4. He shall be assiduous.

A person shall likewise be disqualified during his tenure as an Independent Director under the following instances or causes:

1. He becomes an officer or employee of the Company, or becomes any of the persons enumerated under item (A) hereof;
2. His beneficial security ownership exceeds 2% of the outstanding capital stock of FOSI;

3. He fails, without any justifiable cause, to attend at least 50% of the total number of board meetings during his incumbency unless such absences are due to grave illness or death of an immediate family member; or
4. If he becomes disqualified under any of the grounds stated in FOSI's Manual on Corporate Governance.

Pursuant to SEC Memorandum Circular No. 9, Series of 2011, as amended by SEC Memorandum Circular No. 04, Series of 2017, the following additional guidelines shall be observed in the qualification of individuals to serve as independent directors:

1. There shall be no limit in the number of covered companies that a person may be elected as Independent Director, except in business conglomerates where an ID can be elected to only five (5) companies of the conglomerate, i.e., parent company, subsidiary or affiliate;
2. The independent director shall serve for a maximum cumulative term of nine (9) years;
3. After the maximum cumulative term, the independent director shall be perpetually barred from re-election as such in the same company, but may continue to qualify as non-independent director;
4. In the instance that a company wants to retain an independent director who has served for nine (9) years, the Board should provide meritorious justification/s and seek shareholders' approval during the annual shareholders' meeting; and
5. The reckoning of the cumulative nine-year term is from 2012.

Only nominees whose names appear in the Final List of Candidates shall be eligible for election as directors. No other nomination shall be entertained after the Final List of Candidates shall have been prepared. No further nomination shall be entertained or allowed on the floor during the annual meeting.

The conduct of the election of independent directors shall be in accordance with FOSI's By-Laws and Manual on Corporate Governance.

It shall be the responsibility of the Chairman of the annual stockholders' meeting to inform all stockholders in attendance of the mandatory requirement of electing independent directors. He shall ensure that independent directors are elected during the annual stockholders' meeting. Specific slots for independent directors shall not be filled-up by unqualified nominees. In case of failure of election for independent directors, the Chairman of the meeting shall call a separate election during the same meeting to fill up the vacancy.

#### **Other Significant Employees**

FOSI considers all its employees significant to the growth of the Company.

#### **Family Relationships**

There are no family relationships either by consanguinity or affinity among the Company's executives and directors.

#### **Involvement in Certain Legal Proceedings**

As of the date of this Information Statement, the Company is currently not involved in any material litigation claims or arbitration, either as plaintiff or defendant, which could be

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

To the best of the Company's knowledge, none of the directors of the Company have, in the five (5)-year period prior to the date of this Information Statement, been, have been subject to the following:

1. any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior to that time;
2. any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
3. any order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his or her involvement in any type of business, securities, commodities, or banking activities; or
4. found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation.

#### **Item 6. Compensation of Directors and Executive Officers**

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

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

<b>in million pesos</b>	<b>Year</b>	<b>Annual Compensation</b>	<b>Other Annual Compensation</b>
President and four (4) most highly compensated executive officers	2025 (estimate)	none	none
	2024	none	none
	2023	none	none
<b>Year</b>	<b>Name</b>		<b>Position/Title</b>
2024	Francis Nathaniel C. Gotianun		Chairman
	Francis V. Ceballos		President and Chief Executive Officer
	Nancy R. Rivera		Treasurer and Chief Finance Officer

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

(2) Compensation of directors and officers as a group

in million pesos	Year	Salary Bonuses	Other Annual Compensation
<b>Aggregate Officers &amp; Directors</b>	2025 (estimate)	none	none
	2024	none	none
	2023	none	none

The above table contains the details of the compensation of directors and officers of FOSI. Independent directors receive a per diem of Php 50,000.00 for every Board meeting attended and Php50,000.00 for every Board committee meeting attended. Other than these fees, they do not receive any share options, profit sharing, bonus or other forms of emoluments.

Total compensation received by the independent directors for the year 2024 is Php1,200,00.00 for their attendance in meetings of the Board and Board Committees.

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

There are no actions to be taken at the annual meeting of the stockholders on 24 October 2025 with respect to any bonus, profit sharing or other compensation plan, contract or arrangement, and pension or retirement plan, in which any director, nominee for election as a director, or executive officer of the Company will participate. Neither are there any proposed grants or extensions to any such persons of any option, warrant or right to purchase any securities of the Company which are subject to the approval by the stockholders at the annual stockholders' meeting.

There are no employment contracts between the Company and the named Executive Officers. There are no compensatory plans or arrangements with respect to a named executive officer. There are no outstanding warrants or options held by the Company's CEO, the named executive officers, and all officers and directors as a group. There are no stock warrants or options previously awarded to any of the officers and directors.

## Board Evaluation and Assessment

To ensure board effectiveness and optimal performance, the Board shall conduct annual performance evaluations of the Board of Directors, its individual members and board

committees. Through the self-assessment and evaluation process, directors identify areas for improvement, such as:

1. Diversity of the board composition;
2. The frequency and conduct of meetings;
3. The timeliness and completeness of materials and information provided to them;
4. Directors' access to Management; and
5. Orientation for new directors and continuing education and training for existing directors.

The criteria for Board self-assessment are:

1. Collective Board Rating
  - a. Board Composition
  - b. Board Meetings and Participation
2. Individual Self-Assessment
  - a. Individual Performance
  - b. Attendance of Board and Committee Meetings
3. Board Committees Rating
  - a. Executive Committee
  - b. Corporate Governance Committee
  - c. Audit & Risk Management Oversight Committee
  - d. Related-Party Transaction Committee
4. Comments and Suggestions

### **Certain Relationships and Related Transactions**

In the normal course of business, the Company and the other members of the Filinvest Group of Companies (the "Group") enter into certain related-party transactions. The Company has entered into various transactions with related parties. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party in making financial and operating decisions or the parties are subject to common control or common significant influence (referred to as "Affiliates"). Related parties may be individuals or corporate entities.

The transactions with related parties for the year ended 31 December 2024 are discussed in the Company's 2024 Audited Financial Statements attached as **Annex "C"** to this Information Statement. Please see Note 12, pages 10 to 13 of the Notes to the Financial Statements accompanying the Company's 2024 Audited Financial Statements where the (a) business purpose of the arrangement; (b) identification of the related parties transacting business with the Company and nature of the relationship; and (c) any ongoing contractual or other commitments as a result of the arrangement, are stated. The transaction price for Related Party Transactions ("RPT") are as negotiated and on an arm's length basis. All material RPTs or those with a transaction value that reaches ten percent (10%) of the Company's total assets, if any, are subject to the review and approval by the RPT Committee.

### **Item 7. Independent Public Accountants**

The auditing firm of SyCip Gorres Velayo & Co. ("SGV") is the current independent auditor of the Company. The Company has not had any disagreements with SGV on any matter of

accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

FOSI complies with the requirement of SRC Rule 68(3)(b)(ix) on the rotation of its external auditors. Its engagement partner since 2019, Ms. Wanessa G. Salvador is qualified to act as such until the year 2025.

The representatives of SGV are expected to be present at the annual stockholders' meeting where they will have the opportunity to make a statement if they desire to do so, and to respond to appropriate questions that be raised thereat.

SGV is recommended to be appointed as the Company's external auditor, as endorsed by the Audit & Risk Management Oversight Committee and the Board of Directors.

There has been no change during the two most recent fiscal years or any subsequent interim period in the independent accountant who was previously engaged as principal accountant to audit the Company's financial statements.

There has been no disagreement with the Company's independent accountants on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

### **Information on Independent Accountant**

#### **(a) Audit and Audit-Related Fees**

In consideration for the following professional services rendered by SGV as the independent auditor of FOSI:

1. the audit of FOSI's annual financial statements and such services normally provided by an external auditor in connection with statutory and regulatory filings or engagements for those fiscal years; and
2. other assurance and related services by SGV that are reasonably related to the performance of the audit or review of FOSI's financial statements,

SGV billed FOSI for audit fees totaling Php250,000.00 and Php241,000.00 for the years 2024 and 2023, respectively.

#### **(b) Tax Fees**

For each of the last two (2) fiscal years, SGV did not render services for tax accounting, compliance, advice, planning, and any other form of tax services for which it billed FOSI the corresponding professional fees.

#### **(c) All Other Fees**

There are no other fees billed in each of the last two (2) years for products and services provided by the external auditor, other than the services reported under items mentioned above.

**(d) Approval of Policies and Procedures of the Management and/or Audit & Risk Management Oversight Committee for Independent Accountant's Services**

In giving its stamp of approval to the audit services rendered by the independent accountant and the rate of the professional fees to be paid, the Audit & Risk Management Oversight Committee, with inputs from the management of FOSI, makes a prior independent assessment of the quality of audit services previously rendered by the accountant, the complexity of the transactions subject of the audit, and the consistency of the work output with generally accepted accounting standards. Thereafter, the Audit & Risk Management Oversight Committee makes the appropriate recommendation to the Board of Directors of the Company.

**Item 8. Compensation Plans**

No action will be taken at the annual meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

**C. ISSUANCE AND EXCHANGE OF SECURITIES**

**Item 9. Authorization or Issuance of Securities other than for Exchange**

No action will be taken at the annual meeting with respect to authorization or issuance of securities.

**Item 10. Modification or Exchange of Securities**

No action will be taken at the annual meeting that will result in any modification or exchange of securities.

**Item 11. Financial and Other Information**

**(a) Information Required**

**(1) Financial Statements**

The Company's Audited Financial Statements for the year ended 31 December 2024 is attached herewith as **Annex "C"**.

The Interim/Unaudited Financial Statements of the Company for the period ended 30 June 2025 is attached herewith as **Annex "D"**.

**(2) Management's Discussion and Analysis, or Plan of Operations**

The Management's Discussion and Analysis, or Plan of Operations is attached herewith as **Annex "E"**.

**Item 12. No Action to be Taken on Mergers, Consolidations, Acquisitions and Similar Matters**

No action will be taken at the annual stockholders' meeting with respect to any merger or consolidation involving FOSI, the acquisition by FOSI of another entity, going business or of all of the assets thereof, the sale or other transfer of all or any substantial part of the assets of FOSI, or the liquidation or dissolution of FOSI.

**Item 13. No Action to be Taken on Acquisition or Disposition of Property**

No action will be taken at the annual meeting with respect to any acquisition or disposition of property by FOSI requiring the approval of the stockholders.

**Item 14. No Action to be Taken on Restatement of Accounts**

No action will be taken at the annual meeting with respect to any restatement of any asset, capital or surplus account of FOSI.

**Information on the General Nature and Scope of the Business of FOSI**

**FORA SERVICES, INC. doing business as Quest Hotel Tagaytay** (the “**Issuer**” or the “**Company**”) was incorporated under the laws of the Republic of the Philippines on 24 August 2018. It has an authorized capital stock of One Million Six Hundred Thousand Pesos (Php1,600,000.00), divided into Sixteen Thousand (16,000) common shares with a par value of One Hundred Pesos (Php100.00) per share. As of the date of this Information Statement, Four Thousand (4,000) common shares of the Company are issued and outstanding.

The Company was incorporated as “Fora Services, Inc.” and on 13 September 2019, the SEC approved the change of corporate name of the Company to “Fora Services, Inc., doing Business as Quest Hotel Tagaytay”.

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

The Company is a wholly-owned subsidiary of Filinvest Hospitality Corporation (“**FHC**”), a subsidiary of Filinvest Development Corporation (“**FDC**”). The Filinvest Group evaluates, from time to time, its group structure to ensure the attainment of its corporate goals and strategies. In this regard, the Filinvest Group may undertake a corporate restructuring, including the transfer of ownership of its subsidiaries and affiliates, including the Company, within the Filinvest Group.



On 20 August 2019, the Company entered into a Condotel Development Agreement (“**CDA**”) with Filinvest Land, Inc. (“**FLI**”), confirming the agreement between FLI and the Company wherein FLI undertook to construct and develop a condominium project to be called the Fora Condotel (the “**Condotel**”). The CDA further provides that the Condotel shall be exclusively utilized for the hotel business to be operated and managed by the Company. The Certificate of Incorporation of the Fora Condotel Condominium Corporation has been issued by the SEC on 31 May 2023.

Under the CDA, FLI shall require the buyers of Condotel Units to contribute the right to use and possess their Condotel Units to be managed and operated by the Company, either by itself or through a third-party contractor. In exchange for such contribution of the Condotel Unit in the Project, each Certificate Holder (“**CP Holder/s**”) shall be entitled to receive from the Issuer a Distributable Participation Interest on the Certificate to be distributed on an annual basis and a maximum of fourteen (14) nights Room Use Privilege per year in the Condotel. Should the Condotel be forced to temporarily close during the calendar year, for reasons not attributable to the fault or negligence of the Issuer, the Room Use Privilege shall be reduced in such number of nights proportionate to the period when the Condotel was forced to temporarily close. The computation of the Distributable Participation Interest is provided for in the Registration Statement covered under SEC MSRD Order No. 25, Series of 2023, and the respective Condotel Participation Agreements. The Company’s financial operating performance upon which the computation of the Distributable Participation Interest is based, is reflected in its Audited Financial Statements. The CP Holders may for any valid and legitimate purpose inspect FOSI’s books of accounts at its principal office during office hours by giving notice at least five (5) working days before the intended inspection.

The construction of the Condotel was completed in September 2019.

## **D. OTHER MATTERS**

### **Item 15. Action With Respect To Reports**

1. Approval of the minutes of the annual meeting of stockholders held on 25 October 2024

Rationale: To allow the stockholders to confirm that the proceedings during the ASM were recorded accurately and truthfully.

A copy of the minutes is also attached as **Annex “F”** of the Information Statement.

2. Presentation of the President’s Report

Rationale: To present to the stockholders the Company’s operating performance, financial condition and outlook.

The President and CEO, Mr. Francis V. Ceballos, will report on the Company’s 2024 performance and the outlook for 2025.

3. Ratification of the Audited Financial Statements for the year ended 31 December 2024

Rationale: To apprise the stockholders of the financial results of the Company's operations in 2024.

The Audited Financial Statements refer to the financial operations, balance sheet and income statement of FOSI as of and for the year ended 31 December 2024. The Company's Audited Financial Statements for the year ended 31 December 2024 is attached herewith as **Annex "C"** and is available on the Company website as an attachment to the Company's 2024 Annual Report (SEC Form 17-A).

**Item 16. Matters Not Required To Be Submitted**

Only matters which require stockholders' approval will be taken up during the annual meeting. No action will be taken with respect to any matter which is not required to be submitted to a vote of security holders.

**Item 17. Amendment of Charter, By-laws or Other Documents**

There is no action to be taken at the annual stockholders' meeting with respect to any amendment of the Company's Articles of Incorporation or By-Laws.

**Item 18. Other Proposed Action**

1. General ratification of the acts, and resolutions of the Board of Directors, Board Committees and the management from the date of the last annual meeting up to the date of the upcoming meeting

Rationale: To ratify the actions and resolutions of the Board of Directors, Board Committees and management in the regular course of business.

The resolutions approved by the Board of Directors and Board Committees include the following, among others -

- (a) Appointment of the members of the board committees
- (b) Appointment of officers
- (c) Appointment and/or updating of bank signatories
- (d) Appointment of authorized representatives and signatories for various corporate transactions
- (e) Appointment of authorized representatives and signatories for applications for government registration, clearance, permits and licenses
- (f) Authority to register and/or renew the registration of its Data Protection Officer and its Data Processing Systems
- (g) Authority to register with the Philippine Government Electronic Procurement System ("PhilGEPS");
- (h) Approval of Corporation's 2024 Audited Financial Statements
- (i) Appropriation of Retained Earnings
- (j) Approval of interim Financial Statements
- (k) Approval on the payment of Distributable Participation Income
- (l) Approval of the schedule of Board and Board Committee meetings for 2025

- (m) Approval of the date of annual stockholders' meeting, record date, the agenda of the meeting, the guidelines for the conduct of annual stockholders' meeting
- 2. Election of the members of the Board of Directors, including two (2) Independent Directors to serve for the year 2025-2026; and

Rationale: To allow stockholders to elect the Company's Board of Directors for the ensuing year.

In accordance with the Company's Manual on Corporate Governance and By-Laws, the stockholders must elect the members of the Board of Directors of the Company comprised of five (5) directors, including two (2) independent directors, who shall hold office for a term of one (1) year, or until their successors shall have been duly elected and qualified. There will be an election of the members of the Board during the annual stockholders' meeting to serve for the year 2025 to 2026.

- 3. Appointment of External Auditor.

Rationale: To appoint an auditing firm to provide assurance on the integrity, objectivity and independence in the preparation of the Company's financial statements.

#### **Item 19. Voting Procedures**

- (a) *Vote required for approval.*

The approval of the minutes of the annual stockholders' meeting held on 25 October 2024, the ratification of the audited financial statements for the year ended 2024, the ratification of the acts and resolutions of the Board, Board Committees and management, and , the appointment of external auditor for 2025, shall be decided by the majority vote of the stockholders present in person or by proxy and entitled to vote thereat, a quorum being present.

The voting procedure shall be as follows:

- 1. Stockholders of record as of 29 August 2025 may cast their votes through the submission of proxies to the Office of the Corporate Secretary.
- 2. The deadline for submission of proxies is on 13 October 2025;
- 3. After the voting period, the Office of the Corporate Secretary will tabulate all the votes cast via proxy;
- 4. The results of the voting will be reported after each agenda item is taken up during the ASM;
- 5. The stockholders will be given up to 13 October 2025 to submit any questions or comments they may have.

In the election of the members of the Board of Directors, the candidates garnering the five (5) highest number of votes shall be declared elected as directors of the Company to serve as such for the year 2025-2026.

- (b) *Method by which votes will be counted.*

A stockholder may vote by submitting their proxy to the Corporate Secretary. The proxies submitted shall then be counted by the Corporate Secretary. The results of the voting shall be announced during the meeting.

#### **Item 20. Participation of Stockholders by Remote Communication**

The Company will dispense with physical attendance of stockholders at the meeting and will conduct the meeting online. The Company will disseminate the details of the annual stockholders' meeting to the stockholders via e-mail and its Company's website on or before 03 October 2025.

#### **Item 21. Market for Issuer's Common Equity and Related Stockholder Matters**

##### **Market Price of the Company's Common Equity**

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

##### **Recent Sale of Unregistered Securities**

No securities were sold within the past three years which were not registered under the Revised Securities Act and/or the Securities Regulation Code ("Code").

##### **Declaration of Dividends**

The Company has not declared any type of dividend in the last three (3) fiscal years.

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

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

##### **Compliance with Leading Practices on Corporate Governance**

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

In order to keep itself abreast with the leading practices on corporate governance, FOSI requires the members of the Board and top-level management to attend and participate in seminars on corporate governance conducted by SEC-accredited institutions.

FOSI welcomes proposals, especially from institutions and entities such as the SEC, PSE and the Institute of Corporate Directors, to improve its corporate governance.

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

**Report on the Sale of Condotel Participation Agreements and/or Certificates of Participation**

As of 31 August 2025, the number of sold Condotel Participation Agreements and/or Certificates of Participation ("CP") are as follows:

Class	No. of CPs per Class	No. Of Sold CPs
Studio 23	63	62
Studio 27	61	58
Studio 29	18	18
Suite 44	18	18
Suite 54	4	4
Total	164	160

The remaining four (4) unsold units refer to those accounts whose units buyers/owners are yet to execute the corresponding Condotel Participation Agreements and/or become eligible to become CP Holders. Notwithstanding however, to the extent that unit owners or buyers are not yet eligible to become CP holders, the CPs pertaining to their condotel units were issued to FLI, in accordance with the Registration Statement.

**UNDERTAKING:** FOSI will provide without charge printed copies of its Financial Statements to its stockholders upon receipt of a written request addressed to Atty. Katrina O. Clemente-Lua, Corporate Secretary, at the Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City 1550, Metro Manila. The Financial Statements is available on the company website at <https://questtagaytay.com/>.

**PART II**  
**SIGNATURE PAGE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete, and correct.

This report is signed in the City of Mandaluyong on the 30<sup>th</sup> day of September 2025.

**FORA SERVICES, INC.**

By:

*k Oat*  
**KATRINA O. CLEMENTE-LUA**  
*Corporate Secretary*

**FORA SERVICES, INC.**  
**doing business as**  
**Quest Hotel Tagaytay**

**SECRETARY'S CERTIFICATE**

I, **KATRINA O. CLEMENTE-LUA**, Filipino, of legal age, and with office address at the Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City, Metro Manila, after having been duly sworn in accordance with law, hereby certify that:

1. I am the Corporate Secretary of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay** (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office address at Fora Rotunda Tagaytay, General Emilio Aguinaldo Highway, Silang Junction, Barangay Silang Crossing East, Tagaytay, 4120 Cavite.

2. Based on the records of the Corporation, none of its incumbent directors and officers named in the Corporation's Information Statement (SEC Form 20-IS) for the Annual Stockholders' Meeting to be held on 24 October 2025 is employed in government.

3. This Certification is being issued as an Annex to the Information Statement (SEC Form 20-IS) of the Corporation in connection with its Annual Stockholders' Meeting for the year 2025.

**IN WITNESS WHEREOF**, I have hereunto set my hand this 17<sup>th</sup> day of September 2025 in Mandaluyong City, Metro Manila.

  
**KATRINA O. CLEMENTE-LUA**  
 Corporate Secretary

**SUBSCRIBED AND SWORN TO** before me this 17<sup>th</sup> day of September 2025 in Mandaluyong City, Metro Manila, affiant exhibiting to me her Philippine Passport No. \_\_\_\_\_, bearing her photograph and signature, issued by Department of Foreign Affairs - NCR - South, and valid until \_\_\_\_\_

Doc. No. 287;  
 Page No. 59;  
 Book No. 77;  
 Series of 2025.

File No. 1.913  
 FOSI\_Certification\_2025 IS/Ryan

**JOVEN G. SEMILLANO**  
 NOTARY PUBLIC FOR CITY OF MANDALUYONG  
 COMMISSION NO. 0285-25 VALID UNTIL DECEMBER 31, 2026  
 ROLL NO. 53970(53)  
 IBP LIFETIME NO. 011302; 12-28-12; RIZAL  
 PTR NO. 5708102; 1-2-25; MANDALUYONG  
 MCLE EXEMPTION NO. VIII-ACAD004023 14 APRIL 2028  
 UG 03 CITYLAND SHAW TOWER  
 SHAW BOULEVARD, MANDALUYONG CITY

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **NICASIO C. CABANEIRO**, Filipino, of legal age and with address at \_\_\_\_\_, after having been duly sworn in accordance with the law do hereby declare that:

1. I am a nominee as Independent Director of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay**.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

<b>Company/Organization</b>	<b>Position/Relationship</b>	<b>Period of Service</b>
<b>San Beda University (formerly, San Beda College)</b>	Professor; Pre-Bar Reviewer in Taxation	November 1974 to present
<b>FREIT Fund Managers, Inc.</b>	Independent Director	November 2022 to present
<b>Arellano Law Foundation</b>	Professor; Pre-Bar Reviewer in Taxation	November 1974 to June 2019

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Fora Services, Inc. doing business as Quest Hotel Tagaytay as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following directors/officers/substantial shareholders of (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code:

<b>Name of Director/Officer/ Substantial Shareholder</b>	<b>Company</b>	<b>Nature of Relationship</b>
N/A		

5. I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):


<b>Offense Charged/ Investigated</b>	<b>Tribunal or Agency Involved</b>	<b>Status</b>
N/A		

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the       N/A       to be an independent director in       N/A      , pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.



8. I shall inform the Corporate Secretary of Fora Services, Inc. doing business as Quest Hotel Tagaytay of any changes in the above-mentioned information within five days from its occurrence.

Done, this SEP 17 2025 at Mandaluyong City.

  
NICASIO C. CABANEIRO  
Affiant

SUBSCRIBED AND SWORN to before me this SEP 17 2025 at Mandaluyong City, affiant exhibiting to me as competent evidence of his identity, Driver's License No. \_\_\_\_\_ bearing his photograph and signature, issued by Land Transportation Office, and valid until \_\_\_\_\_

Doc. No. 288;  
Page No. 59;  
Book No. 32;  
Series of 2025.

**JOVEN G. SERRANO**  
NOTARY PUBLIC FOR CITY OF MANDALUYONG  
COMMISSION NO. 0285-25 VALID UNTIL DECEMBER 31, 2026  
ROLL NO. 53970 (S)  
IBP LIFETIME NO. 011302; 12-28-12; RIZAL  
PTR NO. 5708102; 1-2-25; MANDALUYONG  
MCLE EXEMPTION NO. VII-ACAD004023 14 APRIL 2028  
UG 03 CITYLAND SHAW TOWER  
SHAW BOULEVARD, MANDALUYONG CITY

**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **WILLIAM MICHAEL V. VALTOS, JR.**, Filipino, of legal age and with address  
 at \_\_\_\_\_, after having been duly sworn in accordance  
 with the law do hereby declare that:

1. I am a nominee as Independent Director of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay**.
2. I was affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

<b>Company/Organization</b>	<b>Position/Relationship</b>	<b>Period of Service</b>
FREIT Fund Managers, Inc.	Independent Director	2021 - Present
Phizzle Inc	Director	2020 - Present
Transwealth Fleet Management Corp/Transwealth Parking Services Corp	Director, Treasurer	2020 - Present
Philweb Corporation	Director	2017 - Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Fora Services, Inc. doing business as Quest Hotel Tagaytay as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following directors/officers/substantial shareholders of (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code:

<b>Name of Director/Officer/ Substantial Shareholder</b>	<b>Company</b>	<b>Nature of Relationship</b>
N/A		

5. I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

<b>Offense Charged/ Investigated</b>	<b>Tribunal or Agency Involved</b>	<b>Status</b>
N/A		

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the N/A to be an independent director in N/A, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.

7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of Fora Services, Inc. doing business as Quest Hotel Tagaytay of any changes in the above-mentioned information within five days from its occurrence.

Done, this SEP 17 2025 at Mandaluyong City.

  
**WILLIAM MICHAEL V. VALTOS, JR.**  
Affiant

**SUBSCRIBED AND SWORN** to before me this SEP 17 2025 at Mandaluyong City, affiant exhibiting to me as competent evidence of his identity, Passport ID No. \_\_\_\_\_, bearing his photograph and signature, issued by Department of Foreign Affairs NCR-West, and valid until \_\_\_\_\_

Doc. No. 289 ;  
Page No. 59 ;  
Book No. 32 ;  
Series of 2025.

**JOVEN G. S. WILLANO**  
NOTARY PUBLIC FOR CITY OF MANDALUYONG  
COMMISSION NO. 0285-25 VALID UNTIL DECEMBER 31, 2026  
ROLL NO. 53970 (S)  
IBP LIFETIME NO. 011302; 12-28-12; RIZAL  
PTR NO. 5708102; 1-2-25; MANDALUYONG  
MCLE EXEMPTION NO. VIII-ACAD004023 14 APRIL 2028  
UG 03 CITYLAND SHAW TOWER  
SHAW BOULEVARD, MANDALUYONG CITY

# COVER SHEET

for  
**AUDITED FINANCIAL STATEMENTS**

SEC Registration Number

C	S	2	0	1	8	1	8	3	3	9
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**COMPANY NAME**

F	O	R	A		S	E	R	V	I	C	E	S	,		I	N	C	.		D	O	I	N	G		B	U	S	I
N	E	S	S		A	S		Q	U	E	S	T		H	O	T	E	L		T	A	G	A	Y	T	A	Y		

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

F	O	R	A		R	O	T	U	N	D	A		T	A	G	A	Y	T	A	Y	,		G	E	N	E	R	A	L
	E	M	I	L	I	O		A	G	U	I	N	A	L	D	O		H	I	G	H	W	A	Y	,		S	I	L
a	n	g		J	u	n	c	t	i	o	n	,		B	a	r	a	n	g	a	y		S	i	l	a	n	g	
C	r	o	s	s	i	n	g		E	a	s	t	,		T	a	g	a	y	t	a	y	,		4	1	2	0	
C	a	v	i	t	e																								

Form Type

A	A	F	S
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Department requiring the report

C	R	M	D
---	---	---	---

Secondary License Type, If Applicable

N	/	A	
---	---	---	--

**COMPANY INFORMATION**

Company's Email Address

tagaytayhm@questhotelsandresorts.com

Company's Telephone Number

+6346-4198799

Mobile Number

0976-196-9623

No. of Stockholders

6

Annual Meeting (Month / Day)

Last Friday of October

Fiscal Year (Month / Day)

12/31

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

Name of Contact Person

Nancy R. Rivera

Email Address

nancy.rivera@filinvesthospitality.com

Telephone Number/s

+6346-8460278

Mobile Number

09989615762

**CONTACT PERSON'S ADDRESS**

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

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

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



**STATEMENT OF MANAGEMENT'S RESPONSIBILITY  
FOR FINANCIAL STATEMENTS**

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

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

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

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

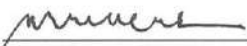
SyCip Gorres Velayo & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of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



\_\_\_\_\_  
**FRANCIS NATHANIEL C. GOTIANUN**  
**Chairman of the Board**



\_\_\_\_\_  
**FRANCIS V. CEBALLOS**  
**President / Chief Executive Officer**



\_\_\_\_\_  
**NANCY R. RIVERA**  
**Treasurer and Chief Financial Officer**

Signed this 10<sup>th</sup> day of April 2025.

## INDEPENDENT AUDITOR'S REPORT

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

### Report on the Audit of the Financial Statements

#### Opinion

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

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

#### Basis for Opinion

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

#### Other Information

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

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



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

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

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

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.





- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

SYCIP GORRES VELAYO & CO.

*Wanessa G. Salvador*

Wanessa G. Salvador

Partner

CPA Certificate No. 0118546

Tax Identification No. 248-679-852

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

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

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

April 10, 2025





**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF FINANCIAL POSITION**

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents (Notes 4 and 12)	<b>₱60,373,063</b>	₱84,873,235
Receivables (Note 5)	<b>12,131,568</b>	12,216,060
Due from related parties (Note 12)	<b>3,292,335</b>	12,902,694
Inventories (Note 6)	<b>975,159</b>	1,996,179
Other currents assets (Note 7)	<b>1,149,545</b>	2,505,038
Total Current Assets	<b>77,921,670</b>	114,493,206
<b>Noncurrent Assets</b>		
Property and equipment (Note 8)	<b>9,655,624</b>	1,098,191
Software cost (Note 9)	<b>542,139</b>	856,587
Total Noncurrent Assets	<b>10,197,763</b>	1,954,778
	<b>₱88,119,433</b>	₱116,447,984
<b>LIABILITIES AND EQUITY</b>		
<b>Current Liabilities</b>		
Accounts and other payables (Notes 10 and 12)	<b>₱31,138,457</b>	₱35,914,770
Contract liabilities (Note 13)	<b>1,363,886</b>	1,233,649
Due to related parties (Note 12)	<b>5,144,768</b>	18,083,250
Income tax payable	<b>357,396</b>	1,313,126
Total Current Liabilities	<b>38,004,507</b>	56,544,795
<b>Noncurrent Liabilities</b>		
Retirement liabilities	<b>430,691</b>	—
Participation liabilities (Notes 11 and 12)	<b>37,756,700</b>	37,756,700
Total Noncurrent Liabilities	<b>38,187,391</b>	37,756,700
Total Liabilities	<b>76,191,898</b>	94,301,495
<b>Equity</b>		
Capital stock (Note 16)	<b>400,000</b>	400,000
Remeasurement loss on retirement plan – net	<b>(153,832)</b>	—
Retained earnings (Note 16)		
Appropriated	<b>10,207,973</b>	—
Unappropriated	<b>1,473,394</b>	21,746,489
Total Equity	<b>11,927,535</b>	22,146,489
	<b>₱88,119,433</b>	₱116,447,984

*See accompanying Notes to Financial Statements.*



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF COMPREHENSIVE INCOME**

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

*See accompanying Notes to Financial Statements.*



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF CHANGES IN EQUITY**

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

*See accompanying Notes to Financial Statements.*



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF CASH FLOWS**

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

*See accompanying Notes to Financial Statements.*



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**NOTES TO FINANCIAL STATEMENTS**

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**1. Corporate Information**

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

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

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

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

Approval of the Financial Statements

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

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**2. Material Accounting Policy Information**

Basis of Preparation

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

Statement of Compliance

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

New Standards, Interpretations and Amendments

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

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



Standards, Amendments and Interpretations Issued but not yet Effective

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

*Effective beginning on or after January 1, 2025*

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

*Effective beginning on or after January 1, 2026*

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

*Effective beginning on or after January 1, 2027*

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

*Deferred effectivity*

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

Material Accounting Policies

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

Financial Instruments - initial recognition, subsequent measurement and impairment

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

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

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

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



*Financial liabilities - initial recognition and subsequent measurement*

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

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

Property and Equipment

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

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

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

Software Costs

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

Other Current Assets

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

Impairment of Nonfinancial Assets

The Company assesses at each financial reporting date whether there is an indication that its nonfinancial (e.g., property and equipment and software costs) may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGUs) fair value less costs to sell and its value in use (VIU) and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Company.

When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment loss is charged to operations in the year in which it arises.



### Retirement Liabilities

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

### Equity

#### *Capital stock*

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

#### *Retained earnings*

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

### Revenue Recognition

The Company primarily derives its revenue from room related services and other operating departments. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company has generally concluded that it is acting as principal in all of its revenue arrangements.

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

#### *Revenues from rooms and other operating departments*

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

#### *Income from insurance claim*

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

### Contract Balances

#### *Contract receivables*

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

#### *Contract liabilities*

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





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

#### Costs and Expenses Recognition

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

#### Income Taxes

##### *Current tax*

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

##### *Deferred tax*

Deferred tax is provided on all taxable temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognized for all taxable temporary differences with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences and unused net operating loss carryover (NOLCO), to the extent that it is probable that the taxable profit will be available against which the deductible temporary differences and NOLCO can be utilized.

#### Segment Reporting

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

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### **3. Management's Accounting Judgments and Use of Estimates**

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

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

#### Use of Estimates and Assumptions

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



*Evaluation of impairment of receivables*

The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. The assessment of the correlation between historical observed default rates, forecast economic conditions

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

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

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#### 4. Cash and Cash Equivalents

This account consists of

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

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

Interest income earned from cash and cash equivalents amounted to ₱3.01 million, ₱2.53 million and ₱0.82 million in 2024, 2023 and 2022, respectively (see Note 12).

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

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#### 5. Receivables

This account consists of:

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

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



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

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

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

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## 6. Inventories

This account consists of:

	2024	2023
Supplies	<b>₱724,965</b>	₱1,655,476
Fuel	<b>250,194</b>	340,703
	<b>₱975,159</b>	₱1,996,179

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

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

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

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## 7. Other Current Assets

This account consists of:

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

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

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

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



## 8. Property and Equipment

The rollforward analysis of this account follows:

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

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

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

## 9. Software Costs

The rollforward analysis of this account follows:

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



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## 10. Accounts and Other Payables

This account consists of:

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

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

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

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

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

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

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## 11. Participation Liabilities

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

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

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

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



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

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

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

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

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

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

## 12. Related Party Transactions

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

### Terms and conditions of transactions with related parties

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



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

		2024			
		Amount/ Volume	Outstanding balance	Terms	Conditions
<b>Cash and cash equivalents</b>					
<b>Affiliate</b>					
a.	Cash and cash equivalents (Note 4)	(P19,905,561)	P56,243,279	Interest-bearing at prevailing market rate	Unrestricted
	Interest income	3,007,592	—		
<b>Due to related parties</b>					
b.	Parent Company	(P1,114,756)	(P210,389)	Noninterest-bearing; due and demandable	Unsecured
c.	Filinvest Land, Inc. (FLI)	(1,516,409)	(857,136)	Noninterest-bearing; due and demandable	Unsecured
d.	Fora Restaurants, Inc. (FRI)	(5,943,479)	(371,020)	Noninterest-bearing; due and demandable	Unsecured
e.	Chroma Hospitality, Inc. (CHI)	(1,117,824)	(942,674)	Noninterest-bearing; due and demandable	Unsecured
f.	Entrata Hotel Services, Inc. (EHSI)	(92,812)	—	Noninterest-bearing; due and demandable	Unsecured
f.	Property Specialist Resources, Inc. (PSRI)	(76,972)	(76,972)	Noninterest-bearing; due and demandable	Unsecured
f.	Mimosa Cityscapes, Inc. (MCI)	(38,451)	(38,451)	Noninterest-bearing; due and demandable	Unsecured
g.	Corporate Technologies, Inc. (CTI)	(4,189,825)	(2,648,126)	Noninterest-bearing; due and demandable	Unsecured
h.	Hospitality Enterprise Resources Corp. (HERC)	(7,887,522)	—	Noninterest-bearing; due and demandable	Unsecured
			(P5,144,768)		
<b>Due from related parties</b>					
i.	FLI	(P11,940,700)	P—	Noninterest-bearing; due within 1 year	Unsecured
j.	FRI	1,009,930	1,726,860	Noninterest-bearing; due and demandable	Unsecured
j.	CHI	53,946	271,275	Noninterest-bearing; due and demandable	Unsecured
j.	EHSI	(27,735)	—	Noninterest-bearing; due and demandable	Unsecured
j.	HERC	1,294,200	1,294,200	Noninterest-bearing; due and demandable	Unsecured
			P3,292,335		
<b>Accrued expenses</b>					
c.	FLI (Rent)	P6,085,758	P—	Noninterest-bearing; due and demandable	Unsecured
k.	Interest expense	(10,228,851)	13,799,589	Due in May 2025	Unsecured
			P13,549,319		
<b>Participation liabilities</b>					
k.	Joining fee	(P1,003,900)	P26,240,400	Noninterest-bearing; due in 2048	Unsecured
		2023			
		Amount/ Volume	Outstanding balance	Terms	Conditions
<b>Cash and cash equivalents</b>					
<b>Affiliate</b>					
a.	Cash and cash equivalents (Note 4)	(P9,158,064)	P76,148,839	Interest-bearing at prevailing market rate	Unrestricted
	Interest income	2,528,164			
<b>Due to related parties</b>					
b.	Parent Company	(59,129)	(288,067)	Noninterest-bearing; due and demandable	Unsecured
c.	Filinvest Land, Inc. (FLI)	15,071,865	(2,373,545)	Noninterest-bearing; due and demandable	Unsecured
d.	Fora Restaurants, Inc. (FRI)	(1,248,911)	(6,314,499)	Noninterest-bearing; due and demandable	Unsecured
e.	Chroma Hospitality, Inc. (CHI)	647,881	(1,028,891)	Noninterest-bearing; due and demandable	Unsecured
f.	Entrata Hotel Services, Inc. (EHSI)	27,452	(92,812)	Noninterest-bearing; due and demandable	Unsecured
g.	Corporate Technologies, Inc. (CTI)	(1,133,253)	(4,007,142)	Noninterest-bearing; due and demandable	Unsecured
h.	Hospitality Enterprise Resources Corp. (HERC)	(3,978,294)	(3,978,294)	Noninterest-bearing; due and demandable	Unsecured
			(P18,083,250)		

(Forward)



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

Significant transactions with related parties are as follows:

- The Company maintains cash and cash equivalents with East West Banking Corporation, an entity under common control with FDC.
- FHC advanced the Company's costs for incorporation, taxes and licenses and other costs incurred on its pre-opening period.

In 2022, the Company entered into an agreement with FHC, wherein the Company is annually charged with admin fee equivalent to one percent (1%) of the Company's gross operating revenue for receiving various administrative functions. The agreement has a term of one (1) year and automatically renewable every year for a similar term unless terminated by either party. As of December 31, 2024 and 2023, balance due to parent amounted to ₱0.21 million and ₱0.29 million, respectively.

- In 2019, FLI, an affiliate, advanced the Company's funding to support its pre-operations and initial working capital to support its operations.

#### *Rental*

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

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

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





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

*Compensation of key management personnel*

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

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### 13. Revenue, Income and Contract Balances

Revenue from Contracts with Customers

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

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

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

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



### Contract Liabilities

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

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

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

### 14. Cost of Services

This account consists of:

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

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



## 15. General and Administrative Expenses

This account consists of:

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

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

## 16. Equity

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

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

### Capital Management

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

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



#### Appropriation of Retained Earnings

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

#### Appropriation of Retained Earnings Subsequent to Year-end

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

### 17. Income Taxes

The provision for income tax consists of:

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

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

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

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

### 18. Segment Reporting

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



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

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## 19. Financial Assets and Financial Liabilities

### Fair Value Information

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

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

### Financial Risk Management Objectives and Policies

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

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

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

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

### *Credit risk*

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

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

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

\*Excludes cash on hand.



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

### *Liquidity risk*

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

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

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

\*Excludes statutory payables amounting to ₱6.69 million

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

\*Excludes statutory payables amounting to ₱4.48 million





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## INDEPENDENT AUDITOR'S REPORT

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

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

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

SYCIP GORRES VELAYO & CO.

*Wanessa G. Salvador*

Wanessa G. Salvador

Partner

CPA Certificate No. 0118546

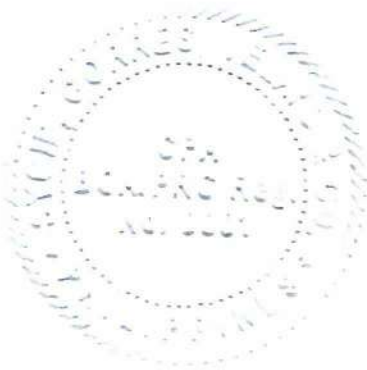
Tax Identification No. 248-679-852

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

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

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

April 10, 2025





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## INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

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

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

SYCIP GORRES VELAYO & CO.

*Wanessa G. Salvador*

Wanessa G. Salvador

Partner

CPA Certificate No. 0118546

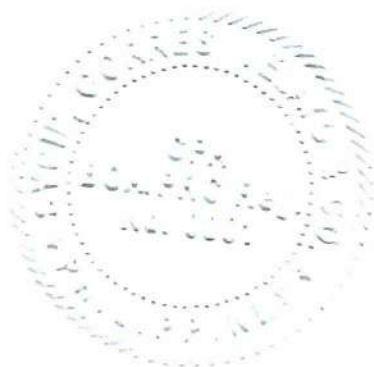
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April 10, 2025





**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**INDEX TO SUPPLEMENTARY SCHEDULES**

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- Annex C: Supplementary Schedules Required by Revised SRC Rule 68 (Annex 68-J)
- Schedule A. Financial Assets
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**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  


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**RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR**  
**DIVIDEND DECLARATION**  
**DECEMBER 31, 2024**

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

**Add: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of tax)**

Reversal of previously recorded foreign exchange gain, except those attributable to cash and cash equivalents	—	
Reversal of previously recorded fair value adjustment (market-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	—	
Reversal of previously recorded fair value gain of Investment Property	—	
Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS, previously recorded	—	
Sub-total		—

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<b>Adjusted Net Income/Loss</b>		<b>(10,065,122)</b>
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**Add: Non-actual losses recognized in profit or loss during the reporting period (net of tax)**

Depreciation on revaluation increment (after tax)	—	
Sub-total		—

**Add/Less: Adjustments related to relief granted by the SEC and BSP**

Amortization of the effect of reporting relief	—	
Total amount of reporting relief granted during the year	—	
Others	—	
Sub-total		—

**Add/Less: Other items that should be excluded from the determination of the amount of available for dividends distribution**

Net movement of treasury shares (except for reacquisition of redeemable shares)	—	
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	—	
Net movement in deferred tax asset and deferred tax liabilities related to same transaction, e.g., set up of right of use asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	—	
Adjustment due to deviation from PFRS/GAAP - gain (loss)	—	
Others	—	
Sub-total		—

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<b>Total Retained Earnings, end of reporting period available for dividend</b>		<b>₱1,473,394</b>
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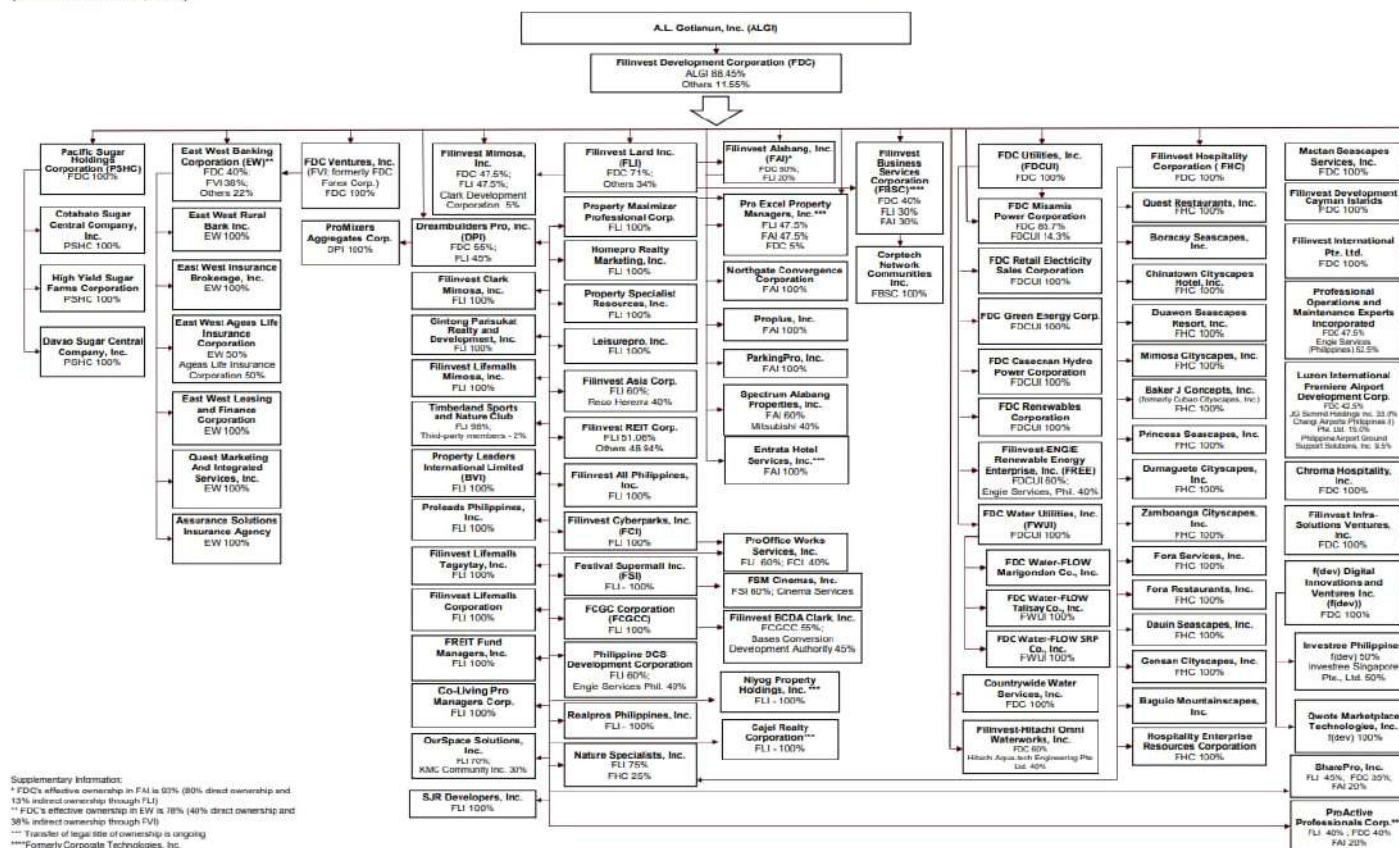
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## FORA SERVICES, INC.

## DOING BUSINESS AS QUEST HOTEL TAGAYTAY

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

A.L. GOTIANUN, INC.  
 MAP SHOWING THE RELATIONSHIP BETWEEN AND AMONG THE COMPANIES IN THE GROUP, ITS ULTIMATE PARENT, CO-SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES  
 (As of December 31, 2024)



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  


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

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

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

Schedule A. Financial Assets

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

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

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

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

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

Schedule D. Long-term Debt

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

Schedule E. Indebtedness to Related Parties

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

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

Schedule F. Guarantees of Securities of Other Issuers

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

Schedule G. Capital Stock

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

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  


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

	2024	2023
<b>Total Audit Fees</b>	<b>₱250,000</b>	<b>₱241,000</b>
Non-audit services fees:		
Other assurance services	—	—
Tax services	—	—
All other services	—	—
<b>Total Non-audit Fees</b>	<b>—</b>	<b>—</b>
<b>Total Audit and Non-audit Fees</b>	<b>₱250,000</b>	<b>₱241,000</b>



Building a better  
working world

SyCip Gorres Velayo & Co.  
6760 Ayala Avenue  
1226 Makati City  
Philippines

Tel: (632) 8891 0307  
Fax: (632) 8819 0872  
sgv.ph

## INDEPENDENT AUDITOR'S REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

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

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

SYCIP GORRES VELAYO & CO.

*Wanessa G. Salvador*

Wanessa G. Salvador

Partner

CPA Certificate No. 0118546

Tax Identification No. 248-679-852

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

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

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

April 10, 2025





**FORA SERVICES, INC.****DOING BUSINESS AS QUEST HOTEL TAGAYTAY****SUPPLEMENTARY SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS  
DECEMBER 31, 2024 AND 2023**

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

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

## COVER SHEET

SEC Registration Number

C	S	2	0	1	8	1	8	3	3	9
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COMPANY NAME

F	O	R	A		S	E	R	V	I	C	E	S	,		I	N	C	.		D	O	I	N	G		B	U	S	I
N	E	S	S		A	S		Q	U	E	S	T		H	O	T	E	L		T	A	G	A	Y	T	A	Y		

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

F	O	R	A		R	O	T	U	N	D	A		T	A	G	A	Y	T	A	Y	,		G	E	N	E	R	A	L
	E	M	I	L	I	O		A	G	U	I	N	A	L	D	O		H	I	G	H	W	A	Y	,		S	I	L
a	n	g		J	u	n	c	t	i	o	n	,		B	a	r	a	n	g	a	y		S	i	l	a	n	g	
C	r	o	s	s	i	n	g		E	a	s	t	,		T	a	g	a	y	t	a	y	,		4	1	2	0	
C	a	v	i	t	e																								

Form Type

1	7	-	Q
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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

N	/	A
---	---	---

## COMPANY INFORMATION

Company's Email Address

katrina.clemente-lua@filinvestland.com
--

Company's Telephone Number

7918-8188
-----------

Mobile Number

N/A
-----

No. of Stockholders

6
---

Annual Meeting (Month / Day)

Last Friday of October
------------------------

Fiscal Year (Month / Day)

12/31
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## CONTACT PERSON INFORMATION

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

Name of Contact Person

Nancy R. Rivera
-----------------

Email Address

nancy.rivera@filinvesthospitality.com
---------------------------------------

Telephone Number/s

+6346-8460278
---------------

Mobile Number

09989615762
-------------

## CONTACT PERSON'S ADDRESS

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

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

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

**SECURITIES AND EXCHANGE COMMISSION**

**SEC FORM 17-Q**

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

1. For the quarterly period ended **June 30, 2025**
2. SEC Identification Number **CS201818339**
3. BIR Tax Identification No. **010-114-986-000**
4. Exact name of issuer as specified in its charter  
**FORA SERVICES, INC. DOING BUSINESS AS QUEST HOTEL TAGAYTAY**
5. Province, Country or other jurisdiction of incorporation or organization **Philippines**
6. Industry Classification Code: \_\_\_\_\_ (SEC Use Only)
7. Address of issuer's principal office  
**Fora Rotunda Tagaytay, General Emilio Aguinaldo**  
**Highway Silang Junction, Barangay Silang Crossing**  
**East Tagaytay**Postal Code  
**4120**
8. Issuer's telephone number, including area code **(46) 419-8799**
9. Former name, former address, and former fiscal year, if changed since last report **Not Applicable**
10. Securities registered pursuant to Section 8 and 12 of the SRC

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

11. Are any or all of these securities listed on the Philippine Stock Exchange?

Yes

☐

No

☐ /

12. Indicate by check mark whether the issuer:

- (a) has filed reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Section 11 of the RSA Rule 1(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes

☐ /

No

☐

- (c) has been subject to such filing requirements for the past 90 days.

Yes

☐ /

No

☐

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**PART 1 - FINANCIAL INFORMATION**

**FOR A SERVICES, INC.  
DOING BUSINESS AS QUEST HOTEL TAGAYTAY**

---

**Unaudited Interim Financial Statements**

As at June 30, 2025 and Dec 31, 2024

and

For the Six Months Ended June 30, 2025 and 2024

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF FINANCIAL POSITION**

	<b>June 30 2025 (Unaudited)</b>	<b>December 31 2024 (Audited)</b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents (Notes 4 and 12)	<b>₱66,192,006</b>	₱ 60,373,063
Receivables (Note 5)	<b>10,152,664</b>	12,131,568
Due from related parties (Note 12)	-	2,650,040
Inventories (Note 6)	<b>1,541,591</b>	975,159
Other currents assets (Note 7)	<b>2,081,734</b>	1,149,545
<b>Total Current Assets</b>	<b>79,967,995</b>	77,279,375
<b>Noncurrent Assets</b>		
Property and equipment (Note 8)	<b>8,596,592</b>	9,655,624
Software costs (Note 9)	<b>1,289,375</b>	542,139
<b>Total Noncurrent Assets</b>	<b>9,885,967</b>	10,197,763
	<b>₱89,853,962</b>	₱87,477,138
<b>LIABILITIES AND EQUITY</b>		
<b>Current Liabilities</b>		
Accounts and other payables (Note 10 and 11)	<b>₱20,806,966</b>	₱17,277,166
Accrued interest payable (Note 10 and 11)	<b>12,161,361</b>	13,861,291
Contract liabilities (Note 13)	<b>942,357</b>	1,363,886
Due to related parties (Note 12)	<b>5,641,308</b>	4,502,473
Income tax payable	<b>39,644</b>	357,396
<b>Total Current Liabilities</b>	<b>39,591,636</b>	37,362,212
<b>Non Current Liabilities</b>		
Retirement liabilities	<b>430,691</b>	430,691
Participation liability (Notes 11 and 12)	<b>37,756,700</b>	37,756,700
<b>Total Non Current Liabilities</b>	<b>38,187,391</b>	38,187,391
	<b>77,779,027</b>	75,549,603
<b>Equity</b>		
Capital stock (Note 16)	<b>400,000</b>	400,000
Remeasurement loss on retirement plan - net	<b>(153,832)</b>	(153,832)
Retained earnings		
Appropriated	<b>11,743,111</b>	10,207,973
Unappropriated	<b>85,656</b>	1,473,394
<b>Total Equity</b>	<b>12,074,935</b>	11,927,535
	<b>₱89,853,962</b>	₱87,477,138

*See accompanying Notes to Financial Statements.*

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF COMPREHENSIVE INCOME**  
**For the Six months ended June, 2025**

	<b>Six months Ended June 30</b>	
	<b>2025</b>	<b>2024</b>
<b>REVENUE</b>		
Revenue from services		
Rooms	<b>53,477,023</b>	51,201,519
Other operating departments	<b>1,267,710</b>	894,978
	<b>54,744,733</b>	52,096,497
<b>COST OF SERVICES (Note 14)</b>	<b>20,596,254</b>	20,992,162
<b>GENERAL AND ADMINISTRATIVE EXPENSES (Note 15)</b>	<b>23,602,887</b>	17,056,662
<b>OTHER INCOME (EXPENSE)</b>		
Interest income (Note 4)	<b>1,321,290</b>	1,170,027
Interest expense (Note 11 and 12)	<b>(11,357,916)</b>	(13,396,236)
	<b>(10,036,626)</b>	(12,226,209)
<b>INCOME BEFORE INCOME TAX</b>	<b>508,966</b>	1,821,463
<b>PROVISION FOR INCOME TAX (Note 17)</b>	<b>361,566</b>	396,864
<b>NET INCOME / TOTAL COMPREHENSIVE INCOME</b>	<b>147,400</b>	1,424,599

*See accompanying Notes to Financial Statements.*



**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF CHANGES IN EQUITY**

	<b>Six months Ended June 30</b>	
	<b>2025</b>	<b>2024</b>
<b>CAPITAL STOCK</b>		
Balances at beginning and end of the period	<b>₱400,000</b>	<b>₱400,000</b>
<b>RETAINED EARNINGS (Note 16)</b>		
<i>Unappropriated retained earnings</i>		
Balances at beginning of the period	<b>1,473,394</b>	<b>21,746,489</b>
Net income	<b>147,400</b>	1,424,599
Appropriation of retained earnings	<b>(1,535,138)</b>	—
Balances at end of the period	<b>85,656</b>	23,171,088
<i>Appropriated retained earnings</i>		
Balances at beginning of the period	<b>10,207,973</b>	—
Appropriation of retained earnings	<b>1,535,138</b>	—
Balances at end of the period	<b>11,743,111</b>	—
Total retained earnings	<b>11,828,767</b>	23,571,088
<b>REMEASUREMENT LOSS ON RETIREMENT PLAN</b>		
Balances at beginning and end of the period	<b>(153,832)</b>	—
	<b>₱12,074,935</b>	<b>₱23,571,088</b>

*See accompanying Notes to Financial Statements.*

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**STATEMENTS OF CASH FLOWS**

	<b>June 30, 2025</b>	<b>June 30, 2024</b>
	<i>Unaudited</i>	<i>Unaudited</i>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income before income tax	<b>₱508,966</b>	₱1,821,463
Adjustments for:		
Depreciation and Amortization (Notes 8, 9 and 15)	<b>2,734,191</b>	2,110,928
Interest expense (Notes 11 and 12)	<b>11,357,916</b>	13,396,236
Interest income (Note 4)	<b>(1,321,290)</b>	(1,170,027)
Operating income (loss) before working capital changes	<b>13,279,783</b>	16,158,600
Changes in operating assets and liabilities:		
Decrease (increase) in:		
Receivables	<b>1,978,904</b>	5,551,767
Due from related parties	<b>2,650,040</b>	12,902,694
Inventories	<b>(566,432)</b>	(653)
Other current assets	<b>(932,189)</b>	753,844
Increase (decrease) in:		
Accounts and other payables	<b>3,529,800</b>	(2,633,400)
Contract liabilities	<b>(421,529)</b>	(1,015,398)
Due to related parties	<b>1,138,835</b>	(7,515,610)
Net cash generated from operations	<b>20,657,212</b>	24,201,844
Interest paid	<b>(13,057,846)</b>	(9,296,470)
Interest received	<b>1,321,290</b>	1,170,027
Income taxes paid	<b>(679,318)</b>	(1,298,032)
Net cash provided by operating activities	<b>8,241,338</b>	14,777,369
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions to Property and equipment (Note 8)	<b>(1,501,000)</b>	(11,567,116)
Additions to Software costs (Note 9)	<b>(921,395)</b>	-
Cash used in investing activities	<b>(2,422,395)</b>	(11,567,116)
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>5,818,943</b>	3,210,253
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD, JANUARY 1</b>	<b>₱60,373,063</b>	₱84,873,235
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD (Note 4)</b>	<b>₱66,192,006</b>	₱88,083,488

*See accompanying Notes to Financial Statements.*

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**NOTES TO FINANCIAL STATEMENTS**

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**1. Corporate Information**

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

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

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

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

Approval of the Financial Statements

The financial statements of the Company as at June 30, 2025 and 2024 and for each of the three years in the period ended June 30, 2025 were approved and authorized for issue by the Board of Directors on August 07, 2025.

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**2. Material Accounting Policy Information**

Basis of Preparation

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

The Company's financial statements as at June 30, 2025 and 2024 and for the six months ended June 30, 2025, and 2024 have been prepared as an attachment to the amended registration statement in relation to the Company's issuance of debt securities.

Statement of Compliance

The financial statements of the Company have been prepared in compliance with Philippine Financial Reporting Standards (PFRS), Philippine Accounting Standards (PAS) and Interpretations issued by the Philippine Interpretations Committee (PIC).

New Standards, Interpretations and Amendments

The accounting policies adopted in the preparation of the Company's financial statements are consistent with those of the previous financial years, except for the adoption of the following which became effective beginning January 1, 2025. The adoption of the following pronouncements does not have significant impact to the Company's financial statements.

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

### Standards, Amendments and Interpretations Issued but not yet Effective

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

#### *Effective beginning on or after January 1, 2026*

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

#### *Effective beginning on or after January 1, 2027*

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

#### *Deferred effectivity*

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

### Material Accounting Policies

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

#### Financial Instruments - initial recognition, subsequent measurement and impairment

As of June 30, 2025 and 2024, the financial assets of the Company are classified at initial recognition as subsequently measured at amortized cost. In order for a financial asset to be classified and measured at amortized cost, it needs to give rise to cash flows that are 'solely payments of principal and interest' on the principal amount outstanding. This assessment is referred to as the 'solely payments of principal and interest test' and is performed at an instrument level.

As of June 30, 2025 and 2024, the Company's financial assets at amortized cost include cash and cash equivalents, receivables and due from related parties and security deposits (presented under other current assets).

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

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

#### *Financial liabilities - initial recognition and subsequent measurement*

As of June 30, 2025 and 2024, the Company's financial liabilities pertain to loans and borrowings. These financial liabilities are recognized initially at fair value, net of directly attributable transaction costs and subsequently measured at amortized cost using effective interest method.

As of June 30, 2025 and 2024, the Company's financial liabilities include accounts and other payables, due to related parties, participation liabilities and other obligations that meet the above definition (other than liabilities covered by other accounting standards, such as, income tax payable, and other statutory liabilities).

### Property and Equipment

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

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

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

### Software Costs

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

### Other Current Assets

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

### Impairment of Nonfinancial Assets

The Company assesses at each financial reporting date whether there is an indication that its nonfinancial (e.g., property and equipment and software costs) may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGUs) fair value less costs to sell and its value in use (VIU) and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of the Company.

When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment loss is charged to operations in the year in which it arises.

### Equity

#### *Capital stock*

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

#### *Retained earnings (Deficit)*

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

### Revenue Recognition

The Company primarily derives its revenue from room related services and other operating departments. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company has generally concluded that it is acting as principal in all of its revenue arrangements.

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

#### *Revenues from rooms and other operating departments*

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

#### *Income from insurance claim*

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

### Contract Balances

#### *Contract receivables*

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

#### *Contract liabilities*

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

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

### Costs and Expenses Recognition

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

### Income Taxes

#### *Current tax*

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

#### *Deferred tax*

Deferred tax is provided on all taxable temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognized for all taxable temporary differences with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences and unused net operating loss carryover (NOLCO), to the extent that it is probable that the taxable profit will be available against which the deductible temporary differences and NOLCO can be utilized.

### Segment Reporting

The Company's operating businesses are organized and managed according to the nature of the products and services provided. The Company has determined that it is operating as one operating segment as of and for the years ended June 30, 2025 and 2024 see Note 18).

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### **3. Management's Accounting Judgments and Use of Estimates**

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

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

#### Use of Estimates and Assumptions

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

#### *Evaluation of impairment of receivables*

The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

As of June 30, 2025 and 2024, the carrying value of receivables amounted to ₱10.15 million and ₱12.13 million, respectively. There is no provision for ECL recognized in 2025 and 2024 (see Note 5).

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### **4. Cash and Cash Equivalents**

This account consists of

	2025	2024
Cash on hand	<b>₱310,000</b>	₱410,000
Cash in banks (Note 12)	<b>19,410,099</b>	18,726,253
Cash equivalents (Note 12)	<b>46,471,907</b>	41,236,810
	<b>₱66,192,006</b>	₱60,373,063

Cash in banks earn interest at the prevailing bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods up to 3 months and earns interest at the prevailing short-term investment rate of 5.13% to 5.50% and 3.27% to 5.80% in 2025 and 2024, respectively.

Interest income earned from cash and cash equivalents amounted to ₱1.2 million and ₱1.17 million in 2025 and 2024, respectively (see Note 12).

There are no restrictions on the Company's cash and cash equivalents as of June 30, 2025 and 2024.

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## 5. Receivables

This account consists of:

	2025	2024
Contract receivables:		
Corporate, travel agency and individuals	<b>₱9,763,544</b>	₱8,399,441
Credit cards	<b>166,611</b>	3,338,683
Guest ledger	<b>3,147</b>	169,778
Others	<b>219,362</b>	223,666
	<b>₱10,152,664</b>	<b>₱12,131,568</b>

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

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

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

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

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## 6. Inventories

This account consists of:

	2025	2024
Supplies	<b>₱1,294,607</b>	₱724,965
Fuel	<b>246,984</b>	250,194
	<b>₱1,541,591</b>	<b>₱975,159</b>

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

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

The cost of inventories recognized as part of “Cost of services” in the statement of comprehensive income amounted to ₱1.67 million and ₱1.72 million in 2025 and 2024, respectively (see Note 14).

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## 7. Other Current Assets

This account consists of:

	2025	2024
Prepaid expenses	<b>₱1,605,247</b>	₱795,665
Advances to suppliers	<b>467,287</b>	344,680
Security deposits	<b>9,200</b>	9,200
	<b>₱2,081,734</b>	<b>₱1,149,545</b>

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



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

## 8. Property and Equipment

The rollforward analysis of this account follows:

	June 2025				
	Machineries Tools and Equipment	Vehicles	Computer Equipment	Furniture, Fixtures & Equipment	Total
<b>Cost</b>					
At beginning of period	₱673,395	₱733,650	₱947,597	₱11,262,658	₱13,617,300
Additions	625,000	-	60,000	816,000	1,501,000
At end of period	1,298,395	733,650	1,007,597	12,078,658	15,118,300
<b>Accumulated Depreciation</b>					
At beginning of period	408,341	183,412	654,791	2,715,132	3,961,676
Depreciation (Note 15)	365,710	122,275	157,932	1,914,115	2,560,032
At end of period	774,051	305,687	812,723	4,629,247	6,521,708
<b>Net Book Values</b>	<b>₱524,344</b>	<b>₱427,963</b>	<b>₱194,874</b>	<b>₱7,449,410</b>	<b>₱8,596,592</b>

	December 2024				
	Machineries Tools and Equipment	Vehicles	Computer Equipment	Furniture, Fixtures & Equipment	Total
<b>Cost</b>					
At beginning of period	₱673,395	₱-	₱947,597	₱-	₱1,620,992
Additions	-	733,650	-	11,262,658	11,996,308
At end of period	673,395	733,650	947,597	11,262,658	13,617,300
<b>Accumulated Depreciation</b>					
At beginning of period	183,876	183,876	338,925	183,876	522,801
Depreciation (Note 15)	244,465	183,412	315,866	2,715,131	3,438,875
At end of period	408,341	183,412	654,791	2,715,131	3,961,676
<b>Net Book Values</b>	<b>₱265,054</b>	<b>₱550,238</b>	<b>₱292,806</b>	<b>₱8,547,526</b>	<b>₱9,655,624</b>

The Company's property and equipment are not pledged or used as collateral to secure any obligation as of June 30, 2025 and 2024.

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## 9. Software Costs

The rollforward analysis of this account follows:

	2025	2024
<b>Cost</b>		
Balances at beginning of year	<b>₱1,572,243</b>	₱1,572,243
Additions	<b>921,395</b>	—
Balances at end of year	<b>2,493,638</b>	1,572,243
<b>Accumulated Amortization</b>		
Balances at beginning of year	<b>1,030,104</b>	715,656
Amortization (Note 15)	<b>174,159</b>	314,448
Balances at end of year	<b>1,204,263</b>	1,030,104
<b>Net Book Value</b>	<b>₱1,289,375</b>	₱542,139

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## 10. Accounts and Other Payables

This account consists of:

	2025	2024
Trade payables	<b>₱8,078,180</b>	₱6,315,361
Accrued expenses	<b>9,884,853</b>	6,315,361
Wages and employee-related payables	<b>1,693,143</b>	1,235,738
Regulatory payable	<b>1,150,790</b>	5,455,243
Subtotal	<b>20,806,966</b>	19,321,703
Accrued interest payables (Note 11)	<b>12,161,361</b>	13,861,291
	<b>₱32,968,327</b>	₱31,138,457

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

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

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

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

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

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## 11. Participation Liabilities

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

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

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

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

The distributable participation interest is based on total participation income, as adjusted with the impact of provisions, reserves and noncash transactions.

As of June 30, 2025, the Company issued Certificate of Participation for 164 units in the Condotel Project amounting to ₱37.76 million, presented under Participation liabilities in the statement of financial position. As of June 30, 2025, total participation interest recognized amounted to ₱11.36 million (2024 - ₱13.40 million).

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## **12. Related Party Transactions**

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

### Terms and conditions of transactions with related parties

Outstanding balances at year-end are unsecured, interest-free and require settlement in cash, unless otherwise stated. There have been no guarantees provided or received for any related party receivables or payables. As of June 30, 2025, and 2024, the Company has not made any provision for ECL relating to amounts owed by related parties. This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates.

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

June 2025				
	Amount/ Volume	Outstanding balance	Terms	Conditions
<b><i>Cash and cash equivalents</i></b>				
<b><i>Affiliate</i></b>				
a. Cash and cash equivalents (Note 4)	₱6,675,384	₱62,918,663	Interest-bearing at prevailing market rate	Unrestricted
Interest income	1,206,482	—		
<b><i>Due to related parties</i></b>				
b. Parent Company	₱558,455	(₱227,086)	Noninterest-bearing; due and demandable	Unsecured
c. Filinvest Land, Inc. (FLI)	—	(666,540)	Noninterest-bearing; due and demandable	Unsecured
d. Fora Restaurants, Inc. (FRI)	2,453,334	(2,383,360)	Noninterest-bearing; due and demandable	Unsecured
e. Chroma Hospitality, Inc. (CHI)	2,501,436	(563,322)	Noninterest-bearing; due and demandable	Unsecured
f. Entrata Hotel Services, Inc. (EHSI)	—	—	Noninterest-bearing; due and demandable	Unsecured
f. Property Specialist Resources, Inc. (PSRI)	—	(76,972)	Noninterest-bearing; due and demandable	Unsecured
f. Mimosa Cityscapes, Inc. (MCI)	—	(38,451)	Noninterest-bearing; due and demandable	Unsecured
g. Corporate Technologies, Inc. (CTI)	1,603,096	(1,326,461)	Noninterest-bearing; due and demandable	Unsecured
h. Hospitality Enterprise Resources Corporation (HERC)	2,225,557	(359,116)		
		(₱5,641,308)		
<b><i>Due from related parties</i></b>				
j. FRI	2,453,334	—	Noninterest-bearing; due and demandable	Unsecured
j. CHI	2,501,436	—	Noninterest-bearing; due and demandable	Unsecured
j. EHSI	—	—	Noninterest-bearing; due and demandable	Unsecured
j. HERC	2,225,557	—	Noninterest-bearing; due and demandable	Unsecured
		₱—		
<b><i>Accrued expenses</i></b>				
k. Interest expense (FLI)	(₱5,972,301)	₱7,827,288	Due in May 2026	Unsecured
<b><i>Participation liabilities</i></b>				
k. Joining fee (FLI)	(₱220,400)	₱26,020,000	Noninterest-bearing; due in 2048	Unsecured

2024				
	Amount/ Volume	Outstanding balance	Terms	Conditions
<b>Cash and cash equivalents</b>				
<b>Affiliate</b>				
i. Cash and cash equivalents (Note 4)	₱19,905,561	₱56,243,279	Interest-bearing at prevailing market rate	Unrestricted
Interest income	3,007,592	—		
<b>Due to related parties</b>				
j. Parent Company	(₱1,114,756)	(₱210,389)	Noninterest-bearing; due and demandable	Unsecured
k. Filinvest Land, Inc. (FLI)	(1,516,409)	(857,136)	Noninterest-bearing; due and demandable	Unsecured
l. Fora Restaurants, Inc. (FRI)	(5,943,479)	—	Noninterest-bearing; due and demandable	Unsecured
m. Chroma Hospitality, Inc. (CHI)	(1,117,824)	(671,399)	Noninterest-bearing; due and demandable	Unsecured
n. Entrata Hotel Services, Inc. (EHSI)	(92,812)	—	Noninterest-bearing; due and demandable	Unsecured
g. Property Specialist Resources, Inc. (PSRI)	(76,972)	(76,972)	Noninterest-bearing; due and demandable	Unsecured
g. Mimosa Cityscapes, Inc. (MCI)	(38,451)	(38,451)	Noninterest-bearing; due and demandable	Unsecured
o. Corporate Technologies, Inc. (CTI)	(4,189,825)	(2,648,126)	Noninterest-bearing; due and demandable	Unsecured
a. Hospitality Enterprise Resources Corp. (HERC)	7,887,522	—	Noninterest-bearing; due and demandable	Unsecured
		(₱4,502,473)		
<b>Due from related parties</b>				
b. FLI	(₱11,940,700)	₱—	Noninterest-bearing; due within 1 year	Unsecured
k. FRI	1,009,930	1,355,840	Noninterest-bearing; due and demandable	Unsecured
l. CHI	53,946	—	Noninterest-bearing; due and demandable	Unsecured
k. EHSI	(27,735)	—	Noninterest-bearing; due and demandable	Unsecured
l. HERC	1,294,200	1,294,200	Noninterest-bearing; due and demandable	Unsecured
	₱12,902,694	₱2,650,040		
<b>Accrued expenses</b>				
m. FLI (rent)	₱6,085,758	₱—	Noninterest-bearing; due and demandable	Unsecured
n. Interest expense	(10,228,851)	13,799,589	Due in December 2024	Unsecured
		₱13,799,589		
<b>Participation liabilities</b>				
m. Joining fee	(₱1,003,900)	₱26,240,400	Noninterest-bearing; due in 2048	Unsecured

Significant transactions with related parties are as follows:

- a. The Company maintains cash and cash equivalents with East West Banking Corporation, an entity under common control with FDC.
- b. FHC advanced the Company's costs for incorporation, taxes and licenses and other costs incurred on its pre-opening period.

In 2022, the Company entered into an agreement with FHC, wherein the Company is annually charged with admin fee equivalent to one percent (1%) of the Company's gross operating revenue for receiving various administrative functions. The agreement has a term of one (1) year and automatically renewable every year for a similar term unless terminated by either party. As of June 30, 2025 and 2024, balance due to parent amounted to ₱0.23 million and ₱0.21 million, respectively.

- c. In 2019, FLI, an affiliate, advanced the Company's funding to support its pre-operations and initial working capital to support its operations.

#### *Rental*

In 2019, the Company entered into a lease agreement with FLI for the lease of space in Quest Hotel for the purpose of the hotel and related operations. The contract pertains to leased premises which consist of hotel rooms owned by FLI. The lease commences beginning April 1, 2019 until June 30, 2021, subject to automatic renewal for a similar term unless terminated by either party. The Company agreed to pay variable lease payments equivalent to the Company's net income less outstanding receivables. The composition of condotel revenue considered in the net income computation exclude proceeds from insurance claims earmarked for refurbishment, income generating activities from use of function rooms, parking fees and food and beverage operations, among others.

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

- d. FRI, an affiliate, charges its revenue from food and beverage to the Company as part of the guest's bill upon bill-out.
- e. In July 2018, the Company entered into a management service agreement with CHI, an entity jointly controlled by FDC, whereby CHI provides technical services to the Company with regard to the development and establishment of the hotel during the stages of feasibility, conceptualization, design and construction, and fit-out.
- f. EHSI, PSRI and MCI, affiliates, charges the Company for intercompany expenses.
- g. CTI, an affiliate, charges the Company for telecommunication and IT solutions expenses.
- h. In 2023, the Company entered into an agreement wherein HERC is to provide services related to compensation and benefits and recruitment, accounting, revenue management and reservation, and supply chain.
- i. The Company charges FRI, CHI, EHSI and HERC for intercompany expenses.

- j. Participation liabilities pertain to joining fee received from FLI which is equivalent to the offer price paid for a certificate and will be repaid upon end of the term of the Condotel Participation Agreement. Each certificate is entitled to participation interest distributed annually (see Note 11).

*Compensation of key management personnel*

Compensation of key management personnel of the Company consists of employee salaries and benefits amounting to ₱0.46 million and ₱0.41 million in 2025 and 2024, respectively.

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### 13. Revenue, Income and Contract Balances

Revenue from Contracts with Customers

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

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

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

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

Contract Liabilities

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

The following summarizes the activities related to contract liabilities with customers as of June 30, 2025 and December 31, 2024:

	2025	2024
Balances at beginning of year	<b>₱1,363,886</b>	₱1,233,649
Additions	<b>10,218,690</b>	17,648,545
Recognized as revenue	<b>(10,640,219)</b>	(17,518,308)
Balances at end of year	<b>₱942,357</b>	₱1,363,886

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#### 14. Cost of Services

This account consists of:

	2025	2024
Utilities	<b>₱6,476,380</b>	₱4,060,418
Salaries, wages, and benefits	<b>3,995,756</b>	5,130,072
Laundry and linens	<b>2,793,896</b>	2,283,719
Operating Supplies	<b>1,667,822</b>	1,720,026
E-Commerce	<b>1,448,706</b>	1,688,567
Commission	<b>1,296,918</b>	2,047,681
Common area expenses	<b>1,157,977</b>	2,640,836
Spa services	<b>608,541</b>	652,222
Corporate office reimbursable	<b>374,167</b>	-
Others	<b>776,091</b>	768,612
	<b>₱20,596,254</b>	₱20,992,153

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

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#### 15. General and Administrative Expenses

This account consists of:

	2025	2024
Common area expenses	<b>₱3,439,979</b>	₱-
Salaries, wages, and benefits	<b>3,214,453</b>	3,443,128
Depreciation and amortization	<b>2,734,191</b>	2,110,928
Corporate office reimbursable	<b>2,507,461</b>	956,831
Management fees	<b>2,145,464</b>	1,737,172
E-Commerce fee	<b>1,920,099</b>	1,057,789
System costs	<b>1,603,096</b>	1,109,967
Credit and collection	<b>1,100,741</b>	1,333,130
Telecommunication	<b>792,147</b>	188,591
Contract services	<b>730,965</b>	955,810
Professional fees	<b>573,528</b>	601,328
Administration Fee	<b>558,455</b>	795,895
Insurance premium	<b>528,161</b>	750,188
Security services	<b>459,490</b>	725,920
Sales office expenses	<b>355,972</b>	825,244
Repairs and maintenance	<b>343,756</b>	90,849
Travel and transportation	<b>224,349</b>	87,500
Office and cleaning supplies	<b>58,162</b>	167,057
Taxes and licenses	<b>2,706</b>	41,181
Others	<b>308,811</b>	78,155
	<b>₱23,602,887</b>	₱ 17,056,662

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



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## 16. Equity

As of June 30, 2025 and 2024, the capital stock of the Company consists of:

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

### Capital Management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. No changes were made in the objectives, policies or processes in 2025 and 2024.

The Company considers its capital stock and participation liabilities amounting to ₱38.16 million and ₱0.40 million, as of June 30, 2025 and 2024, respectively, as its capital employed.

The Company is not subject to externally imposed capital requirements.

### Appropriation of Retained Earnings

On November 13, 2024, the BOD approved the appropriation of the retained earnings as of December 31, 2024 for future refurbishment and joining fee amortization amounting to ₱7.75 million and ₱2.45 million (₱3.21 million as of June 30, 2025), respectively. The future refurbishment will be utilized within the next five (5) years while the appropriation for joining fee amortization shall be utilized for the payment of participation liabilities due in May 2048 (see Note 11).

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

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## 17. Income Taxes

The provision for income tax consists of:

	2025	2024
Current	<b>₱141,352</b>	₱1,082,776
Final	<b>220,215</b>	501,640
	<b>₱361,567</b>	₱1,584,416

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

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

	2025	2024
Income tax at statutory income tax rate	<b>₱127,242</b>	(₱2,120,177)
Tax effects of:		
Movement in unrecognized deferred tax assets	<b>289,380</b>	3,760,788
Interest income subjected to final tax	<b>(55,055)</b>	(125,410)
Nondeductible expenses	–	69,215
	<b>₱361,567</b>	<b>₱1,584,416</b>

## 18. Segment Reporting

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

The Company's hotel operations is its only income generating activity and such is the measure used by the chief operating decision maker (CODM) in allocating resources. Rooms revenue recognized from government contracts represent 5% and 5% of the Company's total revenue for the periods ended June 30, 2025 and 2024, respectively.

## 19. Financial Assets and Financial Liabilities

### Fair Value Information

The carrying values of cash and cash equivalents, receivables, security deposits (presented under other current assets), accounts and other payables (except statutory payables) and due from and to related parties approximate their fair values as of June 30, 2025 and 2024 due to the short-term nature of the transactions.

As of June 30, 2025, the Company's participation liabilities has a carrying value and fair value of ₱37.76 million. The estimated fair value of participation liabilities is determined by discounting the sum of future cash flows using the prevailing market rates of 6.09%.

### Financial Risk Management Objectives and Policies

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

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

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

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

#### *Credit risk*

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

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

	2025	2024
Cash and cash equivalents*	<b>₱65,882,006</b>	₱59,963,063
Receivables	<b>10,152,664</b>	12,131,568
Due from related parties	-	3,292,335
Security deposits	<b>9,200</b>	9,200
	<b>₱76,043,870</b>	₱75,396,166

*\*Excludes cash on hand.*

As of June 30, 2025 and December 31, 2024, all financial assets classified as neither past due nor impaired has high grade in terms of credit quality rating. High grade is the highest possible rating, which pertains to accounts with very low credit risk exposure. High grade also pertains to receivables with no possible default in payment based on historical experience and evaluation of financial conditions of the creditor.

#### *Liquidity risk*

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

Maturity profile of the Company's financial instruments as at June 30, 2025 and December 31, 2024 follow:

	2025				
	On demand	Less than 3 months	3 to 12 months	More than 12 months	Total
<b>Financial assets</b>					
Cash and cash equivalents	<b>₱19,720,099</b>	<b>₱46,471,907</b>	<b>₱-</b>	<b>₱-</b>	<b>₱66,192,006</b>
Receivables	-	8,694,335	1,458,328	-	10,152,664
Due from related parties	-	-	-	-	-
Security deposits	-	-	9,200	-	9,200
	<b>₱19,720,099</b>	<b>₱54,746,082</b>	<b>₱1,467,528</b>	<b>-</b>	<b>₱76,353,870</b>
<b>Financial liabilities</b>					
Accounts and other payables*	<b>₱-</b>	<b>₱17,963,033</b>	<b>₱12,193,280</b>	<b>₱-</b>	<b>₱30,156,313</b>
Due to related parties	5,641,308	-	-	-	5,641,308
Participation liabilities	-	-	-	37,756,700	37,756,700
	<b>₱5,641,308</b>	<b>₱17,963,033</b>	<b>₱12,193,280</b>	<b>₱37,756,700</b>	<b>₱73,554,321</b>

*\*Excludes statutory payables amounting to ₱2.84 million*

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

\*Excludes statutory payables amounting to ₱6.69 million

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**

**Management's Discussion and Analysis of Financial Condition and Results of Operation**

**Six Months Ended June 30**

	<b>2025</b>	<b>2024</b>	<b>Change Increase</b>	
	<b>(Unaudited)</b>	<b>(Unaudited)</b>	<b>(Decrease) Php</b>	<b>%</b>
<b>REVENUE</b>				
Revenue from services	<b>₱53,477,023</b>	₱51,201,519	₱2,275,504	4%
Other operating departments	<b>1,267,710</b>	894,978	372,732	42%
	<b>54,744,733</b>	52,096,497	2,648,236	5%
<b>COST OF SERVICES</b>	<b>20,596,254</b>	20,992,162	(395,908)	-2%
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	<b>23,602,886</b>	17,056,662	6,546,224	38%
<b>INCOME BEFORE OTHER INCOME (EXP)</b>	<b>10,545,593</b>	14,047,673	(3,502,080)	-25%
<b>OTHER INCOME (EXPENSE)</b>				
Interest income	<b>1,321,290</b>	1,170,027	151,263	13%
Interest expense	<b>(11,357,916)</b>	(13,396,236)	2,038,320	-15%
	<b>(10,036,626)</b>	(12,226,209)	2,189,583	-18%
<b>INCOME BEFORE INCOME TAX</b>	<b>508,967</b>	1,821,463	(1,312,496)	-72%
<b>PROVISION FOR INCOME TAX</b>	<b>316,567</b>	396,864	(35,297)	-9%
<b>NET INCOME / TOTAL COMPREHENSIVE INCOME</b>	<b>₱147,400</b>	₱1,424,599	(₱1,277,199)	-90%

As of June 30, 2025, the Company reported a Net Income of ₱0.15 million representing decrease of ₱1.28 million or 90% compared to the previous period's net income of ₱1.42 million last year.

**Revenue**

For the Six Months Ended June 30, 2025 the company revenue from services increased by 4% from last year partly. There is also a higher other operating departments income generated during the period. The increase in the revenue from services is mainly driven by increase in Brand and MICE bookings, online visibility gains and successful weekday promotions. The drop in the ADR is an occupancy driven strategy to maximize or increase occupancy in a soft and highly competitive market situation. The occupancy rate is at 68% and 60% in 2025 and 2024, respectively.

**Cost of Services**

Cost of Services slightly decreased by 2% or ₱0.40 million mainly due to lower common area expenses relative to utilities and commission.

**General and Administrative Expenses**

The General and Admin Expenses amounting to ₱23.60 million is 38% or ₱6.55 million higher than last year mainly due to higher corporate office reimbursables and depreciation cost offset by the decrease in salaries and wages and repairs and maintenance.

**Other Income (Expenses)**

**Interest Income** pertains to interest earned from deposits and short term investment. The increase of ₱0.15 million or 13% in 2025 is due to higher STI placements during the year.

**Interest Expense** is attributed to accrued participation interest during the period.

**Provision for Income tax**

The provision for income tax decreased by 9% from ₱0.40 million in 2024 to ₱0.32 million in 2025.

	June 30 2025 (Unaudited)	December 31 2024 (Audited)	Change Increase (Decrease) Php	%
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and cash equivalents	66,192,006	60,373,063	5,818,943	10%
Receivables	10,152,664	12,131,568	(1,978,904)	-16%
Due from related parties	-	2,650,040	(2,650,040)	-100%
Inventories	1,541,591	975,159	566,432	58%
Other currents assets	2,081,734	1,149,545	932,189	81%
<b>Total Current Assets</b>	<b>79,967,995</b>	<b>77,279,375</b>	<b>2,688,620</b>	<b>3%</b>
<b>Noncurrent Assets</b>				
Property and equipment	8,596,592	9,655,624	(1,059,032)	-11%
Software costs	1,289,375	542,139	747,236	138%
<b>Total Noncurrent Assets</b>	<b>9,885,967</b>	<b>10,197,763</b>	<b>(311,796)</b>	<b>-3%</b>
	<b>89,853,962</b>	<b>87,477,138</b>	<b>2,376,824</b>	<b>3%</b>
<b>LIABILITIES AND EQUITY</b>				
<b>Current Liabilities</b>				
Accounts and other payables	32,968,327	31,138,457	1,829,870	8%
Contract liabilities	942,357	1,363,886	(421,529)	-31%
Due to related parties	5,641,308	4,502,473	1,138,835	25%
Income tax payable	39,644	357,396	(317,752)	-89%
<b>Total Current Liabilities</b>	<b>39,591,636</b>	<b>37,362,212</b>	<b>2,229,424</b>	<b>6%</b>
<b>Non Current Liabilities</b>				
Retirement liability	430,691	430,691	-	-
Participation liability	37,756,700	37,756,700	-	-
<b>Total Non Current Liabilities</b>	<b>38,187,391</b>	<b>38,187,391</b>	<b>-</b>	<b>-</b>
	<b>77,779,027</b>	<b>75,549,603</b>	<b>2,229,424</b>	<b>3%</b>
<b>Equity</b>				
Capital stock (Note 16)	400,000	400,000	-	-
Remeasurement loss on retirement plan - net	(153,832)	(153,832)	-	-
Retained earnings			-	-
Appropriated	11,743,111	10,207,973	1,535,138	15%
Unappropriated	85,656	1,473,394	(1,387,738)	-94%
<b>Total Equity</b>	<b>12,074,935</b>	<b>11,927,535</b>	<b>147,400</b>	<b>1%</b>
	<b>89,853,962</b>	<b>87,477,138</b>	<b>2,376,824</b>	<b>3%</b>

As of June 30, 2025 the financial position of the company remained strong with total assets of ₱89.85 million. The increase in total assets was primarily driven by the increase in cash flows from operating activities and additional software acquired during the period.

#### Cash and Cash equivalents

This account includes cash on hand and in bank and short-term investment that earns interest at the prevailing rates from 5.13% to 5.50%. The cash and cash equivalents account increased from ₱60.37 million in 2024 to ₱66.19 million in 2025, indicating increase of ₱5.82 million or 10%. This increase is attributed to various factors, including cash flows from operations, netted by various payments of liabilities.

**Receivables**

As of June 30, 2025, total accounts receivables amounted to ₱10.15 million. The 16% decrease is primarily due to improved collections.

**Due from/to related parties**

The Company has entered various transaction with related parties that are unsecured, interest-free and require settlement in cash. As of June 30, 2025, total due to related party amounted to P5.64 million.

**Inventories**

This account consists of supplies, including guest, engineering, fuel, cleaning, and other operating supplies used in day-to-day operations of the Company. Inventories increased by 58% from ₱0.98 million in 2024 to ₱1.54 million in 2025 mainly due to replenishment of operating supplies.

**Other Current Assets**

Other Assets consist of advances to suppliers, taxes and prepaid expenses. It increased by 81% from ₱1.15 million in 2024 to ₱2.08 million in 2025. This increase is mainly driven by the increase in advances and deposits offset by prepayments amortization.

**Property and Equipment**

Decreased by 11% from ₱9.66 million in 2024 to ₱8.60 million in 2025, mainly attributed to the depreciation recognized during the quarter netted by the acquisition of furniture, fixtures and equipment.

**Software Costs**

Increased by 138% from ₱0.54 million in 2024 to ₱1.29 million 2025, reflecting the additional recognized software offset by amortization incurred during the first half of the year.

**Accounts and Other Payables**

As of June 30, 2025, Accounts and other payables amounted to ₱33.00 million. The increment was driven by additional accrual for participation interest, contract services, system and operating requirements incurred during the period.

**Contract Liabilities**

Contract liabilities represent obligation to provide services to the customer for which the Company has received consideration.

For the Six Months Ended June 30, 2025, contract liabilities went down to 31% attributed to the usage of deposits from room reservation.

**Noncurrent Liability**

This account pertains to the retirement liability and to the joining fee equivalent to the Offer Price paid by an initial Unit Owner for a Certificate, which will be repaid to the Certificate Holders upon end of the Term of the Condotel Project, without interest.

**Equity**

Overall increase of 1% mainly attributed to net income earned during the period.



**ATTACHMENT-I**

**FORA SERVICES, INC.  
DOING BUSINESS AS QUEST HOTEL TAGAYTAY**

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**AGING OF ACCOUNTS RECEIVABLE**

**JUNE 30, 2025**

	<b>Current</b>	<b>1-30 days</b>	<b>31-60 days</b>	<b>61-90 days</b>	<b>&gt;120 days</b>	<b>Total</b>
<b>Trade Receivables</b>	4,809,973	1,079,458	2,804,905	44,850	1,413,478	10,152,664
<hr/>						
<b>TOTAL</b>	<b>4,809,973</b>	<b>1,079,458</b>	<b>2,804,905</b>	<b>44,850</b>	<b>1,413,478</b>	<b>10,152,664</b>

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**OTHER INFORMATION**

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**SALE OF SECURITIES**

Fora Services Inc. (FOSI) received from SEC the Certificate of Permit to Offer Securities dated 17 May 2023, relating to the following 164 Certificates of Participation (“Certificates”) in the Quest Hotel Tagaytay Project covered under SEC MSRD Order No. 25, Series of 2023, viz:

<b>Class</b>	<b>No. of Certificates per Class</b>	<b>Offer Price per Certificate</b>	<b>Aggregate Offer Price per Class</b>
Studio 23	63	₱187,700	₱11,825,100
Studio 27	61	₱220,400	₱13,444,400
Studio 29	18	₱236,700	₱ 4,260,600
Suite 44	18	₱359,100	₱ 6,463,800
Suite 54	4	₱440,700	₱ 1,762,800
<b>TOTAL</b>	<b>164</b>		<b>₱37,756,700</b>

The Certificates shall have a term of twenty-five year counted from the date of the SEC Permit to Sell for the Project, subject to renewal or extension for a similar or shorter period at the sole option of FOSI. The Certificates will be offered and sold by FOSI exclusively to Unit Owners of the Project. The Offer Price will be repaid to the Certificate Holders upon the end of the term of the Project.

The foregoing securities have been registered pursuant to the requirements of Sections 8 and 12 of the Securities Regulation Code and its amended Implementing Rules and Regulations.

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**INDEX TO SUPPLEMENTARY SCHEDULES**

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- Annex A: Reconciliation of Retained Earnings Available for Dividend Declaration
- Annex B: Map Showing the Relationships Between and Among the Company and its Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries, Associates, Wherever Located or Registered
- Annex C: Supplementary Schedules Required by Revised SRC Rule 68 (Annex 68-J)
- Schedule A. Financial Assets
  - Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)
  - Schedule C. Amounts Receivable from Related Parties which are Eliminated During the Consolidation of Financial Statements
  - Schedule D. Long-term Debt
  - Schedule E. Indebtedness to related parties
  - Schedule F. Guarantees of securities of other issuers
  - Schedule G. Capital stock

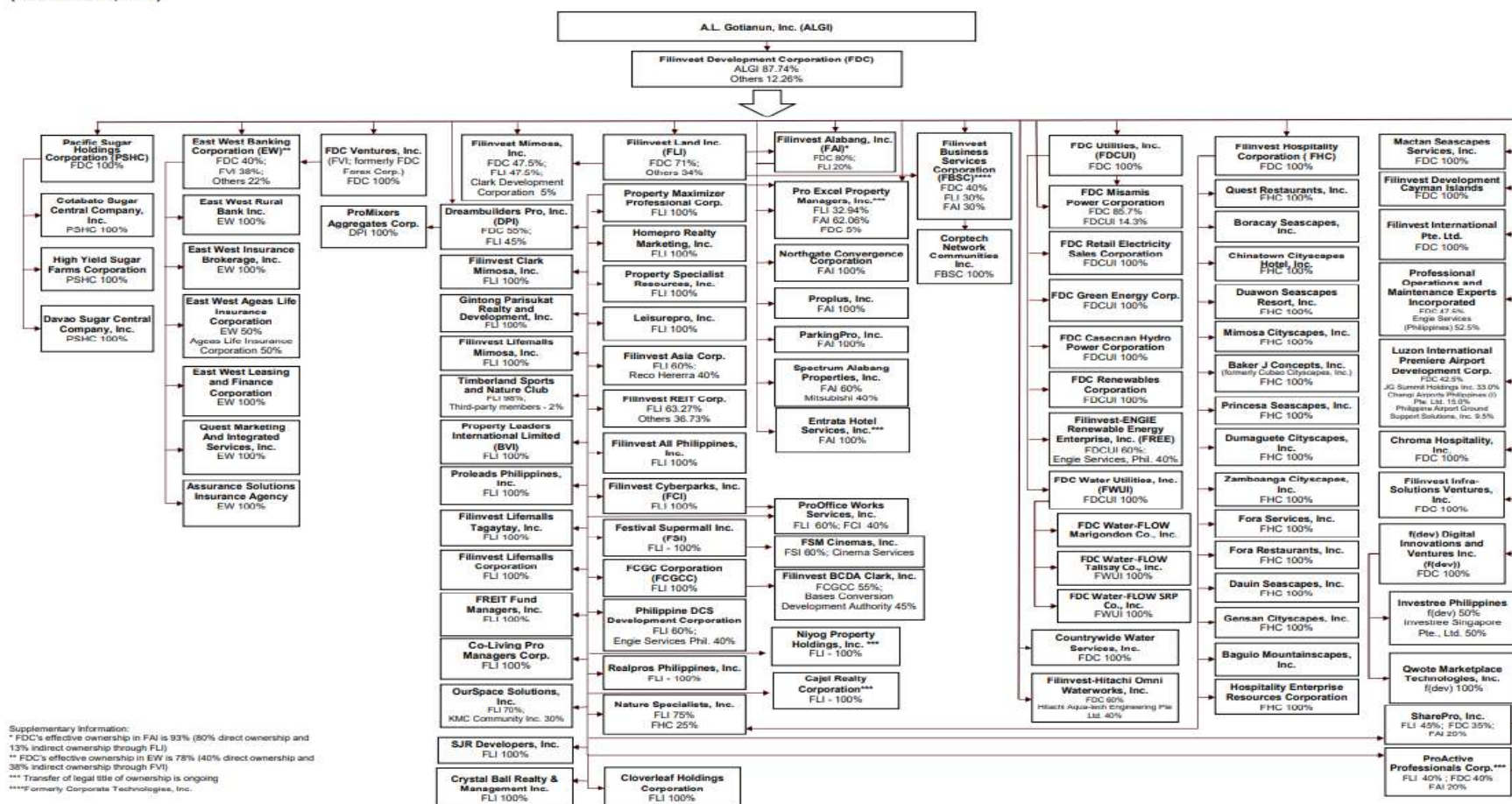
**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR**  
**DIVIDEND DECLARATION**  
**JUNE 30, 2025**

<b>Unappropriated Retained Earnings, beginning of reporting period</b>			₱1,473,394
<b>Add: Items that are directly credited to Unappropriated Retained Earnings</b>			
Reversal of retained earnings appropriation	—		
Effect of restatements	—		
Others	—		
<b>Less: Items that are directly debited to Unappropriated Retained Earnings</b>			
Dividend declaration during the reporting period			
Retained earnings appropriated during the reporting period	1,535,138		
Effect of restatements	—		
Others – deferred tax assets recognized	—		1,535,138
<b>Unappropriated Retained Earnings, as adjusted</b>			(61,744)
<b>Add/Less: Net income (loss) for the current year</b>			147,400
<b>Less: Unrealized income recognized in the profit or loss during the reporting period (net of tax)</b>			
Equity in net income of associate/joint venture, net of dividends declared	—		
Unrealized foreign exchange gain, except those attributable to cash and equivalents	—		
Unrealized fair value adjustment (marked-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	—		
Unrealized fair value gain of investment property	—		
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS	—		
Sub-total			—
<b>Add: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)</b>			
Realized foreign exchange gain, except those attributable to Cash and cash equivalents	—		
Realized fair value adjustment (market-to-market gains) of financial instruments at fair value through profit or loss FVTPL)	—		
Realized fair value gain of Investment Property	—		
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	—		
Sub-total			—
<b>Add: Unrealized income recognized in profit or loss in prior periods but reversed in the current reporting period (net of tax)</b>			

Reversal of previously recorded foreign exchange gain, except those attributable to cash and cash equivalents	—	
Reversal of previously recorded fair value adjustment (market-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	—	
Reversal of previously recorded fair value gain of Investment Property	—	
Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS, previously recorded	—	
Sub-total		—
<b>Adjusted Net Income/Loss</b>		<b>147,400</b>
<b>Add: Non-actual losses recognized in profit or loss during the reporting period (net of tax)</b>		
Depreciation on revaluation increment (after tax)	—	
Sub-total		—
<b>Add/Less: Adjustments related to relief granted by the SEC and BSP</b>		
Amortization of the effect of reporting relief	—	
Total amount of reporting relief granted during the year	—	
Others	—	
Sub-total		—
<b>Add/Less: Other items that should be excluded from the determination of the amount of available for dividends distribution</b>		
Net movement of treasury shares (except for reacquisition of redeemable shares)	—	
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	—	
Net movement in deferred tax asset and deferred tax liabilities related to same transaction, e.g., set up of right of use asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	—	
Adjustment due to deviation from PFRS/GAAP - gain (loss)	—	
Others	—	
Sub-total		—
<b>Total Retained Earnings, end of reporting period available for dividend</b>		<b>₱85,656</b>

**FORA SERVICES, INC.**  
**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**  
**MAP SHOWING THE RELATIONSHIPS BETWEEN AND AMONG THE COMPANY AND ITS ULTIMATE PARENT COMPANY, MIDDLE PARENT, SUBSIDIARIES OR CO-SUBSIDIARIES, ASSOCIATES**  
**JUNE 30, 2025**

**A.L. GOTIANUN, INC.**  
**MAP SHOWING THE RELATIONSHIP BETWEEN AND AMONG THE COMPANIES IN THE GROUP, ITS ULTIMATE PARENT, CO-SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES**  
**(As of June 30, 2025)**



**FORA SERVICES, INC.****DOING BUSINESS AS QUEST HOTEL TAGAYTAY****SUPPLEMENTARY INFORMATION AND DISCLOSURES REQUIRED BY REVISED SRC  
RULE 68 (ANNEX 68-J)  
JUNE 30, 2025**

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

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

**Schedule A. Financial Assets**

The entity’s Financial Assets comprises of cash and cash equivalents, receivables and security deposits. As stated in the regulation, before mentioned amount should be provided if the aggregate cost or the market value of FVTPL as of the end of the reporting period is 5% or more of the total current asset. As of June 30, 2025, the entity recorded the financial assets as financial assets at amortized cost, therefore it is deemed assumed that this schedule is not applicable to the Company.

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

As of June 30, 2025, all amounts receivable from employees and related parties pertain to items arising in the ordinary course of business and does not meet the minimum required balance as stated in the Revised SRC Rule to be presented in the report. This schedule is not applicable to the Company.

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

Below is the list of outstanding receivables from related parties of the Company, presented in the financial statements as of June 30, 2025.

	Balance at beginning of period	Additions	Amounts collected	Balance at end of period
Fora Restaurants, Inc. (FRI)	<b>₱1,355,840</b>	–	₱1,355,840	<b>₱-</b>
Hospitality Enterprise Resources, Inc. (HERC)	<b>1,294,200</b>	–	1,294,200	<b>-</b>
	<b>₱2,650,040</b>	<b>₱-</b>	<b>₱2,650,040</b>	<b>₱-</b>

The receivables from related parties pertain to share in common expenses, intercompany charges and reimbursements, all are noninterest-bearing and are expected to be settled within the year. There were no amounts written off during the year.

#### Schedule D. Long-term Debt

This schedule is not applicable since the Company does not have any long-term debt as of June 30, 2025.

#### Schedule E. Indebtedness to Related Parties

As of June 30, 2025, due to a related party pertains to Participation liabilities.

Name of Related Party	Balance at beginning of the year	Movement	Balance at end of the year
Filinvest Land, Inc.	₱26,240,400	(₱220,400)	₱26,020,000

#### Schedule F. Guarantees of Securities of Other Issuers

This schedule is not applicable since the Company does not have guarantees of securities of other issuers as of June 30, 2025.

#### Schedule G. Capital Stock

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



**FORA SERVICES, INC.**

**DOING BUSINESS AS QUEST HOTEL TAGAYTAY**

**SUPPLEMENTARY SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS**

<b>Ratio</b>	<b>Formula</b>	<b>2025</b>	<b>2024</b>
Current Ratio	Total Current Assets divided by Total Current Liabilities	<b>2.02</b>	<b>2.05</b>
	Total Current Assets 79,967,995		
	Divide by: Total Current Liabilities 39,591,636		
	Current Ratio 2.02		
Debt Ratio	Total Liabilities divided by Total Assets	<b>0.87</b>	<b>0.86</b>
	Total Liabilities 77,779,027		
	Divide by: Total Assets 89,853,962		
	Debt Ratio 0.87		
Quick Asset Ratio	Quick Assets ( <i>total current assets less inventories</i> ) divided by Current Liabilities	<b>1.98</b>	<b>2.02</b>
	Total Current Assets 79,967,995		
	Less: Inventories 1,541,591		
	Quick Assets 78,426,404		
	Divide by: Total Current Liabilities 39,591,636		
	Quick Asset Ratio 1.98		
Solvency Ratio	Net Income before Depreciation ( <i>net income plus depreciation</i> ) divided by Total Liabilities	<b>0.04</b>	<b>(0.08)</b>
	Net Income 147,400		
	Add: Depreciation 2,734,191		
	Net Income before Depreciation 2,881,591		
	Divide by: Total Liabilities 77,779,027		
	Solvency Ratio 0.04		
Interest Coverage Ratio	Earnings before Interest and Other Charges and Income Tax (EBIT) divided by Interest Expense	<b>0.93</b>	<b>0.65</b>
	EBIT 10,545,592		
	Divide by: Interest Expense 11,357,916		
	Interest Coverage Ratio 0.93		

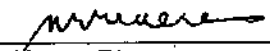
Net Profit Margin	Net Income divided by Revenue		
	Net Income 147,400		
	Divide by: Revenue 54,744,733		
	Net Profit Margin 0.003	<b>0.003</b>	(0.10)
Return on Equity	Net Income divided by Total Equity		
	Net Income 147,400		
	Divide by: Total Equity 12,074,935		
	Return on Equity 0.01	<b>0.01</b>	(0.84)
Return on Assets	Net Income divided by Average Total Assets		
	Net Income 147,400		
	Divide by: Average Total Assets 99,880,368		
	Return on Equity 0.001	<b>0.001</b>	(0.10)
Asset-to-Equity Ratio	Total Assets divided by Total Equity		
	Total Assets 89,853,962		
	Divide by: Total Equity 12,074,935		
	Return on Equity 7.44	<b>7.44</b>	7.39

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**FORA SERVICES, INC. DOING BUSINESS AS QUEST HOTEL TAGAYTAY**

Signature:   
Title: Francis V. Ceballos  
President/CEO

Signature:   
Title: Nancy Rivera  
Treasurer and Chief Financial Officer

August 07, 2025

## MANAGEMENT DISCUSSION AND ANALYSIS AND PLAN OF OPERATIONS

The following discussion of the Company's recent financial results should be read in conjunction with the auditors' reports and the Company's audited financial statements and notes thereto contained in this Prospectus. The summary financial information presented below was derived from the audited financial statements of the Company, prepared in accordance with PFRS and audited by SGV & Co. in accordance with the PSA.

### STATEMENTS OF COMPREHENSIVE INCOME

Six Months Ended June 30				
	2025 (Unaudited)	2024 (Unaudited)	Change Increase (Decrease) Php	%
<b>REVENUE</b>				
Revenue from services	<b>₱53,477,023</b>	₱51,201,519	₱2,275,504	4%
Other operating departments	<b>1,267,710</b>	894,978	372,732	42%
	<b>54,744,733</b>	52,096,497	2,648,236	5%
<b>COST OF SERVICES</b>	<b>20,596,254</b>	20,992,162	(395,908)	-2%
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	<b>23,602,886</b>	17,056,6623	6,546,224	38%
<b>INCOME BEFORE OTHER INCOME (EXP)</b>	<b>10,545,593</b>	14,047,672	(3,502,080)	-25%
<b>OTHER INCOME (EXPENSE)</b>				
Interest income	<b>1,321,290</b>	1,170,027	151,263	13%
Interest expense	<b>(11,357,916)</b>	(13,396,236)	2,038,320	-15%
	<b>(10,036,626)</b>	(12,226,209)	2,189,583	-18%
<b>INCOME BEFORE INCOME TAX</b>	<b>508,967</b>	1,821,463	(1,312,496)	-72%
<b>PROVISION FOR INCOME TAX</b>	<b>316,567</b>	396,864	(35,297)	-9%
<b>NET INCOME / TOTAL COMPREHENSIVE INCOME</b>	<b>₱147,400</b>	₱1,424,599	(₱1,277,199)	-90%

As of June 30, 2025, the Company reported a Net Income of ₱0.15 million representing decrease of ₱1.28 million or 90% compared to the previous period's net income of ₱1.42 million last year.

#### Revenue

For the Six Months Ended June 30, 2025 the company revenue from services increased by 4% from last year partly. There is also a higher other operating departments income generated during the period. The increase in the revenue from services is mainly driven by increase in Brand and MICE bookings, online visibility gains and successful weekday promotions. The drop in the ADR is an occupancy driven strategy to maximize or increase occupancy in a soft and highly competitive market situation. The occupancy rate is at 68% and 60% in 2025 and 2024, respectively.

#### Cost of Services

Cost of Services slightly decreased by 2% or ₱0.40 million mainly due to lower common area expenses relative to utilities and commission.

#### General and Administrative Expenses

The General and Admin Expenses amounting to ₱23.60 million is 38% or ₱6.55 million higher than last year mainly due to higher corporate office reimbursables and depreciation cost offset by the decrease in salaries and wages and repairs and maintenance.

**Other Income (Expenses)**

**Interest Income** pertains to interest earned from deposits and short-term investment. The increase of ₱0.15 million or 13% in 2025 is due to higher STI placements during the year.

**Interest Expense** is attributed to accrued participation interest during the period.

**Provision for Income tax**

The provision for income tax decreased by 9% from ₱0.40 million in 2024 to ₱0.32 million in 2025.

## STATEMENTS OF FINANCIAL POSITION

	June 30 2025 (Unaudited)	December 31 2024 (Audited)	Change Increase (Decrease) Php	%
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and cash equivalents	₱66,192,006	₱60,373,063	5,818,943	10%
Receivables	10,152,664	12,131,568	(1,978,904)	-16%
Due from related parties	-	2,650,040	(2,650,040)	-100%
Inventories	1,541,591	975,159	566,432	58%
Other currents assets	2,081,734	1,149,545	932,189	81%
<b>Total Current Assets</b>	<b>79,967,995</b>	<b>77,279,375</b>	<b>2,688,620</b>	<b>3%</b>
<b>Noncurrent Assets</b>				
Property and equipment	8,596,592	9,655,624	(1,059,032)	-11%
Software costs	1,289,375	542,139	747,236	138%
<b>Total Noncurrent Assets</b>	<b>9,885,967</b>	<b>10,197,763</b>	<b>(311,796)</b>	<b>-3%</b>
	<b>89,853,962</b>	<b>87,477,138</b>	<b>2,376,824</b>	<b>3%</b>
<b>LIABILITIES AND EQUITY</b>				
<b>Current Liabilities</b>				
Accounts and other payables	32,968,327	31,138,457	1,829,870	8%
Contract liabilities	942,357	1,363,886	(421,529)	-31%
Due to related parties	5,641,308	4,502,473	1,138,835	25%
Income tax payable	39,644	357,396	(317,752)	-89%
<b>Total Current Liabilities</b>	<b>39,591,636</b>	<b>37,362,212</b>	<b>2,229,424</b>	<b>6%</b>
<b>Non Current Liabilities</b>				
Retirement liability	430,691	430,691	-	-
Participation liability	37,756,700	37,756,700	-	-
<b>Total Non Current Liabilities</b>	<b>38,187,391</b>	<b>38,187,391</b>	<b>-</b>	<b>-</b>
	<b>77,779,027</b>	<b>75,549,603</b>	<b>2,229,424</b>	<b>3%</b>
<b>Equity</b>				
Capital stock (Note 16)	400,000	400,000	-	-
Remeasurement loss on retirement plan - net	(153,832)	(153,832)	-	-
Retained earnings			-	-
Appropriated	11,743,111	10,207,973	1,535,138	15%
Unappropriated	85,656	1,473,394	(1,387,738)	-94%
<b>Total Equity</b>	<b>12,074,935</b>	<b>11,927,535</b>	<b>147,400</b>	<b>1%</b>
	<b>₱89,853,962</b>	<b>₱87,477,138</b>	<b>2,376,824</b>	<b>3%</b>

As of June 30, 2025 the financial position of the company remained strong with total assets of ₱89.85 million. The increase in total assets was primarily driven by the increase in cash flows from operating activities and additional software acquired during the period.

### Cash and Cash equivalents

This account includes cash on hand and in bank and short-term investment that earns interest at the prevailing rates from 5.13% to 5.50%. The cash and cash equivalents account increased from ₱60.37 million in 2024 to ₱66.19 million in 2025, indicating increase of ₱5.82 million or 10%. This increase is attributed to various factors, including cash flows from operations, netted by various payments of liabilities.

**Receivables**

As of June 30, 2025, total accounts receivables amounted to ₱10.15 million. The 16% decrease is primarily due to improved collections.

**Due from/to related parties**

The Company has entered various transaction with related parties that are unsecured, interest-free and require settlement in cash. As of June 30, 2025, total due to related party amounted to P5.64 million.

**Inventories**

This account consists of supplies, including guest, engineering, fuel, cleaning, and other operating supplies used in day-to-day operations of the Company. Inventories increased by 58% from ₱0.98 million in 2024 to ₱1.54 million in 2025 mainly due to replenishment of operating supplies.

**Other Current Assets**

Other Assets consist of advances to suppliers, taxes and prepaid expenses. It increased by 81% from ₱1.15 million in 2024 to ₱2.08 million in 2025. This increase is mainly driven by the increase in advances and deposits offset by prepayments amortization.

**Property and Equipment**

Decreased by 11% from ₱9.66 million in 2024 to ₱8.60 million in 2025, mainly attributed to the depreciation recognized during the quarter netted by the acquisition of furniture, fixtures and equipment.

**Software Costs**

Increased by 138% from ₱0.54 million in 2024 to ₱1.29 million 2025, reflecting the additional recognized software offset by amortization incurred during the first half of the year.

**Accounts and Other Payables**

As of June 30, 2025, Accounts and other payables amounted to ₱33.00 million. The increment was driven by additional accrual for participation interest, contract services, system and operating requirements incurred during the period.

**Contract Liabilities**

Contract liabilities represent obligation to provide services to the customer for which the Company has received consideration. For the Six Months Ended June 30, 2025, contract liabilities went down to 31% attributed to the usage of deposits from room reservation.

**Noncurrent Liability**

This account pertains to the retirement liability and to the joining fee equivalent to the Offer Price paid by an initial Unit Owner for a Certificate, which will be repaid to the Certificate Holders upon end of the Term of the Condotel Project, without interest.

**Equity**

Overall increase of 1% mainly attributed to net income earned during the period.

For the period ended June 30, 2025, the Company disclosed that

- a. There are no any known trends, events or uncertainties that has a material impact on the liquidity of the Company.
- b. The Company maintains a level of cash deemed sufficient to finance operations and to mitigate the effects of fluctuation in cash flows. In the next twelve (12) months, the Company does not need to raise additional funds from borrowings. The Company can sufficiently finance itself through the results of operations.
- c. For research and development, the Company is yet to develop a specific new product. The Company plans to maintain its current products and improve its market and profitability.
- d. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
- e. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
- f. There are no any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures. For the next twelve (12) months, there is no expected significant purchase or sale of plant and significant equipment.
- g. There are no significant changes in the number of employees for the next twelve (12) months.

- h. There are no any known trends, events or uncertainties happened during the period that has a material impact on sales.
- i. There are no significant elements of income or loss that did not arise from the registrant's continuing operations.
- j. The causes for any material changes from period to period of the financial statements are disclosed above together with the comparable discussion to assess material changes (last fiscal year and comparable interim period in the preceding year).
- k. There are no seasonal aspects that has material effect on the financial statements.

<b>Performance Indicators</b>	<b>JUNE 30. 2025</b>	<b>DEC 31. 2024</b>	
Current Ratio	2.02	2.05	<i>Current ratio is calculated by dividing total current assets over total current liabilities.</i>
Debt Ratio	0.87	0.86	<i>Debt ratio is computed as total liabilities over total assets.</i>
Net Profit Margin	0.003	(0.10)	<i>Net Profit margin is the result of net income after dividing total revenue</i>
Return on Equity	0.01	(0.84)	<i>Return on Equity is calculated by dividing net income over total equity.</i>
Return on Assets	0.001	(0.10)	<i>Return on Assets is computed as net income divided by average total assets</i>



## STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31			
	2024	2023	Change Inc (Dec)	
			Php	%
<b>REVENUE</b>				
Revenue from services				
Rooms	<b>₱99,364,817</b>	₱97,752,161	1,612,656	2%
Other operating departments	<b>1,834,035</b>	2,005,361	(171,326)	-9%
Miscellaneous	<b>757</b>	373,161	(372,404)	-100%
	<b>101,199,609</b>	100,130,683	1,068,926	1%
<b>COST OF SERVICES</b>	<b>47,060,797</b>	49,185,836	(2,125,039)	-4%
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	<b>41,412,449</b>	38,518,102	2,894,347	8%
<b>OTHER INCOME (EXPENSE)</b>	<b>12,726,363</b>	12,426,745	299,618	2%
Interest income	<b>3,009,840</b>	2,531,186	478,654	19%
Interest expense	<b>(24,216,909)</b>	(4,555,961)	(19,660,948)	432%
	<b>(21,207,069)</b>	(2,024,775)	(19,182,294)	947%
<b>INCOME (LOSS) BEFORE INCOME TAX</b>	<b>(8,480,706)</b>	10,401,970	(18,882,676)	-182%
<b>PROVISION FOR INCOME TAX</b>	<b>1,584,416</b>	2,495,026	(910,610)	-36%
<b>NET INCOME (LOSS)</b>	<b>(10,065,122)</b>	7,906,944	(17,972,066)	-227%
<b>Other comprehensive loss</b>	<b>(153,832)</b>	-	(153,832)	-100%
<b>TOTAL COMPREHENSIVE INCOME (LOSS)</b>	<b>₱(10,218,954)</b>	₱7,906,944	(18,125,898)	-229%

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

### Revenue

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

### Cost of Services

Cost of services decreased by 4%, mainly attributed to the lower rental termination fee as compared to the rental charges in prior year. In 2024, the Company and FLI mutually agreed to compensate FLI for the lease termination and pay termination fee amounting to ₱6.09 million. This is presented as rental under cost of services in the statement of comprehensive income.

### General and Administrative Expenses

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

### Other Income (Expenses)

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

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

### Provision for Income Tax

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

## STATEMENTS OF FINANCIAL POSITION

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

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

**Cash and Cash Equivalents**

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

**Receivables**

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

**Due from/to Related Parties**

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

**Inventories**

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

**Other Current Assets**

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

**Property and Equipment**

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

**Software Costs**

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

**Accounts and Other Payables**

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

**Contract Liabilities**

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

**Income Tax Payable**

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

**Participation Liability**

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

## Equity

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

### Appropriation of Retained Earnings

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

### Appropriation of Retained Earnings Subsequent to Year-end

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

For the year ended December 31, 2024, the Company disclosed that

- a. There are no any known trends, events or uncertainties that has a material impact on the liquidity of the Company.
- b. The Company maintains a level of cash deemed sufficient to finance operations and to mitigate the effects of fluctuation in cash flows. In the next twelve (12) months, the Company does not need to raise additional funds from borrowings. The Company can sufficiently finance itself through the results of operations.
- c. For research and development, the Company is yet to develop a specific new product. The Company plans to maintain its current products and improve its market and profitability.
- d. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
- e. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
- f. There are no any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures. For the next twelve (12) months, there is no expected significant purchase or sale of plant and significant equipment.
- g. There are no significant changes in the number of employees for the next twelve (12) months.
- h. There are no any known trends, events or uncertainties happened during the period that has a material impact on sales.
- i. There are no significant elements of income or loss that did not arise from the registrant's continuing operations.
- j. The causes for any material changes from period to period of the financial statements are disclosed above together with the comparable discussion to assess material changes.
- k. There are no seasonal aspects that has material effect on the financial statements.

Performance Indicators	DEC 31. 2024	DEC 31. 2023	
Current Ratio	2.05	2.02	<i>Current ratio is calculated by dividing total current assets over total current liabilities.</i>
Debt Ratio	0.86	0.81	<i>Debt ratio is computed as total liabilities over total assets.</i>
Net Profit Margin	(0.10)	0.08	<i>Net Profit margin is the result of net income after dividing total revenue</i>
Return on Equity	(0.84)	0.36	<i>Return on Equity is calculated by dividing net income over total equity.</i>
Return on Assets	(0.10)	0.07	<i>Return on Assets is computed as net income divided by average total assets</i>

## STATEMENTS OF COMPREHENSIVE INCOME

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

As of December 31, 2023 the company reported a net income of ₱7.91 million for the year, representing a decrease of ₱3.47 million or 31% compared to the previous year's net income of ₱11.38 million. This decrease is primarily attributed to a decrease in proceeds from insurance claims. Excluding proceeds from insurance, Net Income increased by 313%. The variance in the net income came from a one time insurance proceed received in 2022 (9.5M) and the interest expense of 4.6M attributable to participation interest.

### Revenue

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

### Cost of Services

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

### General and Administrative Expenses

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

### Other Income (Expenses)

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

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

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

**Provision for Income Tax**

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

**STATEMENTS OF FINANCIAL POSITION**

	<b>December 31</b>			
	<b>2023</b>	<b>2022</b>	<b>Change</b>	<b>Increase (Decrease)</b>
			<b>Php</b>	<b>%</b>
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and cash equivalents	₱84,873,235	₱93,150,373	(8,277,138)	-9%
Receivables	12,216,060	11,536,941	679,119	6%
Due from related parties	12,902,694	4,083,206	8,819,488	216%
Inventories	1,996,179	1,673,358	322,821	19%
Other currents assets	2,505,038	1,524,101	980,937	64%
<b>Total Current Assets</b>	<b>114,493,206</b>	<b>111,967,979</b>	<b>2,525,227</b>	<b>2%</b>
<b>Noncurrent Assets</b>				
Property and equipment	1,098,191	577,306	520,885	90%
Software cost	856,587	383,529	473,058	123%
<b>Total Noncurrent Assets</b>	<b>1,954,778</b>	<b>960,835</b>	<b>993,943</b>	<b>103%</b>
	<b>₱116,447,984</b>	<b>₱112,928,814</b>	<b>3,519,170</b>	<b>3%</b>
<b>LIABILITIES AND EQUITY</b>				
<b>Current Liabilities</b>				
Accounts and other payables	₱35,914,770	₱68,078,227	(32,163,457)	-47%
Contract liabilities	1,233,649	3,200,181	(1,966,532)	-61%
Due to related parties	18,083,250	27,410,861	(9,327,611)	-34%
Lease liability	1,313,126	-	1,313,126	100%
<b>Total Current Liabilities</b>	<b>₱56,544,795</b>	<b>₱98,689,269</b>	<b>(42,144,474)</b>	<b>-43%</b>
<b>Non Current Liabilities</b>				
Participation liability	37,756,700	-	37,756,700	100%
<b>Total Non Current Liabilities</b>	<b>37,756,700</b>	<b>-</b>	<b>37,756,700</b>	<b>100%</b>
<b>Equity</b>				
Capital stock	₱400,000	₱400,000	-	0%
Retained earnings (deficit)	21,746,489	13,839,545	7,906,944	57%
<b>Total Equity</b>	<b>22,146,489</b>	<b>14,239,545</b>	<b>7,906,944</b>	<b>56%</b>
	<b>₱116,447,984</b>	<b>₱112,928,814</b>	<b>₱3,519,170</b>	<b>3%</b>

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

**Cash and Cash Equivalents**

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

**Receivables**

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

**Due from Related Parties**

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

**Inventories**

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

**Other Current Assets**

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

**Property and Equipment**

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

**Software Costs**

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

**Accounts and Other Payables**

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

**Contract Liabilities**

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

**Due to Related Parties**

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

**Income Tax Payable**

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

**Participation Liability**

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

**Equity**

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

For the year ended December 31, 2023, the Company disclosed that

- a. There are no any known trends, events or uncertainties that has a material impact on the liquidity of the Company.
- b. The Company maintains a level of cash deemed sufficient to finance operations and to mitigate the effects of fluctuation in cash flows. In the next twelve (12) months, the Company does not need to raise additional funds from borrowings. The Company can sufficiently finance itself through the results of operations.
- c. For research and development, the Company is yet to develop a specific new product. The Company plans to maintain its current products and improve its market and profitability.
- d. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
- e. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
- f. There are no any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures. For the next twelve (12) months, there is no expected significant purchase or sale of plant and significant equipment.
- g. There are no significant changes in the number of employees for the next twelve (12) months.
- h. There are no any known trends, events or uncertainties happened during the period that has a material impact on sales.

- i. There are no significant elements of income or loss that did not arise from the registrant's continuing operations.
- j. The causes for any material changes from period to period of the financial statements are disclosed above together with the comparable discussion to assess material changes.
- k. There are no seasonal aspects that has material effect on the financial statements.

<b>Performance Indicators</b>	<b>DEC 31. 2023</b>	<b>DEC 31. 2022</b>	
Current Ratio	2.02	1.13	<i>Current ratio is calculated by dividing total current assets over total current liabilities.</i>
Debt Ratio	0.81	0.87	<i>Debt ratio is computed as total liabilities over total assets.</i>
Net Profit Margin	0.08	0.14	<i>Net Profit margin is the result of net income after dividing total revenue</i>
Return on Equity	0.36	0.80	<i>Return on Equity is calculated by dividing net income over total equity.</i>
Return on Assets	0.07	0.12	<i>Return on Assets is computed as net income divided by average total assets</i>



## STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31			
	2022	2021	Change Inc (Dec) Php	%
<b>REVENUE</b>				
Revenue from services				
Rooms	<b>₱80,368,185</b>	₱34,558,988	₱45,809,197	133%
Other operating departments	<b>767,124</b>	34,052	733,072	2153%
Miscellaneous	<b>737,716</b>	125,802	611,914	486%
	<b>81,873,025</b>	34,718,842	47,154,183	136%
<b>COST OF SERVICES</b>	<b>44,026,324</b>	12,612,415	31,413,909	249%
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>	<b>33,015,365</b>	19,949,628	13,065,737	65%
<b>OTHER INCOME (EXPENSE)</b>				
Income from Insurance claims	<b>9,467,928</b>	-		0%
Interest income	<b>823,206</b>	35,191	788,015	2239%
Interest expense	-	(43,449)	43,449	(100%)
Other income	-	1,197,514	(1,197,514)	(100%)
	<b>10,291,134</b>	1,189,256	9,101,878	765%
<b>INCOME BEFORE INCOME TAX</b>	<b>15,122,470</b>	3,346,055	11,776,415	352%
<b>PROVISION FOR INCOME TAX</b>	<b>3,740,634</b>	834,806	2,905,828	348%
<b>NET INCOME /</b>	<b>₱11,381,836</b>	₱2,511,249	₱8,870,587	353%
<b>TOTAL COMPREHENSIVE INCOME (LOSS)</b>				

For the year ended Dec 31, 2022 the company achieved a net income of Php11.4 million compared to Php2.5 million in 2021. Significant increase amounting to Php8.9 million or 353% primarily due to income from insurance proceeds. In 2022, income from hotel operations also exceeded prior year performance, increase was mainly driven by the growth in occupancy as domestic and international travel gradually reduced travel restriction during the year.

### Revenue

The Company primarily derives revenue from room-related services and services from other operating departments. For the year ended Dec 31, 2022, total revenue registered a substantial increase of Php47.2 million from Php34.7million, 136% increase was mainly due to growth in room nights heavily relied in Leisure Market.

As of Dec 31, 2022, miscellaneous revenue and revenue from other operating department showed an upward trend with a total growth of 1.3million. Increase attributed to income generated from other sources, such as but not limited to spa, transportation, minibar etc.

### Cost of Services

Cost of Services primarily comprise of utilities, rental, salaries and wages, commission, operating supplies, linens, laundry, e-commerce fee, spa services, telecommunication, travel and transportation, contracted services and other expenses directly related to rooms.

As of year-end Dec 31, 2022, Cost of services jumped to Php44 million from Php12.6 million in 2021. Material increases of 249% or Php31.4million was driven by the increase in variable cost directly related to the increase in occupancy, coupled with the variable lease payment incurred at the end of the year for the lease of hotel premises.

### General and Administrative Expenses

This account consists of salaries, wages and benefits, corporate reimbursements, repairs and maintenance, management fees, security services, e-commerce fee, system cost, telecommunication, travel and transportation, credit and collection, insurance premium, contracted services, administrative fee, sales expense, representation and entertainment, depreciation, taxes and licenses, professional fees, office supplies, rental, medical expenses, and other miscellaneous expenses. For the year ended December 31, 2022 and 2021, general and administrative expense resulted to Php13.1million increase, from Php19.9million in 2021 to Php33.0million in 2022. 65% growth attributed to increased operational cost relative to the increase in revenue.

### Other Income

Other Income comprises income from insurance claim, interest expense and interest income earned from deposits. For year ended Dec 31, 2022, other income increased by Php9.1million. Significant movement attributed to proceeds from insurance claim from operational losses brought by Taal Eruption.

### Provision for Income tax

As of Dec 31, 2022 and 2021, provision for current income tax and deferred tax are computed based on 25% effective income tax rate. As of Dec 31, 2022 the Company did not recognize deferred tax asset on the temporary difference arising from NOLCO. Significant increase in provision from income tax of Php2.9million, primarily due to net income earned subject to tax for the period.

## STATEMENTS OF FINANCIAL POSITION

December 31				
	2022	2021	Change Increase (Decrease) Php	%
<b>ASSETS</b>				
<b>Current Assets</b>				
Cash and cash equivalents	₱93,150,373	₱60,507,260	₱32,643,113	54%
Receivables	11,536,941	12,817,984	(1,281,043)	-10%
Due from related parties	4,083,206	-	4,083,206	0%
Inventories	1,673,358	1,164,062	509,296	44%
Other current assets	1,524,101	5,198,175	(3,674,074)	-71%
Total Current Assets	111,967,979	79,687,481	32,280,498	41%
<b>Noncurrent Assets</b>				
<b>Right-of-use asset</b>				
Property and equipment	577,306	-	577,306	0%
Software cost	383,529	478,161	(94,632)	-20%
Total Noncurrent Assets	960,835	478,161	482,674	101%
	₱112,928,814	₱80,165,642	₱32,763,172	41%
<b>LIABILITIES AND EQUITY</b>				
<b>Current Liabilities</b>				
Accounts and other payables	₱68,078,227	₱41,330,154	₱26,748,073	65%
Contract liabilities	3,200,181	726,507	2,473,674	340%
Due to related parties	27,410,861	35,251,272	(7,840,411)	-22%
Lease liability	-	-	-	0%
Total Liabilities	₱98,689,269	₱77,307,933	₱21,381,336	28%
<b>Equity</b>				
Capital stock	₱400,000	₱400,000	-	0%
Retained earnings (deficit)	13,839,545	2,457,709	11,381,836	463%
Total Equity	14,239,545	2,857,709	11,381,836	398%
	₱112,928,814	₱80,165,642	₱32,763,172	41%

The company's ability to generate cash from operations and earnings from investments, reflects the capacity to meet commitments, support operations, finance capital expenditures and growth strategies.

### Cash and Cash equivalents

This account consists of cash on hand, cash in bank, and short-term investment. As of Dec 31, 2022, the company ended with a total cash balance of Php93.2million, 54% growth from Php60.5million balance as of Dec 31, 2021. The increase in cash was significantly attributed to the increase in operating cash flow due to upward trend in revenue, collection of receivables and proceeds from insurance claim.

**Receivables**

This account consists of receivable from Corporate, travel agency and individuals, receivable from in-house guests and from banks for sales settled through credit cards. As of December 31, 2022, total receivable declined by 10% from Php12.8million as of Dec 31, 2021 as most of government outstanding accounts were collected during the year.

**Inventories**

This account consists of supplies (for guest, engineering, cleaning, and other operating supplies including fuel, used to assist in day-to-day operations of the company) Total inventories amounted to Php1.7million and Php1.2million, in 2022 and 2021, respectively.

**Other Current Assets**

Other current assets comprise of advances to suppliers, employees, creditable withholding tax and other prepaid taxes. The company ended the year with total current assets of Php1.5million. The decrease of 71% or Php3.7 million from prior year Dec 31, 2021 primarily reflects application of creditable withholding tax to income tax liability along with amortization of prepaid expense.

**Noncurrent Assets**

Noncurrent assets consist of property and equipment and software cost.

As of yearend Dec 31, 2022 total noncurrent assets registered an increase of 101% or Php0.5 million, primarily due to equipment and software additions during the period.

**Due to related parties**

The company has entered various transaction with related parties that are unsecured, interest-free and require settlement in cash, unless otherwise stated.

- a. East West Banking Corporation, an entity under common control with FDC. The company maintains cash balance amounted to Php85.3million and Php53million as of Dec 31, 2022 and Dec 31, 2021.
- b. The Company entered into an agreement with FHC, wherein the Company is annually charged with admin fee equivalent to one percent (1%) of the Company's gross operating revenue for receiving various administrative functions. For the year ended December 31, 2022, the Company recognized admin fee of P0.823 million
- c. In 2022 Filinvest Land Inc., an affiliate, agreed to receive variable lease payments equivalent to the Company's net income less outstanding receivables. For the year ended December 31, 2022 the company incurred rent expense amounting to 9.23million. The lease agreement shall be terminated effective on the date of the issuance by the SEC of the Order of Registration and Permit to Sell for the Certificates. Given the foregoing, the lease agreement between FLI and FOSI poses no risk to the Certificate Holders.
- d. Fora Restaurants, Inc., an affiliate charges its revenue from food and beverage packages to the Company as part of the guest's charges. Balances amounted to Php5.1 million and Php 6.6 as of December 31, 2022 and Dec 31, 2021, respectively.
- e. Chroma Hospitality Inc, an entity jointly controlled by FDC manages the day-to-day operation of the Condotel. Balances amounted to Php1.6 million and Php0.9 million as of December 31, 2022 and Dec 31, 2021, respectively.
- f. EHSI an affiliate, charges the Company for intercompany expenses.
- g. Corporate Technologies Inc., an affiliate, charges the company for telecommunication and IT solutions expenses. For the year ended December 31, 2022 and as of Dec 31, 2021, outstanding balances amounted to Php2.4 million and Php8.08 million, respectively.
- h. As of December 31, 2022, the company charges intercompany expenses amounting to Php4.1 million These transactions are reimbursements of shared expenses such as but not limited to employee meals, utilities, internet, IT related and admin costs

**Accounts and Other Payables**

This account consists of payables to suppliers and service providers for various acquisitions of goods and services, payables of local taxes, VAT and withholding taxes, accruals of rental, telephone, light and water, salaries and security services used in the operations of the Company. For the year ended December 31, 2022 and December 31, 2021, Accounts and Other Payables amounted to Php68 million and Php41 million, respectively. Increase of Php3million was mainly due to accrual of electricity, accrual of contract services, system and operating requirements recognized during the period.

**Contract Liabilities**

Contract liabilities represents obligation to provide services to the customer for which the Company has received consideration.

Contract receivable amounted to Php3.2 million and Php.7 million as of December 31, 2022, and December 31, 2021, respectively. Increase of 57% attributed to additional deposits from guests from room reservation/ advance booking.

For the year ended December 31, 2022, the Company disclosed that

- a. There are no any known trends, events or uncertainties that has a material impact on the liquidity of the Company.
- b. The Company maintains a level of cash deemed sufficient to finance operations and to mitigate the effects of fluctuation in cash flows. In the next twelve (12) months, the Company does not need to raise additional funds from borrowings. The Company can sufficiently finance itself through the results of operations.
- c. For research and development, the Company is yet to develop a specific new product. The Company plans to maintain its current products and improve its market and profitability.
- d. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.
- e. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.
- f. There are no any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures. For the next twelve (12) months, there is no expected significant purchase or sale of plant and significant equipment.
- g. There are no significant changes in the number of employees for the next twelve (12) months.
- h. There are no any known trends, events or uncertainties happened during the period that has a material impact on sales.
- i. There are no significant elements of income or loss that did not arise from the registrant's continuing operations.
- j. The causes for any material changes from period to period of the financial statements are disclosed above together with the comparable discussion to assess material changes.
- k. There are no seasonal aspects that has material effect on the financial statements.

<b>Performance Indicators</b>	<b>2022</b>	<b>2021</b>	
Current Ratio	1.13	1.03	<i>Current ratio is calculated by dividing total current assets over total current liabilities.</i>
Debt Ratio	0.87	0.96	<i>Debt ratio is computed as total liabilities over total assets.</i>
Net Profit Margin	0.14	0.07	<i>Net Profit margin is the result of net income after dividing total revenue</i>
Return on Equity	0.80	0.88	<i>Return on Equity is calculated by dividing net income over total equity.</i>
Return on Assets	0.12	0.03	<i>Return on Assets is computed as net income divided by average total assets</i>

*For Approval by the Stockholders at the 2025 Annual Stockholders' Meeting*

**FORA SERVICES, INC.**  
**doing business as Quest Hotel Tagaytay**

**MINUTES OF THE ANNUAL MEETING  
OF THE STOCKHOLDERS**

Held on 25 October 2024 at 9:00 a.m.  
via remote communication (through Microsoft Teams)

<b>Stockholders Present / Represented:</b>	<b>No. of Stocks Held</b>
FILINVEST HOSPITALITY CORPORATION <i>(by proxy)</i>	3,995
Mr. Francis V. Ceballos	1
Ms. Ana Venus A. Mejia	1
Mr. William Michael V. Valtos, Jr.	1
Atty. Nicasio C. Cabaneiro	1
<b>Total Attendance</b>	<b>3,999</b>

**Also Present:**

Ms. Wanessa G. Salvador – Partner-in-Charge from SyCip Gorres Velayo & Co.  
Ms. Joana May O. Pitallano – Associate Director from SyCip Gorres Velayo & Co.  
Atty. Maria Victoria M. Reyes-Beltran  
Ms. Nancy R. Rivera  
Mr. Rustan E. Gabrido  
Atty. Katrina O. Clemente-Lua  
Atty. Jennifer C. Lee  
Atty. Dyan Marie A. Lucero

**I. PRESIDING OFFICER AND SECRETARY**

The President and Chief Executive Officer of **FORA SERVICES, INC. doing business as Quest Hotel Tagaytay** (the “Corporation” or the “Company”), **MR. FRANCIS V. CEBALLOS**, acted as the Chairman and presided over the meeting, while the Corporate Secretary, **ATTY. KATRINA O. CLEMENTE-LUA**, recorded the minutes thereof.

**II. DETERMINATION OF QUORUM AND CALL TO ORDER**

The Acting Chairman then requested the Corporate Secretary to report on the service of notice of the meeting, and whether there was a quorum at the meeting. The Corporate Secretary confirmed that notice of this meeting had been sent to all stockholders, together with a copy of the Information Sheet and the Audited Financial Statements. The said Information Sheet was likewise posted on the Company’s website.

Based on the virtual attendance and proxies received by the Office of the Corporate Secretary, the Corporate Secretary certified that stockholders owning three thousand nine hundred ninety-nine (3,999) shares of stock of the Company, representing 99.9% of the total issued and outstanding capital stock of the Company as of record date or on 30 August 2024 were present at the meeting.

There being a quorum, the Acting Chairman declared the meeting duly convened and open for business.

### **III. INSTRUCTIONS OF THE RULES AND CONDUCT OF VOTING**

The Acting Chairman noted that while the Company is holding the meeting in virtual format, the Company endeavored to provide the stockholders the opportunity to participate in the meeting to the same extent possible as in an in-person meeting. He then asked the Corporate Secretary to share the rules of conduct and voting procedures for the meeting.

The Corporate Secretary explained that the rules of conduct and voting procedures were set forth in the Definitive Information Statement and in the Explanation of Agenda Items which forms part of the Notice of the Annual Stockholders' Meeting. She highlighted the following points:

1. Stockholders of record as of 30 August 2024 were asked cast their votes through the submission of proxies to the Office of the Corporate Secretary;
2. The deadline for submission of proxies was on 14 October 2024;
3. After the voting period, the Office of the Corporate Secretary tabulated all the votes cast *via* proxy;
4. The results of the voting will be reported after each item is taken up during this meeting; and
5. The stockholders were also given until 14 October 2024 to submit any questions or comments they may have.

She further informed all the participants of the meeting that there would be a visual and audio recording of the entire proceedings.

### **IV. APPROVAL OF THE MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS HELD ON 09 NOVEMBER 2023**

The Acting Chairman inquired if copies of the minutes of the Annual Stockholders' Meeting held on 09 November 2023 were furnished to the stockholders.

The Corporate Secretary certified that a copy of the minutes was included in the Information Statement of this year's Annual Stockholders' Meeting and was made available on the Company's website. She reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, *viz.*:

**“RESOLVED,** That the Minutes of the Annual Stockholders’ Meeting of the Company held on 09 November 2023 is hereby approved.”

The votes received for the adoption of the foregoing resolution are as follows:

	<b>Votes in Favor</b>	<b>Percentage of Votes</b>
Approval of the Minutes of the Annual Meeting of Stockholders held on 09 November 2023	3,995	99.88%

**V. PRESENTATION OF THE PRESIDENT’S REPORT**

The President and Chief Executive Officer, Mr. Francis V. Ceballos, and the Treasurer and Chief Finance Officer, Ms. Nancy R. Rivera, presented the Company’s operations (i) for the year ended 31 December 2023, (ii) as of August 2024 and (iii) outlook for the rest of the year 2024.

**VI. RATIFICATION OF THE AUDITED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2023**

The Acting Chairman asked the Corporate Secretary if the stockholders were furnished a copy of the 2023 Audited Financial Statements.

The Corporate Secretary responded that a copy of the 2023 Audited Financial Statements was attached to the Information Statement, which was made available to the stockholders and in the website. She reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, viz:

**“RESOLVED,** That the Company’s Audited Financial Statements as of and for the year ended 31 December 2023 is hereby approved, confirmed and ratified.”

The votes received for the adoption of the foregoing resolution are as follows:

	<b>Votes in Favor</b>	<b>Percentage of Votes</b>
Ratification of the 2023 Audited Financial Statements	3,995	99.88%

**VII. RATIFICATION OF ALL THE ACTS, RESOLUTIONS AND PROCEEDINGS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES AND MANAGEMENT FROM DATE OF LAST ANNUAL STOCKHOLDERS' MEETING UP TO 25 OCTOBER 2024**

The next item in the agenda was the ratification of all the acts, resolutions and proceedings of the Board of Directors, Board Committees and Management from the date of the last Annual Stockholders' Meeting up to 25 October 2024, a summary of which was included in the Information Statement sent to all the stockholders of record prior to the Annual Stockholders' Meeting.

The Corporate Secretary reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, *viz*:

**“RESOLVED**, That all the acts, resolutions and proceedings of the Board of Directors, Board Committees and Management from the date of the last Annual Stockholders' Meeting up to 25 October 2024 are hereby approved, confirmed and ratified.”

The votes received for the adoption of the foregoing resolution are as follows:

	<b>Votes in Favor</b>	<b>Percentage of Votes</b>
Ratification of all the acts, resolutions and proceedings of the Board of Directors, Board Committees and Management from the date of the last Annual Stockholders' Meeting until 25 October 2024	3,995	99.88%

**VIII. ELECTION OF DIRECTORS**

The Acting Chairman announced that the next item in the Agenda was the election of five (5) directors, including two (2) independent directors of the Company for the year 2024 to 2025.

As requested by the Acting Chairman, the Corporate Secretary announced the names of the persons nominated for election as directors and independent directors of the Company and who were pre-screened by the Corporate Governance Committee, convened as the Nominations Committee, in accordance with the Company's Manual on Corporate Governance and Amended By-Laws, *viz*:

Directors:

1. Mr. Francis Nathaniel C. Gotianun
2. Mr. Francis V. Ceballos
3. Ms. Ana Venus A. Mejia



Independent Directors:

4. Mr. William Michael V. Valtos, Jr.
5. Atty. Nicasio C. Cabaneiro

The Corporate Secretary reported that the resolution below was approved by at least a majority of the stockholders present or represented in the meeting, *viz*:

**“RESOLVED**, That the following persons are hereby declared as duly-elected directors of the Company, to serve for a term of one (1) year or until their successors shall have been elected and qualified in accordance with the By-Laws of the Company:

1. Mr. Francis Nathaniel C. Gotianun
2. Mr. Francis V. Ceballos
3. Ms. Ana Venus A. Mejia

Independent Directors:

4. Mr. William Michael V. Valtos, Jr.
5. Atty. Nicasio C. Cabaneiro”

The votes received by each of the nominees are presented below:

<b>Names of Nominees</b>	<b>Votes in Favor</b>	<b>Percentage of Votes</b>
Francis Nathaniel C. Gotianun	3,995	99.88%
Francis V. Ceballos	3,995	99.88%
Ana Venus A. Mejia	3,995	99.88%
William Michael V. Valtos, Jr. (Independent Director)	3,995	99.88%
Nicasio C. Cabaneiro (Independent Director)	3,995	99.88%

## **IX. APPOINTMENT OF INDEPENDENT EXTERNAL AUDITOR**

The Acting Chairman announced the next item in the Agenda which was the appointment of an independent external auditor. He stated that the Company’s Management, Audit and Risk Management Oversight Committee and the Board of Directors have endorsed the re-appointment of the auditing firm of SyCip Gorres Velayo & Co. as the Company’s external auditor for the year 2024, as follows:

**“RESOLVED**, That the accounting firm of SyCip Gorres Velayo and Co. (SGV & Co.) be approved for re-appointment as the Company’s external auditor for the year 2024.”

The votes received for the adoption of the foregoing resolution are as follows:

	<b>Votes in Favor</b>	<b>Percentage of Votes</b>
Appointment of SyCip Gorres Velayo & Co. (SGV & Co.) as External Auditor	3,995	99.88%

**X. ADJOURNMENT**

There being no further business to transact, and upon motion made and duly seconded, the meeting was thereupon adjourned.

CERTIFIED CORRECT:



**KATRINA O. CLEMENTE-LUA**  
Corporate Secretary

ATTESTED BY:

**FRANCIS V. CEBALLOS**  
Acting Chairman of the Meeting