



SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No.: 2022030044636-59

Company Name: PREMIERE ISLAND PHILIPPINES HOLDING CORPORATION

Industry Classification: K642

Company Type: Stock Corporation

Document Information

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Document Type: Financial Statement

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Period Covered: December 31, 2023

Submission Type: Annual

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Acceptance of this document is subject to review of forms and contents

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

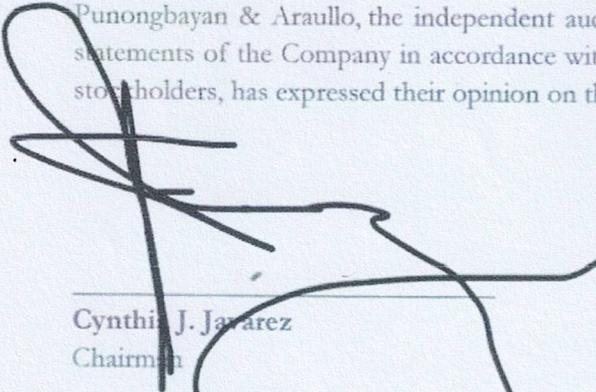
The management of Premiere Island Power REIT Corporation is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, as of and for the year ended December 31, 2023, in accordance with the prescribed financial reporting framework indicated 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 to do so.

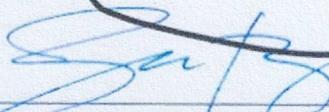
The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

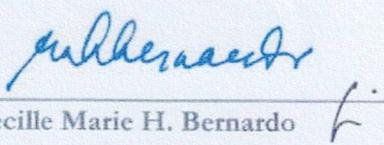
Punongbayan & Araullo, the independent auditor appointed by the stockholders, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in their report to the stockholders, has expressed their opinion on the fairness of presentation upon completion of such audit.



Cynthia J. Javarez
Chairman



Timothy Joseph M. Mendoza
President



Cecille Marie H. Bernardo
Treasurer

Signed this 14th day of April 2024

SUBSCRIBED AND SWORN to before me this 14 APR 2024, in QUEZON CITY, affiant exhibiting to me his/her valid ID, as follows

Name	Competent Evidence of Identity	Date & Place of Issue
Cynthia J. Javarez	P3138029B	DFA MANILA 09/09/2029
Timothy Joseph M. Mendoza	N26-98-018797	LTO 06/10/2024
Cecille Marie H. Bernardo	P5633097A	DFA MANILA 01/15/2028

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Series 2024.


ATTY. FELIZARDO M. IBARRA
NOTARY PUBLIC FOR QUEZON CITY
Valid until December 31, 2024
Adm Matter No. NP-223 / Roll No. 80835
PTR No. 5452394 / 01-02-2024 / Q.C.
IBP No. 233592 / 5-23-22
MCLE No. VIII-0000973
TIN: 203-053-968-000

Vicente Ureta III

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Submission Date/Time: **Apr 15, 2024 12:26 AM**

Company TIN: **607-224-091**

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FOR SEC FILING

Financial Statements and
Independent Auditors' Report

Premiere Island Power REIT Corporation

For the Year Ended December 31, 2023 and for
the Period March 4, 2022 to December 31, 2022

Report of Independent Auditors

The Board of Directors and Stockholders
Premiere Island Power REIT Corporation
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
4th Starmall IT Hub CV Starr Ave.
Philamlife Pamplona Dos Las Piñas
Las Piñas City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Premiere Island Power REIT Corporation (the REIT), formerly Premiere Island Philippines Holding Corporation, which comprise the statements of financial position as at December 31, 2023 and 2022, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the year ended December 31, 2023 and for the period March 4, 2022 to December 31, 2022 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 REIT as at December 31, 2023 and 2022, and its financial performance and its cash flows for the year ended December 31, 2023 and for the period March 4, 2022 to December 31, 2022 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Valuation of Investment Properties

Description of the Matter

The REIT's investment properties, which relate to certain parcels of land, buildings and right-of-use asset, is carried in the financial statements at fair value model.

The fair value of investment properties was determined by an independent appraiser using the income approach, which measures the fair value of an asset by calculating the present value of its economic benefits by discounting the expected cash flows at a rate of return that compensates the risks associated with a particular investment. The total fair value of investment properties as of December 31, 2023 is P7.8 billion, representing 79% of the total assets of the REIT. The valuation of investment properties is a key audit matter because of the significance of the amount involved and because the measurement involves the application of significant judgments and estimates.

The significant judgments applied and estimates used in measuring fair value are more fully described in Note 3 to the financial statements, while the methods used are fully described in Note 19 to the financial statements.

How the Matter was Addressed in the Audit

We have evaluated the competence, capabilities and objectivity of the appraiser by obtaining an understanding of their qualifications, experience and track record. We have also involved our internal valuation specialists in evaluating the appropriateness of the valuation models and the reasonableness of key assumptions used, such as the discount rate and growth rate used to estimate projected revenues to be generated, and costs and expenses to be incurred related to operations. We have also tested the completeness and accuracy of key inputs used such as the lease rates and lease terms by agreeing the samples to supporting lease contracts.

Revenue Recognition on Rental of Investment Properties

Description of matter

In 2023, the REIT recognized revenue from rental of investment properties amounting to P643.8 million. Rental income on long-term leases is recognized on a straight-line basis over the term of the lease.

We identified the revenue recognition from rentals as significant to our audit due to the inherent risk of material misstatement involved and the materiality of the amount of rental revenue and related receivables. An error in the REIT's understanding of the significant terms and conditions of the lease agreements and accounting treatment may result in error in revenue recognition i.e., overstatement or understatement of the reported rental revenues and the related receivables recognized therefrom.

The REIT's disclosures relating to revenues from rentals are disclosed in Notes 7, 10 and 16.

How the matter was addressed in the audit

Our audit procedures to address the risk of material misstatement relating to recognition of revenue from rentals include inspecting the lease agreements entered into with the REIT's lessees, and understanding the significant terms and conditions affecting the recognition of rental income, as disclosed in Note 16 to the financial statements. We determined, based on the significant terms and conditions of the lease agreements, whether the recognition of rental income is in compliance with the revenue recognition and measurement requirements under PFRS 16, *Leases*. We recomputed the amounts of rental income and the related receivables taking into consideration, among others, the lease payments, lease terms, periodic rent escalations, and effect of any lease modifications; and, we have verified whether rental income related to the existing lease agreements have been recognized in the proper accounting period.

Other Information

Management is responsible for the other information. The other information comprises the information included in the REIT's SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2023, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2023, are expected to be made available to us after the date of this auditors' report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, 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, 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 REIT'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 REIT or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 PSA 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 PSA, 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 REIT'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 REIT's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the REIT to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

The supplementary information for the year ended December 31, 2023 required by the Bureau of Internal Revenue (BIR) as disclosed in Note 24 to the financial statements is presented for purposes of additional analysis and is not required part of the basic financial statements prepared in accordance with PFRS. The BIR requires the information to be presented in the notes to financial statements. The supplementary information is not a required part of the basic financial statements prepared in accordance with PFRS; it is also not a required disclosure under Revised Securities Regulation Code Rule 68 of the SEC. Such supplementary information is the responsibility of management. Our opinion on the basic financial statements is not affected by the presentation of the information in a separate schedule.

The engagement partner on the audits resulting in this independent auditors' report is Renan A. Piamonte.

PUNONGBAYAN & ARAULLO



By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805

TIN 221-843-037

PTR No. 10076150, January 3, 2024, Makati City

SEC Group A Accreditation

Partner - No. 107805-SEC (until financial period 2023)

Firm - No. 0002 (until financial period 2024)

BIR AN 08-002511-037-2022 (until Oct. 13, 2025)

Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 14, 2024

PREMIERE ISLAND POWER REIT CORPORATION
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	Notes	2023	2022
<u>A S S E T S</u>			
CURRENT ASSETS			
Cash	4	P 51,889,838	P 4,625,289
Trade and other receivables	5	1,051,325,057	392,386,454
Prepayments and other current assets		42,959,052	604,953
Total Current Assets		1,146,173,947	397,616,696
NON-CURRENT ASSETS			
Property and equipment - net	6	934,480,000	897,580,000
Investment properties	7	7,784,490,000	7,570,970,000
Deferred tax assets - net	12	-	32,408,114
Total Non-current Assets		8,718,970,000	8,500,958,114
TOTAL ASSETS		P 9,865,143,947	P 8,898,574,810
<u>LIABILITIES AND EQUITY</u>			
CURRENT LIABILITIES			
Trade and other payables	8	P 192,401,958	P 59,710,417
Due to related parties	13	509,891,645	64,627,723
Lease liabilities	9	381,908	230,280
Total Current Liabilities		702,675,511	124,568,420
NON-CURRENT LIABILITIES			
Lease liabilities	9	5,819,943	6,471,760
Deferred tax liabilities - net	12	58,705,012	-
Total Non-current Liabilities		64,524,955	6,471,760
Total Liabilities		767,200,466	131,040,180
EQUITY			
Capital stock	14	3,288,669,000	3,288,669,000
Additional paid-in-capital	14	5,328,952,851	5,328,952,851
Revaluation reserves - net	6	79,018,554	12,683,703
Retained earnings	14	401,303,076	137,229,076
Total Equity		9,097,943,481	8,767,534,630
TOTAL LIABILITIES AND EQUITY		P 9,865,143,947	P 8,898,574,810

See Notes to Financial Statements.

PREMIERE ISLAND POWER REIT CORPORATION
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2023 AND
FOR THE PERIOD MARCH 4, 2022 TO DECEMBER 31, 2022
(Amounts in Philippine Pesos)

	Notes	2023 (One Year)	2022 (Ten Months)
RENTAL INCOME	10	P 643,814,022	P 355,161,394
COSTS OF RENTALS	11	<u>70,763,428</u>	<u>40,701,197</u>
GROSS PROFIT		573,050,594	314,460,197
OTHER OPERATING EXPENSES	11	<u>4,660,730</u>	<u>11,502,749</u>
OPERATING PROFIT		<u>568,389,864</u>	<u>302,957,448</u>
OTHER INCOME (CHARGES) - Net			
Fair value gain (loss) on investment properties	7	213,520,000	(191,960,000)
Finance cost	9	(434,898)	(269,912)
Finance income	4	<u>6,051</u>	<u>1,202</u>
		<u>213,091,153</u>	(<u>192,228,710</u>)
PROFIT BEFORE TAX		781,481,017	110,728,738
TAX INCOME (EXPENSE)	12	(<u>77,471,471</u>)	<u>28,500,338</u>
NET PROFIT		<u>704,009,546</u>	<u>139,229,076</u>
OTHER COMPREHENSIVE INCOME			
Item that will not be reclassified subsequently to profit or loss			
Revaluation increase in property and equipment - net	6	89,441,268	16,911,604
Tax expense	12	(<u>22,360,317</u>)	(<u>4,227,901</u>)
		<u>67,080,951</u>	<u>12,683,703</u>
TOTAL COMPREHENSIVE INCOME		<u>P 771,090,497</u>	<u>P 151,912,779</u>
BASIC AND DILUTED EARNINGS PER SHARE	15	<u>P 0.21</u>	<u>P 0.06</u>

See Notes to Financial Statements.

PREMIERE ISLAND POWER REIT CORPORATION
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2023 AND
FOR THE PERIOD MARCH 4, 2022 TO DECEMBER 31, 2022
(Amounts in Philippine Pesos)

	<u>Capital Stock</u> <i>(See Note 14)</i>	<u>Additional Paid-in Capital</u> <i>(See Note 14)</i>	<u>Revaluation Reserves</u> <i>(See Note 6)</i>	<u>Retained Earnings</u> <i>(See Note 14)</i>	<u>Total</u>
Balance at January 1, 2023	P 3,288,669,000	P 5,328,952,851	P 12,683,703	P 137,229,076	P 8,767,534,630
Dividends declared	-	-	-	(440,681,646)	(440,681,646)
Transfer depreciation to retained earnings	-	-	(746,100)	746,100	-
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>67,080,951</u>	<u>704,009,546</u>	<u>771,090,497</u>
Balance at December 31, 2023	<u>P 3,288,669,000</u>	<u>P 5,328,952,851</u>	<u>P 79,018,554</u>	<u>P 401,303,076</u>	<u>P 9,097,943,481</u>
Balance at January 1, 2022	P -	P -	P -	P -	P -
Issuances of shares of stock	3,288,669,000	5,328,952,851	-	-	8,617,621,851
Dividends declared	-	-	-	(2,000,000)	(2,000,000)
Total comprehensive income for the period	<u>-</u>	<u>-</u>	<u>12,683,703</u>	<u>139,229,076</u>	<u>151,912,779</u>
Balance at December 31, 2022	<u>P 3,288,669,000</u>	<u>P 5,328,952,851</u>	<u>P 12,683,703</u>	<u>P 137,229,076</u>	<u>P 8,767,534,630</u>

See Notes to Financial Statements.

PREMIERE ISLAND POWER REIT CORPORATION
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2023 AND
FOR THE PERIOD MARCH 4, 2022 TO DECEMBER 31, 2022
(Amounts in Philippine Pesos)

	Notes	2023 (One Year)		2022 (Ten Months)
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		P 781,481,017		P 110,728,738
Adjustments for				
Fair value (gain) loss on investment properties	7	(213,520,000)		191,960,000
Depreciation	6	52,541,268		30,071,604
Finance cost	9	434,898		269,912
Finance income	4	(6,051)		(1,201)
Operating profit before working capital changes		<u>620,931,132</u>		333,029,053
Increase in trade and other receivables		(658,938,603)		(392,386,454)
Increase in prepayments and other current assets		(42,354,099)		(585,977)
Increase in trade and other payables		<u>72,427,503</u>		<u>51,556,244</u>
Cash generated from (used in) operations		(7,934,067)		(8,387,134)
Income tax paid		(8,718,662)		(240)
Interest received	4	<u>6,051</u>		<u>961</u>
Net Cash From (Used in) Operating Activities		<u>(16,646,678)</u>		<u>(8,386,413)</u>
CASH FLOWS FROM FINANCING ACTIVITIES				
Advances received from related parties	13	445,263,922		15,132,290
Dividends paid	14	(380,417,608)		(2,000,000)
Payment of lease liability	9	(500,189)		-
Interest paid	9	(434,898)		(125,588)
Proceeds from issuance of shares	14	<u>-</u>		<u>5,000</u>
Net Cash From Financing Activities		<u>63,911,227</u>		<u>13,011,702</u>
NET INCREASE IN CASH		47,264,549		4,625,289
CASH AT BEGINNING OF PERIOD		<u>4,625,289</u>		<u>-</u>
CASH AT END OF PERIOD		<u>P 51,889,838</u>		<u>P 4,625,289</u>

Supplemental Information in Non-cash Investing and Financing Activities is disclosed in Note 23 to the Financial Statements.

See Notes to Financial Statements.

PREMIERE ISLAND POWER REIT CORPORATION
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022
(Amounts in Philippine Pesos)

1. GENERAL INFORMATION

1.1 Corporate Information

Premiere Island Power REIT Corporation (the REIT) was incorporated under Philippine law on March 4, 2022 under the name of Premiere Island Philippines Holding Corporation (PIPHC). Under its articles on incorporation, PIPHC is authorized to invest in, purchase, or otherwise acquire and own, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real property and personal property of every kind and description. Since its incorporation on March 4, 2022, PIPHC did not have any business operation until the property-for-share swap transaction with Camotes Island Power Generation Corporation and S.I. Power Corp. (CAMPCOR and SIPCOR, respectively; the Sponsors, collectively) (see Note 14).

On June 24, 2022, the BOD approved certain amendments to the Articles of Incorporation and By-Laws, including: (a) changing the corporate name to Premiere Island Power REIT Corporation; and, (b) changing the REIT's primary purpose to engage in the business of a real estate investment trust as provided under Republic Act (R.A.) No. 9856, *The Real Estate Investment Trust Act of 2009* (the REIT Act), including its implementing rules and regulations, and other applicable laws. The Securities and Exchange Commission approved the amendments on November 9, 2022.

The REIT listed its common shares in the Philippine Stock Exchange (PSE) as a power REIT on December 15, 2022 (see Note 14).

SIPCOR (the Parent Company) holds 25.71% interest over the REIT while CAMPCOR holds 25.39% ownership over the REIT. SIPCOR also holds 94.00% ownership interest over CAMPCOR. Accordingly, SIPCOR effectively holds 49.58% ownership of the REIT's total issued and outstanding capital stock, thereby making SIPCOR as the majority stockholder and the REIT's parent company. SIPCOR and CAMPCOR are both presently engaged in buying, acquiring, leasing, constructing, maintaining, and operating plants, work, systems, poles, poles wire, conduit, ducts and subway for the production, supply, distribution and sale of electricity.

Prime Asset Ventures, Inc. (PAVI or the Ultimate Parent) is the REIT's ultimate parent company. PAVI is presently engaged primarily to invest in, purchase or otherwise acquire and own, hold, use, sell, assign, transfer, lease, mortgage, pledge, exchange, develop or otherwise, dispose of real and personal property of every kind, and to grant loans and/or assume or undertake or guarantee or secure either on its general credit or on the mortgage, pledge, deed of trust, assignment and/or other security arrangement of any or all of its property, its related parties or any third party, without engaging in the business of a financing company or lending investor.

The REIT's registered office address and principal place of business is located at 4th Starmall IT Hub CV Starr Ave., Philamlife Pamplona Dos Las Piñas, Las Piñas City. On the other hand, SIPCOR and PAVI's registered office, which is also their principal place of business, is located at 3rd Floor Starmall IT Hub, CV Starr Ave., Philamlife Village, Las Piñas City.

1.2 Approval of the Financial Statements

The financial statements of the REIT as of and for the year ended December 31, 2023 (including the comparative financial statements as of and for the period March 4, 2022 to December 31, 2022) were authorized for issue by the REIT's BOD on April 14, 2024.

2. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policy information that have been used in the preparation of these financial statements are summarized below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the REIT have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from the pronouncements issued by the International Accounting Standards Board (IASB) and approved by the Philippine Board of Accountancy.

The financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income, and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The REIT presents all items of income, expense and other comprehensive income or loss in a single statement of comprehensive income.

The REIT presents a third statement of financial position as of the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

(c) *Functional and Presentation Currency*

These financial statements are presented in Philippine pesos, the REIT's presentation and functional currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the REIT are measured using the REIT's functional currency. Functional currency is the currency of the primary economic environment in which the REIT operates.

2.2 Adoption of Amended PFRS

(a) *Effective in 2023 that are Relevant to the REIT*

The REIT adopted for the first time the following amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2023:

PAS 1 and PFRS Practice Statement 2 (Amendments):	Presentation of Financial Statements Disclosure of Accounting Policies
PAS 8 (Amendments)	: Definition of Accounting Estimates
PAS 12 (Amendments)	: Deferred Tax Related to Assets and Liabilities from a Single Transaction

Discussed below are the relevant information about these pronouncements.

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

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

- (ii) PAS 8 (Amendments), *Definition of Accounting Estimates*. The amendments introduced a new definition of accounting estimate which is a monetary amount in the financial statements that are subject to measurement uncertainty. It also clarifies that a change in accounting estimate that results from new information or new developments is not a correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. The application of these amendments had no significant impact on the REIT's financial statements.

(iii) PAS 12 (Amendments), *Deferred Tax Related to Assets and Liabilities from a Single Transaction*. The amendments narrow the scope of the initial recognition exception under PAS 12 so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgment (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense). Management assessed that the application of such amendments had no significant impact on the REIT's financial statements.

(b) *Effective in 2023 that are not Relevant to REIT*

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

(c) *Effective Subsequent to 2023 but not Adopted Early*

There are amendments to existing standards effective for annual periods subsequent to 2023, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and none of these are expected to have significant impact on the REIT's financial statements:

- (i) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2024)
- (ii) PAS 1 (Amendments), *Presentation of Financial Statements – Non-current Liabilities with Covenants* (effective from January 1, 2024)
- (iii) PAS 7 (Amendments), *Cash Flow Statements* and PFRS 7 (Amendments), *Financial Instruments: Disclosures – Supplier Finance Arrangements* (effective from January 1, 2024)
- (iv) PFRS 16 (Amendments), *Leases – Lease Liability in a Sale and Leaseback* (effective from January 1, 2024)

2.3 Financial Instruments

Financial assets and financial liabilities are recognized when the REIT becomes a party to the contractual provisions of the financial instrument.

(a) Financial Assets

Regular purchases and sales of financial assets are recognized on their trade date (i.e., the date that the REIT commits to purchase or sell the asset).

Classification and Measurement of Financial Assets

The REIT's financial assets include financial assets at amortized costs such as Cash and Trade and Other Receivables.

Impairment of Financial Assets

The REIT applies a general approach in relation to its trade and other receivables, which relate to receivables from related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables, the contractual period is the very short period needed to transfer the cash once demanded or when the receivables fall due. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the REIT's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the REIT cannot immediately collect the receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of the receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized which may prove to be negligible.

(b) Financial Liabilities

Financial liabilities includes Trade and Other Payables (except tax-related liabilities), Lease Liabilities and Due to Related Parties.

2.4 Property and Equipment

Property and equipment, are carried at revalued amount which is the fair value at the date of the revaluation, as determined by independent appraiser, less subsequent accumulated depreciation and any accumulated impairment losses.

Revalued amount is the fair market value determined based on appraisal by external professional appraiser once every two years or more frequently if market factors indicate a material change in fair value.

Depreciation of property and equipment (comprising of generation assets) is computed on the straight-line basis over the estimated useful lives of 18 years.

2.5 Investment Properties

Properties held for lease under operating lease agreements, which comprise mainly of land and buildings are classified as Investment Properties.

Investment properties are accounted for under the fair value model. They are revalued annually and are reported in the statement of financial position at its fair value. Fair value is based on the income approach and is determined annually by an independent appraiser with sufficient experience with respect to both the location and the nature of the investment properties.

2.6 Leases

(a) REIT as Lessee

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

The REIT has elected to account for short-term leases and leases of low-value assets using the practical expedients, when applicable. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

(b) REIT as Lessor

The REIT applies judgment in determining whether a lease contract is a finance or operating lease.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the REIT's financial statements in accordance with PFRS requires management to make judgments and estimates that affect the amounts reported in the financial statements and related notes. 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. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgment in Applying Accounting Policies

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

(a) Determination of Lease Term of Contracts with Renewal and Termination Options

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated and the renewal of the contract is not subject to mutual agreement of both parties.

The factors that are normally the most relevant are (a) if there are significant penalties should the REIT pre-terminate the contract, and (b) if any leasehold improvements are expected to have a significant remaining value, the REIT is reasonably certain to extend and not to terminate the lease contract. Otherwise, the REIT considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The REIT did not include the renewal period as part of the lease term for the lease due to the provision in its contract that requires mutual agreement of both parties on the terms and agreements of the renewal and termination of the lease contract.

The lease term is reassessed if an option is actually exercised or not exercised or the REIT becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the REIT.

(b) *Distinction Among Investment Properties and Owner-occupied Properties*

The REIT determines whether a property should be classified as investment property or owner-occupied property. The REIT applies judgment upon initial recognition of the asset based on intention and also when there is a change in use. In making its judgment, the REIT considers whether the property generates cash flows largely independently of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to other assets used in the production or supply process.

When a property comprises of a portion that is held to earn rental or for capital appreciation and another portion that is held for use in the REIT's main line of business or for administrative purposes, the REIT accounts for the portions separately if these portions can be sold separately (or leased out separately under finance lease). If the portions cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for use in the REIT's main line of business or for administrative purposes.

Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The REIT considers each property separately in making its judgment.

(c) *Distinction Between Operating and Finance Leases as Lessor*

The REIT has entered into various lease agreements as a lessor. Critical judgment was exercised by management to distinguish the lease agreements as either an operating or finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities.

Management has determined that its current lease agreements as lessor are operating leases.

(d) *Recognition of Provisions and Contingencies*

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Judgment is exercised by management to distinguish between provisions and contingencies.

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) *Fair Value Measurement of Investment Properties, and Property and Equipment*

The REIT's investment properties, composed of right-of-use asset, land and buildings, are measured using the fair value model while the REIT's property and equipment, composed of generation assets, are measured using revaluation model. In determining the fair value of these assets, the REIT engages the services of professional and independent appraisers applying the income approach.

In determining the fair value under the income approach, significant estimates are made such as revenues generated, costs and expenses related to the operations and discount rate.

A significant change in these elements may affect prices and the value of the assets. The details of the fair values of relevant assets are disclosed in Notes 6, 7 and 19.

For investment properties, and property and equipment, with valuation conducted prior to the end of the current reporting period, management determines whether there are significant circumstances during the intervening period that may require adjustments or changes in the disclosure of fair value of those properties.

(b) *Estimation of Useful Lives of Property and Equipment*

The REIT estimates the useful lives of the property and equipment based on the period over which the assets are expected to be available-for-use. The estimated useful lives of the property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence, and legal or other limits on the use of the assets.

The carrying amounts of the property and equipment are analyzed in Note 6. Based on management's assessment as at December 31, 2023 and 2022, there is no change in estimated useful lives of the property and equipment during those periods. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(c) *Estimation of Allowance for ECL*

The measurement of the allowance for ECL is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers/counterparties defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 17.2(b).

Based on management's assessment, the outstanding balances of receivables as of December 31, 2023 and 2022 are fully collectible (see Note 5).

(d) *Impairment of Non-financial Assets*

The REIT's Investment Properties, Property and Equipment and other non-financial assets are subject to impairment testing.

In assessing impairment, management estimates the recoverable amount of each asset or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainties relates to assumptions about future operating results and the determination of suitable discount rate.

Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

There were no impairment losses on the REIT's non-financial assets required to be recognized for the year ended December 31, 2023 and for the period March 4, 2022 to December 31, 2022 based on management's assessment.

4. CASH

Cash in bank amounted to P51.9 million and P4.6 million as of December 31, 2023 and 2022, respectively.

Cash in banks generally earn interest based on daily bank deposit rates. Interest income earned from cash in banks amounted to P6,051 in 2023 and P1,202 in 2022. Interest earned is presented as Finance income under Other Income (Charges) section in the statements of comprehensive income.

5. TRADE AND OTHER RECEIVABLES

This account as of December 31 is composed of the following:

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Trade receivables:	13.1		
Billed		P 943,982,983	P 346,914,909
Accrued		107,342,074	45,415,940
Advances to employees		<u>-</u>	<u>55,605</u>
		<u>P 1,051,325,057</u>	<u>P 392,386,454</u>

Billed receivables arise from the lease of land, building and generation assets by SIPCOR and CAMPCOR.

Accrued receivables pertain to receivables resulting from the straight-line method of recognizing rental income.

All trade and other receivables are subject to credit risk exposure. However, there was no impairment losses recognized for the reporting periods presented as management believes that the remaining receivables are fully collectible (see Note 17.2).

6. PROPERTY AND EQUIPMENT

The property and equipment of the REIT pertains to generation assets (see Note 14).

The carrying amount of property and equipment as at December 31, 2023 and 2022 is as follows:

	<u>2023</u>	<u>2022</u>
Cost	P 897,580,000	P 910,740,000
Depreciation	(52,541,268)	(30,071,604)
Revaluation	<u>89,441,268</u>	<u>16,911,604</u>
	<u>P 934,480,000</u>	<u>P 897,580,000</u>

The property and equipment is recognized under the revaluation model. The revaluation surplus, net of applicable deferred income taxes, is presented as part of the Revaluation Reserves account in the equity section of the statements of financial position.

The movements of the revaluation surplus are presented below.

	<u>2023</u>	<u>2022</u>
Balance at beginning of period	P 12,683,703	P -
Revaluation	67,080,951	12,683,703
Depreciation	(746,100)	-
Balance at end of period	<u>P 79,018,554</u>	<u>P 12,683,703</u>

The REIT recognized income arising from the lease of generation assets to SIPCOR amounting to P52.7 million and P30.8 million as of December 31, 2023 and 2022, respectively are presented as part of Rental Income in the statements of comprehensive income (see Note 10). The related outstanding receivable is presented as part of Trade and Other Receivables in the statements of financial position (see Note 5).

The depreciation expense is presented as part of Costs of Rentals in the statements of comprehensive income.

In 2023, the REIT transferred to Retained Earnings the depreciation of the revaluation surplus from prior year amounting to P0.7 million.

Under cost model, the carrying value of the property and equipment amounted to P828.1 million and P880.7 million as of December 31, 2023 and 2022, respectively.

The REIT did not have any fully depreciated property and equipment as of December 31, 2023 and 2022. The information on the fair value measurement and disclosures related to the property and equipment are presented in Note 19.3.

7. INVESTMENT PROPERTIES

The REIT's investment properties pertain to parcels of land located in Candanay, Siquijor, Lazi, Siquijor, Poro, Cebu and Pilar, Cebu, including the buildings located in the said parcels of land, (see Note 14), and the right-of-use asset on the lease right from the lease agreement with NPC (see Note 9).

These parcels of land and buildings are recognized in reference to their fair values and the information on the fair value measurement and disclosures are presented in Note 19.3.

A reconciliation of the carrying amounts of investment properties as at December 31, 2023 and 2022 is shown below.

	<u>Land</u>	<u>Buildings</u>	<u>Right-of-use asset</u>	<u>Total</u>
Balance as of				
December 31,2022	P 4,085,360,000	P 2,223,800,000	P 1,261,810,000	P 7,570,970,000
Fair value gain (loss)	<u>168,880,000</u>	<u>92,060,000</u>	<u>(47,420,000)</u>	<u>213,520,000</u>
Balance as of				
December 31,2023	<u>P 4,254,240,000</u>	<u>P 2,315,860,000</u>	<u>P 1,214,390,000</u>	<u>P 7,784,490,000</u>
Balance as of				
May 31, 2022	P 4,166,270,000	P 2,270,810,000	P 1,325,850,000	P 7,762,930,000
Fair value loss	<u>(80,910,000)</u>	<u>(47,010,000)</u>	<u>(64,040,000)</u>	<u>(191,960,000)</u>
Balance as of				
December 31,2022	<u>P 4,085,360,000</u>	<u>P 2,223,800,000</u>	<u>P 1,261,810,000</u>	<u>P 7,570,970,000</u>

The fair values of the investment properties were determined by independent and SEC-accredited property appraisers. The REIT's management engaged with an appraiser and the amounts stated above are the fair values as of December 31, 2023 and 2022. The fair value gain and loss on investment properties is presented under Other income (Charges) in the statements of comprehensive income.

The REIT recognized income amounting to P591.1 million in 2023 and P324.4 million in 2022 from the lease of investment properties and are presented as part of Rental Income in the statements of comprehensive income (see Note 10). Related outstanding receivables are presented as part of Trade and Other Receivables in the statements of financial position (see Note 5).

Expenses such as taxes and licenses and property management fees incurred in relation to the rental services are recognized as incurred and are presented as part of Costs of Rentals in the statements of comprehensive income (see Note 11).

The REIT does not have contractual commitments for purchase of investment properties. The operating lease commitments of the REIT as lessor are fully disclosed in Note 16.1.

8. TRADE AND OTHER PAYABLES

This account is composed of the following as of December 31, 2023 and 2022:

	<u>2023</u>	<u>2022</u>
Deferred output VAT	P 97,394,687	P 37,169,455
Dividends payable	60,264,038	-
Accrued expenses	30,608,415	13,485,379
Others	<u>4,134,818</u>	<u>9,055,583</u>
	<u>P 192,401,958</u>	<u>P 59,710,417</u>

Deferred output VAT is recognized by the REIT for uncollected billings for rentals. This will be reclassified to output VAT payable and offset against input VAT, if any, once collected. Others cover liabilities including payables to the government.

Accrued expenses relates to unpaid administrative expenses as at year end.

9. LEASES

In 2022, SIPCOR assigned the lease of the land situated in Candanay, Siquijor owned by the NPC (Candanay Property) to the REIT. The lease has a term of 20 years with renewal option, subject to mutual agreement of both parties, and an escalation rate of 20% every five years. The assignment was approved by the NPC. The lease allows the REIT to sublet the asset to another party. The lease is either non-cancellable or may only be cancelled by incurring a substantive termination fee. The lease did not contain an option to purchase the underlying lease asset at the end of the lease.

On April 11, 2022, the REIT entered into a sublease agreement with SIPCOR for the same land situated in Candanay (Candanay Property) for a term of eight years. Since the land is being subleased by the REIT to SIPCOR, the right-of-use asset is presented as part of Investment Properties in the statements of financial position (see Note 7).

Lease liability is presented in the statements of financial position as follows:

	<u>2023</u>	<u>2022</u>
Current	P 381,908	P 230,280
Non-current	<u>5,819,943</u>	<u>6,471,760</u>
	<u>P 6,201,851</u>	<u>P 6,702,040</u>

The movements in the lease liability recognized in the statements of financial position are as follows:

	<u>2023</u>	<u>2022</u>
Balance at beginning of period	P 6,702,040	P -
Initial recognition	-	6,557,716
Repayments	(935,087)	(125,588)
Amortization	<u>434,898</u>	<u>269,912</u>
Balance at end of the period	<u>P 6,201,851</u>	<u>P 6,702,040</u>

Interest expense related to lease liability is reported as Finance cost under Other Income (Charges) in the statements of comprehensive income.

As at December 31, 2023 and 2022, the REIT has no commitments to leases which had not commenced.

The maturity analysis of lease liabilities as at December 31, 2023 and 2022 are as follows:

	<u>2023</u>		<u>2022</u>
Within 1 year	P 813,600	P	678,000
1 to 2 years	813,600		813,600
2 to 3 years	813,600		813,600
3 to 4 years	813,600		813,600
4 to 5 years	813,600		813,600
More than 5 years	<u>4,881,600</u>		<u>5,965,109</u>
	<u>P 8,949,600</u>	P	<u>9,897,509</u>

The cash outflow in respect of the lease for the year ended December 31, 2023 and for the period March 4, 2022 to December 31, 2022 amounted to P0.9 million and P0.1 million, respectively.

10. RENTAL INCOME

The REIT derives its rental income from the lease of its investment properties and property and equipment (see Notes 6 and 7), which commenced in June 2022.

Rentals from these properties are based on agreed guaranteed annual base or the calculated variable rental based on the lessees' revenues, whichever is higher. In 2023 and 2022, the agreed guaranteed annual base is higher than the variable base for all properties, except for the Candanay property (see Note 16).

The table below describes the lease agreements entered into by the REIT and their respective terms.

	<u>Lease Term</u>	<u>Renewable years Upon mutual agreement</u>	<u>Variable rental rates based on lessees' revenues</u>
Candanay property	8 years	10 years	26.59%
Lazi property	9 years	10 years	8.41%
SIPCOR building	9 years	10 years	0.50%
SIPCOR generation assets	9 years	10 years	4.50%
CAMPCOR land	10 years	10 years	15.00%
CAMPCOR building	10 years	10 years	10.00%

The rental income derived from such leases amounted to P643.8 million and P355.2 million in 2023 and 2022, respectively. Breakdown of rental income reported in the statements of comprehensive income is shown in the succeeding page.

	<u>2023</u> <u>(One Year)</u>	<u>2022</u> <u>(Ten Months)</u>
Rental income from SIPCOR:		
Right-of-use asset	P 207,956,866	P 105,400,099
Land	65,773,495	33,879,160
Generation assets (presented as property and equipment)	52,719,971	30,753,317
Building	<u>5,916,074</u>	<u>3,451,042</u>
	<u>332,366,406</u>	<u>173,483,618</u>
Rental income from CAMPCOR:		
Land	184,766,973	107,780,736
Building	<u>126,680,643</u>	<u>73,897,040</u>
	<u>311,447,616</u>	<u>181,677,776</u>
	<u>P 643,814,022</u>	<u>P 355,161,394</u>

The REIT's rental income are generated from the following assets and geographical regions:

	<u>Land</u>	<u>Buildings</u>	<u>Right-of-use asset</u>	<u>Generation assets</u>	<u>Total</u>
2023 (One Year):					
Siquijor	P 65,773,495	P 5,916,074	P 207,956,866	P 52,719,971	P 332,366,406
Cebu	<u>184,766,973</u>	<u>126,680,643</u>	<u>-</u>	<u>-</u>	<u>311,447,616</u>
	<u>P 250,540,468</u>	<u>P 132,596,717</u>	<u>P 207,956,866</u>	<u>P 52,719,971</u>	<u>P 643,814,022</u>
2022 (Ten Months):					
Siquijor	P 33,879,160	P 3,451,042	P 105,400,099	P 30,753,317	P 173,483,618
Cebu	<u>107,780,736</u>	<u>73,897,040</u>	<u>-</u>	<u>-</u>	<u>181,677,776</u>
	<u>P 141,659,896</u>	<u>P 77,348,082</u>	<u>P 105,400,099</u>	<u>P 30,753,317</u>	<u>P 355,161,394</u>

As of December 31, 2023 and 2022, the rental receivable amounted to P1,051.3 million and P392.4 million, respectively, which is reported as Trade and Other Receivables in the statements of financial position (see Note 5).

11. COSTS AND OPERATING EXPENSES

The details of this account are shown below.

	Notes	2023 <u>(One Year)</u>	2022 <u>(Ten Months)</u>
Depreciation	6	P 52,541,268	P 30,071,604
Property and fund management fees	7	18,222,160	10,629,593
Professional fees		1,572,897	3,171,103
General and administrative		1,099,680	2,446,711
Taxes and licenses	7	238,877	4,932,869
Advertising		107,221	585,809
Miscellaneous		<u>1,642,055</u>	<u>366,257</u>
		<u>P 75,424,158</u>	<u>P 52,203,946</u>

These expenses are classified in the statements of comprehensive income as follows:

	2023 <u>(One Year)</u>	2022 <u>(Ten Months)</u>
Costs of rentals	P 70,763,428	P 40,701,197
Operating expenses	<u>4,660,730</u>	<u>11,502,749</u>
	<u>P 75,424,158</u>	<u>P 52,203,946</u>

12. INCOME TAXES

The components of tax expense (income) as reported in the statements of comprehensive income are as follows:

	2023 <u>(One Year)</u>	2022 <u>(Ten Months)</u>
<i>Reported in profit or loss</i>		
Current tax expense:		
Regular corporate income tax at 25%	P 8,717,221	P 8,135,437
Final tax at 20%	<u>1,441</u>	<u>240</u>
	8,718,662	8,135,677
Deferred tax arising from origination of temporary differences	<u>68,752,809</u>	<u>(36,636,015)</u>
	<u>P 77,471,471</u>	<u>(P 28,500,338)</u>
<i>Reported in other comprehensive income –</i>		
Deferred tax expense arising from recognition of revaluation surplus	<u>P 22,360,317</u>	<u>P 4,227,901</u>

A reconciliation of tax on pretax profit or loss computed at the applicable statutory rates to tax expense or income reported in the statements of comprehensive income for the period ended December 31, 2023 and 2022 is as follows:

	2023 <u>(One Year)</u>	2022 <u>(Ten Months)</u>
Tax on pretax profit at 25%	P 195,370,254	P 27,682,185
Tax effect of:		
Dividends from distributable income	(117,898,784)	(56,250,000)
Non-deductible expenses	-	67,297
Adjustment for income subjected to lower income tax rate	<u>-</u>	<u>180</u>
	<u>P 77,471,471</u>	<u>(P 28,500,338)</u>

The REIT claimed the dividends as tax deduction in 2023 and 2022 (see Note 22).

As per Rule 10 of the REIT Act, REITs may deduct against taxable income any dividends distributed as of the end of the taxable year and on or before the last day of the fifth month of the next taxable year.

The details of the deferred tax assets (liabilities) as of December 31, 2023 and 2022 is shown below.

	2023 <u>(One Year)</u>	2022 <u>(Ten Months)</u>
Straight-lining of rental income	(P 26,835,519)	(P 11,353,985)
Revaluation surplus of property and equipment	(26,588,218)	(4,227,901)
Fair value loss (gain) on investment properties	(5,390,000)	47,990,000
Interest expense on lease liability	<u>108,725</u>	<u>-</u>
	<u>(P 58,705,012)</u>	<u>P 32,408,114</u>

The REIT claimed itemized deductions in computing for its income tax due in 2023 and 2022.

13. RELATED PARTY TRANSACTIONS

The REIT's related parties include the parent company, a related party under common ownership, and key management. A summary of the REIT's transactions and outstanding balances, if any, with its related parties is presented below.

Related Party Category	Notes	Amount of Transactions		Outstanding Receivable (Payable)	
		2023 (One Year)	2022 (Ten Months)	2023	2022
Parent Company					
Rental income	5, 10, 13.1	P 332,366,406	P 173,483,618	P 539,885,748	P 191,870,443
Due to related party	13.2	54,977,600	64,086,279	(119,063,879)	(64,086,279)
Lease liabilities	9	500,189	6,702,040	(6,201,851)	(6,702,040)
Related party under Common ownership					
Rental income	5, 10, 13.1	311,447,616	181,677,776	456,104,600	200,460,406
Due to related party	13.2	390,286,322	541,444	(390,827,766)	(541,444)
Key management personnel –					
Compensation	13.3	547,500	-	547,500	-

13.1 Lease Agreements

In 2022, the REIT entered into several operating lease agreements with SIPCOR and CAMPCOR (see Note 9).

The rentals earned from the Lease Agreements are presented as Rental Income in the statements of comprehensive income. The unsecured, noninterest-bearing outstanding balances related to such agreements are presented as part of Trade and Other Receivables in the statements of financial position.

13.2 Due to Related Parties

In the normal course of business, the REIT obtains cash advances from its parent company and a related party under common ownership for accommodation of certain expenses, working capital requirements and other purposes.

In 2023 and 2022, the REIT obtained advances from its parent company amounting to P55.0 million and P14.6 million, respectively. Also in 2022, the Parent Company paid certain expenses amounting to P49.5 million on behalf of the REIT (see Note 23).

The REIT also obtained advances from a related party under common ownership amounting to P390.3 million in 2023 and P0.5 million in 2022.

The outstanding due to related parties presented in the statements of financial position as at December 31, 2023 and 2022 amounted to P509.9 million and P64.6 million, respectively. Such balance have no fixed repayment terms and are unsecured, noninterest-bearing and generally payable in cash upon demand, or through offsetting arrangements with the related parties.

13.3 Key Management Function

Key management personnel compensation incurred as the REIT's management and administrative functions amounted to P0.5 million were handled by the parent company.

14. EQUITY

14.1 Capital Stock

Capital stock consists of the following as of December 31, 2023 and 2022:

	<u>Shares</u>	<u>Amount</u>
Common shares		
Authorized	<u>7,500,000,000</u>	<u>P7,500,000,000</u>
Issued and outstanding	<u>3,288,669,000</u>	<u>P3,288,669,000</u>

The REIT is authorized to issue 7,500,000,000 common shares with a par value of P1.0 per share. As of December 31, 2023 and 2022, a total number of 3,288,669,000 shares were fully issued and outstanding which amounted to P3.3 billion.

Under the terms of the capital increase, the REIT shall issue a total of 3,288,664,000 common shares to SIPCOR and CAMPCOR in exchange for the transfer, assignment and conveyance by SIPCOR and CAMPCOR of all their rights, title and interests in certain generation assets (see Note 6) and parcels of land and buildings situated thereat (see Note 7).

Pursuant to the capital increase and the property-for-share swap transaction, the REIT issued 1,654,856,000 common shares to SIPCOR and 1,633,808,000 common shares to CAMPCOR. The REIT recognized additional paid-in capital on the excess of the fair value of properties transferred over the par value of shares totalling to P5.3 billion, net of the stock issue costs totalling to P49.5 million, as a result of this transaction.

Under the terms of the property-for-share swap transaction, the REIT, as a lessor and/or sublessor of the properties assigned by SIPCOR and CAMPCOR, executed lease and sublease agreements with each of SIPCOR and CAMPCOR to enable them to use the assigned properties for their continuing power generation operations. The property-for-share swap transaction, forming part of the capital increase of the REIT, was also approved by the SEC on May 31, 2022.

On December 15, 2022, following the initial public offering of the REIT's common shares, the shares of SIPCOR and CAMPCOR were reduced to 845,589,861 (25.71%) and 834,839,132 (25.39%) common shares, respectively. As at December 31, 2022, 1,607,431,000 (48.88%) common shares are owned by the public and the remaining 809,007 (0.02%) common shares are owned by REIT's directors and officers.

As of December 31, 2023 and 2022, there are 2,904 holders and 2,700 holders, respectively, of at least one board lot of the listed shares, which closed at P1.54 per share for 2023 and P1.60 per share for 2022.

14.2 Dividends

During the year, the BOD approved the following dividends declaration from its unrestricted retained earnings payable to stockholders.

<u>Date of Declaration</u>	<u>Payment Date</u>	<u>Cash Dividend per Share</u>	<u>Total</u>
<u>2023</u>			
April 28, 2023	May 26, 2023	0.0682	P 224,287,226
June 22, 2023	July 17, 2023	0.0299	98,331,203
September 8, 2023	September 29, 2023	0.0359	<u>118,063,217</u>
			<u>P 440,681,646</u>

2022

July 11, 2022	August 29, 2022	0.01	<u>P 2,000,000</u>
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Unpaid dividends amounting to P60.3 million is presented as part of Trade and Other Payables in the 2023 statement of financial position (see Note 8). There are no unpaid dividends in 2022.

14.3 Distributable Income

The computation of the distributable income of the REIT for the period December 31, 2023 and 2022 is shown below.

	<u>2023 (One Year)</u>	<u>2022 (Ten Months)</u>
Net profit	P 704,009,546	P 139,229,076
Fair value adjustment of investment property resulting to loss (gain)	(213,520,000)	191,960,000
Deferred tax expense (income)	68,752,809	(36,636,015)
Effect of straight-lining of rental income	(61,926,134)	(45,415,940)
Accretion of interest relating to lease liability	<u>434,898</u>	<u>144,324</u>
Distributable income	<u>P 497,751,119</u>	<u>P 249,281,445</u>

The REIT has adopted a dividend policy in accordance with the provisions of the REIT Act, pursuant to which the REIT's shareholders may be entitled to receive at least 90% of the REIT's annual distributable income. The REIT intends to declare and pay out dividends of at least 90% of distributable income on a quarterly basis each year.

For purposes of tax reporting, the REIT claimed distributable income declared as dividend as deduction against its taxable income as allowed per Rule 10 of the REIT Act (see Note 12).

15. EARNINGS PER SHARE

Basic and diluted earnings per share amounts were computed as follows:

	<u>2023</u> <u>(One Year)</u>	<u>2022</u> <u>(Ten Months)</u>
Net profit for the period	P 704,009,546	P 139,229,076
Divided by weighted number of outstanding common shares	<u>3,288,669,000</u>	<u>2,302,069,800</u>
Basic and diluted earnings per share	<u>P 0.21</u>	<u>P 0.06</u>

The REIT has no potential dilutive common shares as of December 31, 2023 and 2022.

16. COMMITMENTS AND CONTINGENCIES

16.1 Operating Lease Commitments – REIT as a Lessor

The lease agreements of the REIT with SIPCOR and CAMPCOR requires monthly rentals equivalent to the higher of a guaranteed base lease or a percentage ranging from 0.50% to 26.90% of the lessee's annual revenue (see Notes 6 and 7). In 2023 and 2022, rentals based on the guaranteed base lease are higher than the rentals calculated based on the variables rates except for the rental income from the Candanay Property (see Note 7). In 2023 and 2022, rental income from such property amounted to P105.6 million and P180.7 million, respectively, determined based on 26.59% of the revenue derived from such lease in each year.

The future minimum lease receivable under the REIT's lease agreements (see Notes 7 and 9) as of December 31, 2023 and 2022 are shown below.

	<u>2023</u>	<u>2022</u>
Within 1 year	P 608,848,418	P 608,848,418
1 to 2 years	608,848,418	608,848,418
2 to 3 years	608,848,418	608,848,418
3 to 4 years	608,848,418	608,848,418
4 to 5 years	608,848,418	608,848,418
More than 5 years	<u>1,602,145,715</u>	<u>2,210,994,133</u>
	<u>P 4,646,387,805</u>	<u>P 5,255,236,223</u>

The REIT is subject to risk incidental to the operation of its investment properties and property and equipment, which include, among others, changes in market rental rates and inability to collect rent from tenants due to bankruptcy or insolvency of tenants. All of the REIT's lease agreements are from related parties. If the expected growth does not meet management's expectations, the REIT may not be able to collect rent or collect at profitable rates. Management however deemed that the risk of non-collection is insignificant given the REIT and its tenants are related parties under common control and hence can direct payments and collections between these parties (see Note 13).

16.2 Others

There are other commitments and contingent liabilities that may arise in the normal course of the REIT's operations, which are not reflected in the financial statements. As of December 31, 2023 and 2022, management is of the opinion that losses, if any, from these commitments and contingencies will not have material effects on the REIT's financial statements.

17. RISK MANAGEMENT OBJECTIVES AND POLICIES

The REIT is exposed to a variety of financial risks in relation to its financial instruments. The REIT's financial asset and financial liability by category is disclosed in Note 18. The main types of risks are market risk, credit risk and liquidity risk.

The REIT's risk management is coordinated with its parent company, in close coordination with the BOD, and focuses on actively securing the REIT's short to medium-term cash flows by minimizing the exposure to financial risks. The REIT does not engage in trading of financial assets for speculative purposes. The relevant financial risks to which the REIT is exposed are discussed below and in the succeeding page.

17.1 Market Risk

As of December 31, 2023 and 2022, the REIT is exposed to market risk through its cash in bank, which is subject to changes in market interest rates. However, management believes that the related interest rate risk exposure is not significant.

17.2 Credit Risk

The REIT's credit risk is attributable to cash in bank. The REIT maintains defined credit policies and continuously monitors defaults of counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. Where available at a reasonable cost, external credit ratings and/or reports on counterparties are obtained and used. The REIT's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets as at December 31, 2023 and 2022 is the carrying amount of the financial assets as shown in the statements of financial position (or in the detailed analysis provided in the notes to financial statements), as summarized below.

	<u>Notes</u>	<u>2023</u>	<u>2022</u>
Cash	4	P 51,889,838	P 4,625,289
Trade and other receivables	5	<u>1,051,325,057</u>	<u>392,386,454</u>
		<u>P1,103,214,895</u>	<u>P 397,011,743</u>

(a) *Cash*

The maximum credit risk exposure of financial asset is the carrying amount of the financial asset as shown in the statement of financial position which relates to cash in bank. The credit risk for cash in bank is considered negligible since the counterparty is a reputable bank with high quality external credit rating. Cash in bank are insured by the Philippine Deposit Insurance Corporation (PDIC) up to a maximum of P0.5 million for every depositor per banking institution.

(b) *Trade and Other Receivables*

Management determines possible impairment based on the related parties' ability to repay the receivables upon demand at the reporting date taking into consideration historical defaults of the related parties. Management assessed that the outstanding balances from related parties as of December 31, 2023 and 2022 is recoverable since the related parties have the capacity to pay the balances upon demand and there were no historical defaults. Hence, the losses are deemed negligible.

17.3 Liquidity Risk

As of December 31, 2023, the REIT's maximum liquidity risk is the carrying amounts of trade and other payables, due to related parties and lease liabilities (see Note 9).

As of December 31, the REIT's financial liabilities have contractual maturities which are presented below.

	Notes	Within 6 Months	
		2023	2022
Trade and other payables	8	P 95,007,271	P 22,385,121
Due to related parties	13	509,891,645	<u>64,627,723</u>
		<u>P 604,898,916</u>	<u>P 87,012,844</u>

The contractual maturity reflects the gross cash flows and the carrying value of the liability at the end of the reporting periods.

18. CATEGORIES, FAIR VALUES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

18.1 Carrying Amounts and Fair Value by Category

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

	Notes	2023		2022	
		Carrying Values	Fair Values	Carrying Values	Fair Values
Financial assets					
Cash	4	P 51,889,838	P 51,889,838	P 4,625,289	P 4,625,289
Trade and other receivables	5	<u>1,051,325,057</u>	<u>1,051,325,057</u>	<u>392,386,454</u>	<u>392,386,454</u>
		<u>P 1,103,214,895</u>	<u>P 1,103,214,895</u>	<u>P 397,011,743</u>	<u>P 397,011,743</u>
Financial liabilities					
Trade and other payables	8	P 95,007,271	P 95,007,271	P 22,385,121	P 22,385,121
Due to related parties	13	<u>509,891,645</u>	<u>509,891,645</u>	<u>64,627,723</u>	<u>64,627,723</u>
		<u>P 604,898,916</u>	<u>P 604,898,916</u>	<u>P 87,012,844</u>	<u>P 87,012,844</u>

A description of the REIT's risk management objectives and policies for financial instruments is provided in Note 17.

18.2 Offsetting of Financial Assets and Financial Liabilities

The REIT has not set off financial instruments and do not have relevant offsetting arrangements. Currently, all other financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties' BOD and shareholders.

19. FAIR VALUE MEASUREMENT AND DISCLOSURE

19.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value.

The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

19.2 Financial Instruments Measured at Amortized Cost for Which Fair Value is Disclosed

The Company's financial instruments are measured at amortized cost and hence are included in Level 3, except for cash, which is considered in Level 1.

For financial assets and financial liabilities with fair values included in Level 1, management considers that the carrying amounts of those short-term financial instruments approximate their fair values.

The fair values of the financial assets and financial liabilities included in Level 3, which are not traded in an active market, are determined based on the expected cash flows of the underlying net asset or liability based on the instruments where the significant inputs required to determine the fair value of such instruments are not based on observable market data.

19.3 Fair Value Measurement of Non-financial Assets

The REIT's investment properties and property and equipment amounting to P7.8 billion and P0.9 billion as of December 31, 2023, respectively and P7.6 billion and P0.9 billion as of December 31, 2022, respectively are classified under Level 3 of the hierarchy of fair value measurements.

The fair values of the REIT's investment properties (see Note 7) and property and equipment (see Note 6) are determined on the basis of the appraisals performed by Asian Appraisal Company, Inc., an independent appraiser, with appropriate qualifications and recent experience in the valuation of similar properties.

In estimating the fair value of these properties, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the REIT's investment properties and property and equipment are their current use. The appraisers used a discount rate of 8.42% in 2023 and 8.44% in 2022, and growth rate of 3.00% to 3.50% in both 2023 and 2022 to value the REIT's investment properties.

Fair value as determined by independent appraisers are based on the income approach. Under income approach, the fair value of an asset is measured by calculating the present value of its economic benefits by discounting expected cash flows at a rate of return that compensates the risks associated with the particular investment.

The most common approach in valuing future economic benefits of a projected income stream is the discounted cash flows model. This valuation process of this model consists of the following: (a) estimation of the revenues generated; (b) estimation of the costs expenses related to the operations of the development; (c) estimation of an appropriate discount rate; and (d) discounting process using an appropriate discount rate to arrive at an indicative fair value. There has been no change in the valuation techniques used by the REIT during the period. Also, there were no transfers into or out of Level 3 fair value hierarchy.

20. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The REIT's capital management objectives are to ensure the REIT's ability to continue as a going concern.

The REIT sets the amount of capital in proportion to its overall financing structure, i.e., equity and liabilities. The REIT manages the capital structure and makes adjustment to it in light of changes in economic conditions and the risk characteristics of the underlying assets. The REIT's total liabilities and total equity during the reporting periods are presented below.

	<u>2023</u>	<u>2022</u>
Total liabilities	P 767,200,466	P 131,040,180
Total equity	<u>9,097,943,481</u>	<u>8,767,534,630</u>
Debt-to-equity ratio	<u>P 0.08:1.00</u>	<u>P 0.01:1.00</u>

The REIT sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The REIT manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Under REIT Act, the REIT is subject to external capital requirement to have a minimum paid-up capital of P300.0 million which was complied with as of the reporting periods presented.

21. SEGMENT REPORTING

The REIT has determined that it operates as one operating segment. The REIT's only income-generating activity is the lease of its land, right-of-use asset, buildings and generation asset which is the measure used by the Chief Operating Decision Maker in allocating resources (see Notes 7 and 10).

The REIT derives its rental income exclusively from SIPCOR (49%) and CAMPCOR (51%), related parties under common control during the reporting periods December 31, 2023 and 2022 (see Notes 7, 10 and 13).

The disaggregation of rental income as to lessee and geographical area is also detailed in Note 10.

22. EVENTS AFTER THE END OF THE REPORTING PERIOD

On February 5, 2024, the REIT declared dividends at P0.0388 per share amounting to P127.6 million. The dividends were paid on March 12, 2024.

On April 14, 2024, additional dividends at P0.0388 per share or totalling P127.6 million were declared by the REIT. This is payable on May 13, 2024.

These dividends are allowed to be claimed as a deduction to net taxable income in accordance with the REIT Act (see Note 12).

23. SUPPLEMENTAL INFORMATION ON NON-CASH FINANCING AND INVESTING ACTIVITIES

Presented below and in the succeeding page are the significant non-cash transactions of the REIT in 2022. There are no non-cash investing and financing activities in 2023 except for the dividends amounting to P60.3 million, which were declared in 2023 but remained unpaid as of December 31, 2023 and is recorded as part of Trade and Other Payables in the 2023 statement of financial position.

- In 2022, the REIT entered into a property-for-share swap transaction with SIPCOR and CAMPCOR. Certain parcels of land, buildings and generation assets were recognized by the REIT (see Notes 6 and 7) in exchange for P3.3 billion of its common shares (see Note 14).
- For the period March 4, 2022 to May 31, 2022, the SEC and BIR registration and filing fees amounting to P16.6 million and DST on issuance of shares amounting to P32.9 million were paid by SIPCOR on behalf of the REIT (see Notes 13 and 14).
- On May 31, 2022, the REIT recognized lease liability amounting to P6.6 million (see Note 9). The related right-of-use asset was also recognized as part of Investment Properties (see Note 7).
- On December 15, 2022, the REIT listed its common shares in the Philippine Stock Exchange. The proceeds from secondary offering amounting to P2.3 billion, net of P94.7 million initial offering expenses, were received by SIPCOR and CAMPCOR (Sponsors and assigned Disbursing Entities), as indicated in the REIT's Reinvestment Plan.

24. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE

Presented in the succeeding pages is the supplementary information on taxes, duties and license fees paid during the taxable year which is required by the BIR under Revenue Regulations No. 15-2010 to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS.

(a) *Output Value Added Tax (VAT)*

In 2023, the REIT recognized output VAT amounting to P5,405,405 from collected rentals, which was partially applied against unutilized input VAT [see Note 24(b)]. The net output VAT payable as of December 31, 2023 amounting to P3,057,534 is presented as part of Other payables under Trade and Other Payables in the 2023 statement of financial position.

The tax base for taxable revenues is based on the REIT's gross receipts for the year; hence, such may not be the same as the revenues reported in the 2023 statement of comprehensive income.

The REIT recognized a deferred output VAT amounting to P97,394,687 from uncollected rental billings which formed part of Trade and Other Payables presented in the 2023 statement of financial position.

(b) *Input VAT*

The movements of input VAT during the year are summarized below.

Balance at beginning of year	P	541,800
Purchase of services and goods		1,806,071
Applied against output VAT	(<u>2,347,871</u>)
	P	<u>-</u>

(c) *Taxes on Importation*

The REIT did not have any transactions which were subject to custom duties and tariff fees in 2023.

(d) *Excise Tax*

The REIT did not have any transaction in 2023 which is subject to excise tax.

(e) *Documentary Stamp Tax (DST)*

The REIT did not have any transaction in 2023 which has been subjected to DST.

(f) *Taxes and Licenses*

The details of taxes and licenses are broken down as follows:

Permits and licenses	P	238,680
Others		<u>197</u>
	P	<u>238,877</u>

(g) *Withholding Taxes*

The REIT paid expanded withholding tax during the year amounting to P124,973. No expenses were incurred in 2023 which are subject to final withholding tax and withholding tax on compensation.

(h) *Deficiency Tax Assessment and Tax Cases*

The REIT did not settle any tax assessments nor does it have any tax cases outstanding or pending in courts or bodies outside of the BIR in any of the open taxable periods.

**Report of Independent Auditors
to Accompany Supplementary
Information Required by the Securities
and Exchange Commission Filed
Separately from the Basic
Financial Statements**

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

**The Board of Directors and Stockholders
Premiere Island Power REIT Corporation
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)**
4th Starmall IT Hub CV Starr Ave.
Philamlife Pamplona Dos Las Piñas
Las Piñas City

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of Premiere Island Power REIT Corporation (the REIT) for the year ended December 31, 2023 and have issued our report thereon dated April 14, 2024. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Revised Securities Regulation Code Rule 68 and is not a required part of the basic financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of the REIT's management. The supplementary information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO



By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805

TIN 221-843-037

PTR No. 10076150, January 3, 2024, Makati City

SEC Group A Accreditation

Partner - No. 107805-SEC (until financial period 2023)

Firm - No. 0002 (until financial period 2024)

BIR AN 08-002511-037-2022 (until Oct. 13, 2025)

Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 14, 2024

PREMIERE ISLAND POWER REIT CORPORATION
List of Supplementary Information
December 31, 2023

<u>Schedule</u>	<u>Content</u>	<u>Page No.</u>
Schedules Required under Annex 68-J of the Revised Securities Regulation Code Rule 68		
A	Financial Assets Financial Assets at Fair Value Through Profit or Loss Financial Assets at Fair Value Through Other Comprehensive Income	N/A
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)	1
C	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	N/A
D	Long-term Debt	N/A
E	Indebtedness to Related Parties	2
F	Guarantees of Securities of Other Issuers	N/A
G	Capital Stock	3
Others Required Information		
	Reconciliation of Retained Earnings Available for Dividend Declaration	4
	Map Showing the Relationship Between the Company and its Related Entities	5

PREMIERE ISLAND POWER REIT CORPORATION
Schedule B
Amounts Receivable from Directors, Officers, Employees, Related Parties
and Principal Stockholders (Other than Related Parties)
December 31, 2023
(Amounts in Philippine Pesos)

Name and designation of debtor	Balance at Beginning of year	Additions	Deductions		Ending Balance		Balance at end of year
			Amounts collected	Amounts written off	Current	Not current	
S.I. Power Corporation	P 191,870,442	P 403,350,015	P -	P -	P 403,350,015	P -	P 595,220,457
Camotes Island Power Generation Corporation	200,460,406	255,644,194	-	-	255,644,194	-	456,104,600
Advances to employees	55,606	-	55,606	-	-	-	-
	P 392,386,454	P 658,994,209	P 55,606	P -	P 658,994,209	P -	P 1,051,325,057

Note: These are presented as part of receivables account in the statements of financial position.

PREMIERE ISLAND POWER REIT CORPORATION
Schedule E
Indebtedness to Related Parties
December 31, 2023
(Amounts in Philippine Pesos)

Name of Related Party	Balance at Beginning of Period	Balance at End of Period
<i>Parent Company –</i> S.I. Power Corporation	P 64,086,279	P 119,063,879
<i>Related party under common ownership –</i> Camotes Island Power Generation Corporation	<u>541,444</u>	<u>390,827,766</u>
Total indebtedness to related parties	<u>P 64,627,723</u>	<u>P 509,891,645</u>

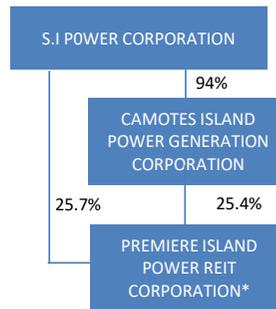
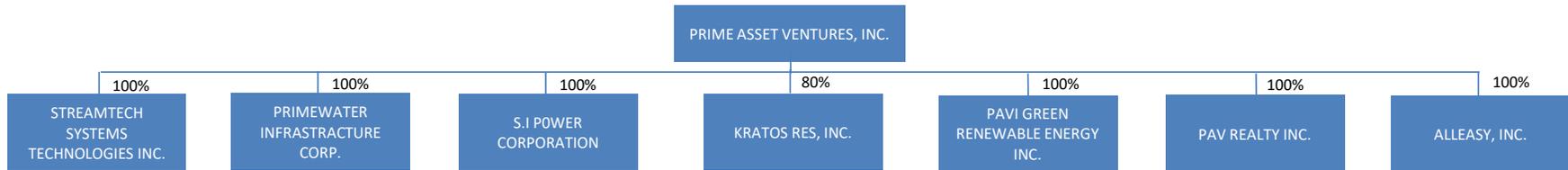
PREMIERE ISLAND POWER REIT CORPORATION
Schedule G
Capital Stock
December 31, 2023

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding as Shown Under the Related Statement of Financial Position 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	7,500,000,000	3,288,669,000	-	1,680,428,993	809,007	1,607,431,000

PREMIERE ISLAND POWER REIT CORPORATION
(A Subsidiary of S.I. Power Corp.)
4th Starmall IT Hub CV Starr Ave.
Philamlife Pamplona Dos Las Piñas, Las Piñas City
December 31, 2023
Reconciliation of Retained Earnings Available for Dividend Declaration

Unappropriated Retained Earnings at Beginning of Year	P 247,281,445
Less: Items that are directly debited to Unappropriated Retained Earnings	
Dividend declaration during the year	(440,681,646)
Transfer depreciation to retained earnings	(<u>746,100</u>)
Unappropriated Retained Earnings, as adjusted	(194,146,301)
Add: Net Income for the Current Year	704,009,546
Less: Unrealized income recognized in the profit or loss during the year (net of tax)	
Unrealized fair value gain of investment property	(160,140,000)
Unrealized income from straight-lining of rentals	(46,444,600)
Add: Non-actual losses recognized in profit or loss during the reporting period (net of tax)	
Depreciation on revaluation increment	746,100
Accretion of interest on lease liability	326,174
Less: Other items that should be excluded from the determination of the amount of available for dividends distribution	
Net movement of deferred tax asset not considered in the reconciling items under the previous categories	(<u>48,098,725</u>)
Unappropriated Retained Earnings Available for Dividend Distribution at End of Year	<u>P 256,252,194</u>

PREMIERE ISLAND POWER REIT CORPORATION
Map Showing the Relationship Between the Company and its Related Entities
December 31, 2023



Report of Independent Auditors on Components of Financial Soundness Indicator

The Board of Directors and Stockholders
Premiere Island Power REIT Corporation
(Formerly Premiere Island Philippines Holding Corporation)
(A Subsidiary of S.I. Power Corp.)
4th Starmall IT Hub CV Starr Ave.
Philamlife Pamplona Dos Las Piñas
Las Piñas City

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of Premiere Island Power REIT Corporation (the REIT) for the years ended December 31, 2023 and 2022, on which we have issued our report thereon dated April 14, 2024. 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 REIT's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) 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. The components of these financial soundness indicators have been traced to the REIT's financial statements as at December 31, 2023 and 2022 and for the years then ended, and no material exceptions were noted.

PUNONGBAYAN & ARAULLO



By: **Renan A. Piamonte**
Partner

CPA Reg. No. 0107805

TIN 221-843-037

PTR No. 10076150, January 3, 2024, Makati City

SEC Group A Accreditation

Partner - No. 107805-SEC (until financial period 2023)

Firm - No. 0002 (until financial period 2024)

BIR AN 08-002511-037-2022 (until Oct. 13, 2025)

Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 14, 2024

PREMIERE ISLAND POWER REIT CORPORATION
Supplemental Schedule of Financial Soundness Indicators
December 31, 2023

Ratio	Formula	2023	2022	
Current ratio	Total Current Assets divided by Total Current Liabilities	1.63		3.19
	Total Current Assets	P 1,146,173,947	P 397,616,696	
	Divide by: Total Current Liabilities	702,675,511	124,568,420	
	Current ratio	1.63		3.19
Acid test ratio	Quick assets (Total Current Assets less Inventories and Other Current Assets) divided by Total Current Liabilities	1.57		3.19
	Total Current Assets	P 1,146,173,947	P 397,616,696	
	Less: Other Current Assets	42,959,052	604,953	
	Quick Assets	1,103,214,895	397,011,743	
	Divide by: Total Current Liabilities	702,675,511	124,568,420	
	Acid test ratio	1.57		3.19
Solvency ratio	Total Liabilities divided by Total Assets	0.08		0.01
	Total Liabilities	P 767,200,466	P 131,040,180	
	Divide by: Total Assets	9,865,143,947	8,898,574,810	
	Solvency ratio	0.08		0.01
Debt-to-equity ratio	Total Liabilities divided by Total Equity	0.08		0.01
	Total Liabilities	P 767,200,466	P 131,040,180	
	Divide by: Total Equity	9,097,943,481	8,767,534,630	
	Debt-to-equity ratio	0.08		0.01
Assets-to-equity ratio	Total Assets divided by Total Equity	1.08		1.01
	Total Assets	P 9,865,143,947	P 8,898,574,810	
	Divide by: Total Equity	9,097,943,481	8,767,534,630	
	Assets-to-equity ratio	1.08		1.01
Return on equity	Net Profit divided by Total Equity	0.08		0.02
	Net Profit	P 704,009,546	P 139,229,076	
	Divide by: Total Equity	9,097,943,481	8,767,534,630	
	Return on equity	0.08		0.02
Return on assets	Net Profit divided by Total Assets	0.07		0.02
	Net Profit	P 704,009,546	P 139,229,076	
	Divide by: Total Assets	9,865,143,947	8,898,574,810	
	Return on assets	0.07		0.02
Book value per share	Total Equity divided by Outstanding Shares	2.77		2.67
	Total Equity	P 9,097,943,481	P 8,767,534,630	
	Divide by: Outstanding Shares	3,288,669,000	3,288,669,000	
	Book value per share	2.77		2.67
Earnings per share	Net Profit divided by Weighted Average Outstanding Shares	0.21		0.06
	Net Profit	P 704,009,546	P 139,229,076	
	Divide by: Weighted Average Outstanding Shares	3,288,669,000	2,302,069,800	
	Earnings per share	0.21		0.06